

**FICAAR, INC.**

(a Georgia corporation: Parent)

**STANDARD CANNA INC.**

(a Florida corporation: Subsidiary)



**STANDARD CULTIVATION SYSTEMS INC.**

(a Colorado corporation: Subsidiary)



**STANDARD PROPERTY GROUP INC.**

(a California corporation: Subsidiary)



Section One: Issuers' Disclosure Obligations

For the period ending March 31, 2016

We previously were a shell company, therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.

CAUTIONARY STATEMENT FOR THE PURPOSES OF THE “SAFE HARBOR” PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995.

All statements other than statements of historical facts included in this disclosure statement regarding the Company’s and its subsidiary’s future financial position, business strategy, budgets, projected costs, plans, and objectives of management for future operations, are forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors which may cause the Company’s actual results, performance or achievements to be materially different from any expected results, performance or achievements. Forward-looking statements include, but are not limited to statements regarding:

- *The Company’s highly competitive business environment;*
- *The Company’s ability to execute its business plans;*
- *The Company’s ability to retain and attract new employees;*

Forward-looking statements generally can be identified by the use of forward-looking terminology such as “may,” “will,” “expect,” “intend,” “estimate,” “anticipate” or “believe” or the negative thereof or variations thereon or similar terminology. These statements are only predictions and involve known and unknown risks, uncertainties, and other factors that may cause actual results, levels of activity, performance, or achievements to be materially different from any expected results, levels of activity, performance, or achievements expressed or implied by such forward-looking statements. Although management believes the expectations reflected in such forward-looking statements will prove to be correct, the Company can give no assurance such expectations will prove to be correct. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Company undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. Unless the context indicates otherwise, references herein to the “Company” refer to Ficaar, Inc., its predecessors and its consolidated subsidiaries.

## **Part A General Company Information**

### **Item I The exact name of the issuer and its predecessor (if any).**

Ficaar, Inc. (the “Company”) was incorporated in July 2001 under the name OwnerTel, Inc. The name of the Company was changed to Ficaar, Inc. in December of 2007.

The Company operates its business through its wholly owned subsidiary, STANDARD CANNA, INC. (“Standard”), a Florida corporation formed in 2014, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation formed in 2014; and STANDARD PROPERTY GROUP INC., a California corporation formed in 2014; as well as PRECIOUS HOLDINGS, INC. was formed in April of 2011 in the state of Delaware and is wholly owned by the Company.

### **Item II The address of the issuer’s principal executive offices.**

Ficaar Inc.  
30 West 39<sup>th</sup> Street, 4<sup>th</sup> floor  
New York, New York 10018  
Tel: (212) 719-5290  
Fax:(212) 719-5240

### **Item III The jurisdiction(s) and date of the issuer’s incorporation or organization.**

The Company was incorporated in the State of Georgia on July 10, 2001.

## **Part B Share Structure**

### **Item IV The exact title and class of securities outstanding.**

As of the date of this information statement, the Company has 44,093,276 shares of common stock issued and outstanding.

Shares of the Company’s common stock currently trade on the Pink Sheets electronic quotation system under the symbol “FCAA”

Common Stock - CUSIP Number: 315726109

### **Item V Par or stated value and description of the security.**

#### **A. *Par or Stated Value.* Provide the par or stated value for each class of outstanding securities.**

The Common Stock of the Company has a par value of \$0.001 per share.  
The Preferred Stock of the Company has a par value of \$0.001 per share.

#### **B. *Common or Preferred Stock.***

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

The Common Stock of the Company has voting rights.

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

N/A No preferred stock has been designated or issued.

**Item VI The number of shares or total amount of the securities outstanding for each class of securities authorized.**

Period end date; March 31, 2016.

Number of shares authorized; 200,000,000 shares of common stock; and 10,000,000 shares of preferred stock.

Number of shares outstanding: 44,093,276;

Freely tradable shares (public float): 11,300,659;

Total number of beneficial shareholders (not available); and

Total number of shareholders of record: 107.

As of the date of this report:

Number of shares authorized; 200,000,000 shares of common stock; and 10,000,000 shares of preferred stock.

Number of shares outstanding: 44,093,276;

Freely tradable shares (public float): 11,300,659;

Total number of beneficial shareholders (not available); and

Total number of shareholders of record: 107.

**Part C Business Information**

**Item VII The name and address of the transfer agent\*.**

Olde Monmouth Stock Transfer Co., Inc.

200 Memorial Parkway

Atlantic Highlands, NJ 07716

Phone: 732-872-2727

Fax: 732-872-2728

E-Mail: [transferagent@oldemonmouth.com](mailto:transferagent@oldemonmouth.com)

The transfer agent is registered with the Securities and Exchange Commission.

**Item VIII The nature of the issuer's business.**

In describing the issuer's business, please provide the following information:

**A. Business Development.** Describe the development of the issuer and material events during the last three years so that a potential investor can clearly understand the history and development of the business. If the issuer has not been in business for three years, provide this information for any predecessor company. This business development description must also include:

**1. the form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.);**

The Company is a corporation formed pursuant to the laws of Georgia.

**2. the year that the issuer (or any predecessor) was organized;**

The Company was organized in July 2001 in the state of Georgia

#### Subsidiaries

STANDARD CANNA, INC. ("Standard"), a Florida corporation formed in 2014, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation formed in 2014; and STANDARD PROPERTY GROUP INC., a California corporation formed in 2014.

PRECIOUS HOLDINGS, INC. was formed in April of 2011 in the state of Delaware and is wholly owned by the Company.

**3. the issuer's fiscal year end date;**

The Company's fiscal year end is December 31.

**4. whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding;**

It the understanding of current management of the Company that the Company has not been in bankruptcy, receivership or any similar proceeding.

However, in August 2009 in connection with the transactions contemplated by the Sal Agreement and Prophet Agreement, the Company exchanged all of the issued and outstanding shares of Series A Preferred Shares (9,999,999) for shares of common stock pursuant to an order of the Circuit Court of Seminole County, Florida. The order was based on a civil action brought by the holders of the Series A Preferred Shares for certain equitable relief. Currently there are no shares of preferred stock of the Company issued and outstanding.

**5. any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;**

In August 2012, certain shareholders of the Ficaar (the “Shareholders”), representing a majority of the issued and outstanding common stock of Ficaar, entered into an agreement and consummated such agreement with Sneaker Charmz, Inc., a Delaware corporation, whereby 72,020,000 shares of common stock of Ficaar was assigned by the Shareholders to Sneaker Charmz. Thereafter, Sneaker Charmz, Ficaar and David Cicalese consummated a transaction where the shares of common stock of Ficaar owned by Sneaker Charmz were transferred and assigned to Mr. Cicalese and Mr. Cicalese transferred his ownership of Sneaker Charmz to Ficaar. Thus Sneaker Charmz became a wholly owned subsidiary fo Ficaar and Mr. Cicalese owns 85% of the total issued and outstanding common stock of Ficaar. In addition, the Company divested Medical Cannabis Network, Inc., a company incorporated pursuant to the laws of Delaware and Ficaar’s former wholly-owned subsidiary. Mr. Jason Draizin resigned as an officer and member of Ficaar’s board of directors and Mr. David Cicalese (President and sole member of the Board of Directors of Sneaker Charmz) was appointed as President and a member of the Board of Directors of Ficaar. Following the consummation of the Agreement, Ficaar is engaged in the business of Sneaker Charmz, the development, marketing and sales of designer charms for footwear.

In January 2014, Mr. David Cicalese, President, a member of the Board of Directors and majority shareholder of Ficaar, contributed 100 shares of Precious Holdings, Inc., a Delaware corporation, which consists of all of the issued and outstanding equity of Precious Holdings, Inc. Thus Precious Holdings Inc. became a wholly owned subsidiary of the Company.

On November 16, 2014, we acquired 100% of the outstanding common stock of STANDARD CANNA, INC. (“Standard”), a Florida corporation, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation; and STANDARD PROPERTY GROUP INC., a California corporation, in exchange for 110,000 shares of our common stock pursuant to a Transfer Agreement (the “Agreement”), by and among, the Company and Jonas Zetzel, sole shareholder of Standard.

In addition, on July 28, 2015, the Company transferred its ownership in Sneaker Charmz, Inc., a Delaware corporation, to David Cicalese, our sole officer and director and majority shareholder in exchange for 42,000,000 shares of our common stock. Thus reducing Mr. Cicalese’s share ownership of the Company from 72,020,000 to 30,020,000 shares of our common stock.

In connection with the transactions contemplated by the Agreement, The business of the Company, operating through its wholly owned subsidiary, Standard, will concentrate on the purchase, development and operation of acquiring and developing growing space and related facilities and leasing our facilities to marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law.

In July 2015, the Board of Directors and shareholders representing a majority of the issued and outstanding common stock of the Company appointed Dawn Comes as President of the Company and a member of its Board of Directors. In connection with Ms. Comes appointment, she was issued 1,300,000 shares of common stock of the Company.

**6. any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments;**

The Company not currently in any material default of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.

**7. any change of control;**

In August 2012, certain shareholders of the Ficaar (the "Shareholders"), representing a majority of the issued and outstanding common stock of Ficaar, entered into an agreement and consummated such agreement with Sneaker Charmz, Inc., a Delaware corporation, whereby 72,020,000 shares of common stock of Ficaar was assigned by the Shareholders to Sneaker Charmz. Thereafter, Sneaker Charmz, Ficaar and David Cicalese consummated a transaction where the shares of common stock of Ficaar owned by Sneaker Charmz were transferred and assigned to Mr. Cicalese and Mr. Cicalese transferred his ownership of Sneaker Charmz to Ficaar. Thus Sneaker Charmz became a wholly owned subsidiary fo Ficaar and Mr. Cicalese owns 85% of the total issued and outstanding common stock of Ficaar. In addition, the Company divested Medical Cannabis Network, Inc., a company incorporated pursuant to the laws of Delaware and Ficaar's former wholly-owned subsidiary. Mr. Jason Draizin resigned as an officer and member of Ficaar's board of directors and Mr. David Cicalese (President and sole member of the Board of Directors of Sneaker Charmz) was appointed as President and a member of the Board of Directors of Ficaar. Following the consummation of the Agreement, Ficaar is engaged in the business of Sneaker Charmz, the development, marketing and sales of designer charms for footwear.

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In July 2015, the Board of Directors and shareholders representing a majority of the issued and outstanding common stock of the Company appointed Dawn Comes as President of the Company and a member of its Board of Directors. In connection with Ms. Comes appointment, she was issued 1,300,000 shares of common stock of the Company.

**8. any increase of 10% or more of the same class of outstanding equity securities;**

None.

**9. any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;**

In August 2012, certain shareholders of the Ficaar (the "Shareholders"), representing a majority of the issued and outstanding common stock of Ficaar, entered into an agreement and consummated such agreement with Sneaker Charmz, Inc., a Delaware corporation, whereby 72,020,000 shares of common stock of Ficaar was assigned by the Shareholders to Sneaker Charmz. Thereafter, Sneaker Charmz, Ficaar and David Cicalese consummated a transaction where the shares of common stock of Ficaar owned by Sneaker Charmz were transferred and assigned to Mr. Cicalese and Mr. Cicalese transferred his ownership of Sneaker Charmz to Ficaar. Thus Sneaker Charmz became a wholly owned subsidiary fo Ficaar and Mr. Cicalese owns 85% of the total issued and outstanding common stock of Ficaar (72,020,000 shares of 43,963,276 issued and outstanding). In addition, the Company divested Medical Cannabis Network, Inc., a company incorporated pursuant to the laws of Delaware and Ficaar's former wholly-owned subsidiary. Mr. Jason Draizin resigned as an officer and member of Ficaar's board of directors and Mr. David Cicalese (President and sole member of the Board of Directors of Sneaker Charmz) was appointed as President and a member of the Board of Directors of Ficaar. Following the consummation of the Agreement, Ficaar is engaged in the business of Sneaker Charmz, the development, marketing and sales of designer charms for footwear and, now, with the addition of Precious Holdings, Inc., Ficaar is also engaged in the custom jewelry design and manufacturing business.

In January 2014, Mr. David Cicalese, President, a member of the Board of Directors and majority shareholder of Ficaar, contributed 100 shares of Precious Holdings, Inc., a Delaware corporation, which consists of all of the issued and outstanding equity of Precious Holdings, Inc. Thus Precious Holdings Inc. became a wholly owned subsidiary of the Company.

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marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law.

In July 2015, the Board of Directors and shareholders representing a majority of the issued and outstanding common stock of the Company appointed Dawn Comes as President of the Company and a member of its Board of Directors. In connection with Ms. Comes appointment, she was issued 1,300,000 shares of common stock of the Company.

**10. any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board;**

On May 27, 2003, the Company was delisted from the OTCBB as a result of its failure to comply with NASD Rule 6530 (the Company was delinquent in its reporting obligations pursuant to the Securities Act of 1934, as amended).

**11. any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.**

None

**B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:**

**1. the issuer's primary and secondary SIC Codes;**

6512 Operators of Non-Residential Buildings

**2. if the issuer has never conducted operations, is in the development stage, or is currently conducting operations;**

On November 16, 2014, we acquired 100% of the outstanding common stock of STANDARD CANNA, INC. ("Standard"), a Florida corporation, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation; and STANDARD PROPERTY GROUP INC., a California corporation, in exchange for 110,000 shares of our common stock pursuant to a Transfer Agreement (the "Agreement"), by and among, the Company and Jonas Zetzel, sole shareholder of Standard.

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In connection with the transactions contemplated by the Agreement, The business of the Company, operating through its wholly owned subsidiary, Standard, will concentrate on the purchase, development and operation of acquiring and developing growing space and related facilities and leasing our facilities to marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law.

**3. whether the issuer is or has at any time been a “shell company”;**

**“WE PREVIOUSLY WERE A SHELL COMPANY, THEREFORE THE EXEMPTION OFFERED PURSUANT TO RULE 144 IS NOT AVAILABLE. ANYONE WHO PURCHASED SECURITIES DIRECTLY OR INDIRECTLY FROM US OR ANY OF OUR AFFILIATES IN A TRANSACTION OR CHAIN OF TRANSACTIONS NOT INVOLVING A PUBLIC OFFERING CANNOT SELL SUCH SECURITIES IN AN OPEN MARKET TRANSACTION.”**

**4. the names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement;**

The Company is the parent company.

The Company operates its business through its wholly owned subsidiary, STANDARD CANNA, INC. (“Standard”), a Florida corporation formed in 2014, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation formed in 2014; and STANDARD PROPERTY GROUP INC., a California corporation formed in 2014; as well as PRECIOUS HOLDINGS, INC. was formed in April of 2011 in the state of Delaware and is wholly owned by the Company. The attached financial statements do include the combined operations of the subsidiaries.

**5. the effect of existing or probable governmental regulations on the business;**

The Company does not anticipate governmental regulation having an effect on the business of the Company.

**6. an estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;**

The Company operates its business through its wholly owned subsidiary, STANDARD CANNA, INC. (“Standard”), a Florida corporation formed in 2014, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation formed in 2014; and STANDARD PROPERTY GROUP INC., a California corporation formed in 2014; as well as PRECIOUS HOLDINGS, INC. was formed in April of 2011 in the state of Delaware and is wholly owned by the Company.

Except for the contributions and development work by Mr. Cicalese in the amount of \$11,598, the Company (on a consolidated basis) has not spent monies on research and development.

## **7. costs and effects of compliance with environmental laws (federal, state and local); and**

The Company does not anticipate any material costs or effects associated with the compliance of environmental laws based upon the nature of its business services.

## **8. The number of total employees and number of full-time employees.**

Currently, the Company has no employees.

## **Item IX The nature of products or services offered.**

The Company is a Georgia corporation which operates through its subsidiary, STANDARD CANNA, INC. ("Standard"), a Florida corporation formed in 2014, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation formed in 2014; and STANDARD PROPERTY GROUP INC., a California corporation formed in 2014; as well as PRECIOUS HOLDINGS, INC. was formed in April of 2011 in the state of Delaware and is wholly owned by the Company. The Company is in its development stage.

### **Ficaar's Business**

Ficaar, Inc. (the "Company") was incorporated in July 2001 in the State of Georgia under the name OwnerTel, Inc. The name of the Company was changed to Ficaar, Inc. in December of 2007. The Company has operated its business through its wholly owned subsidiaries, Sneaker Charmz, Inc., a Delaware corporation; and Precious Holdings, Inc., a Delaware corporation. Shares of the Company's common stock currently trade on the Pink Sheets electronic quotation system under the symbol "FCAA"

On November 16, 2014, we acquired 100% of the outstanding common stock of STANDARD CANNA, INC. ("Standard"), a Florida corporation, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation; and STANDARD PROPERTY GROUP INC., a California corporation, in exchange for 110,000 shares of our common stock pursuant to a Transfer Agreement (the "Agreement"), by and among, the Company and Jonas Zetzel, sole shareholder of Standard.

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In connection with the transactions contemplated by the Agreement, The business of the Company, operating through its wholly owned subsidiary, Standard, will concentrate on the purchase, development and operation of acquiring and developing growing space and related facilities and leasing our facilities to marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law



## **CANNABIS LAWS IN THE UNITED STATES**

Currently, there are twenty-three states plus the District of Columbia that have laws and/or regulation that recognize in one form or another legitimate medical uses for cannabis and consumer use of cannabis in connection with medical treatment. Many other states are considering similar legislation. Conversely, under the Controlled Substance Act (the "CSA") the policy and regulations of the Federal government and its agencies is that cannabis has no medical benefit and a range of activities including cultivation and use of cannabis for personal use is prohibited. Until Congress amends the CSA with respect to medical marijuana, there is a risk that federal authorities may enforce current federal law, and we may be deemed to be facilitating the selling or distribution of drug paraphernalia in violation of federal law. Active enforcement of the current federal regulatory position on cannabis may thus indirectly and adversely affect revenues and profits of the Company. The risk of strict enforcement of the CSA in light of congressional activity, judicial holdings and stated federal policy remains uncertain.

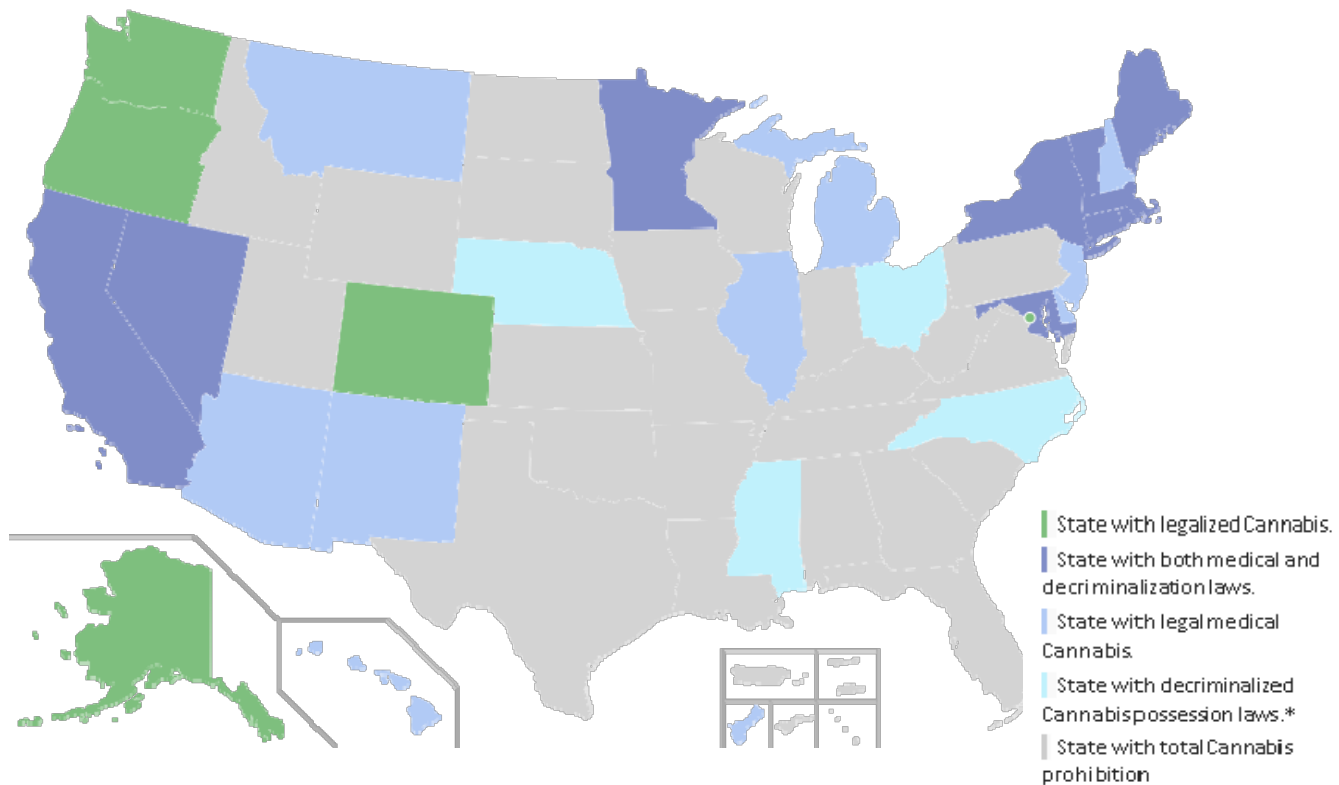
Congress accepted the introduction of The Respect State Marijuana Law Act on April 12, 2013. This legislation has been sent to the House Judicial Committee and House Committee on Energy and Commerce for further congressional review. This legislation would amend the CSA to provide that provision of the CSA related to marijuana shall not be applied to any person acting in compliance with state laws related to the production, possession, distribution, dispensing, administration or delivery of marijuana.

The U.S. Supreme Court has declined to hear a case brought by San Diego County, California that sought to establish federal pre-emption over state medical marijuana laws. The preemption claim was rejected by every court that reviewed the case. The California 4th District Court of Appeals wrote in its unanimous ruling, "Congress does not have the authority to compel the states to direct their law enforcement personnel to enforce federal laws." However, in another case the U.S. Supreme Court has held that as long as the CSA contains prohibitions against marijuana, that under the Commerce Clause of the United States Constitution, the United States may criminalize the production and use of homegrown cannabis even where states approve its use for medical purposes.

In an effort to provide guidance to federal law enforcement, the Department of Justice (the "DOJ") has issued Guidance Regarding Marijuana Enforcement to all United States Attorneys in a memorandum from Deputy Attorney General David Ogden on October 19, 2009, in a memorandum from Deputy Attorney General James Cole on June 29, 2011 and in a memorandum from Deputy Attorney General James Cole on August 29, 2013. Each memorandum provides that the DOJ is committed to enforcement of the CSA but the DOJ is also committed to using its limited investigative and prosecutorial resources to address the most significant threats in the most effective, consistent and rational way.

The DOJ has not historically devoted resources to prosecuting individuals whose conduct is limited to possession of small amounts of marijuana for use on private property but relied on state and local law enforcement to address marijuana activity. In the event the DOJ reverses stated policy and begins strict enforcement of the CSA in states that have laws legalizing medical marijuana and recreational marijuana in small amounts, there may be a direct and adverse impact to our revenue and profit

## MAP OF THE UNITED STATES SHOWING CANNABIS LAWS



Our initial focus will be on opportunities within Colorado, Washington and California. However, management believes that our business model may be quickly implemented in any jurisdiction where it is consistent with state and local laws.

### **Colorado**

Colorado has allowed its citizens to use medical marijuana since 2000. Voters in Colorado approved a ballot measure in November 2012 to legalize marijuana for adult use. Starting Jan 1, 2014, adult Colorado citizens and visiting adults are able to purchase marijuana without any medical licenses.

Since the enactment of Colorado Amendment 64, adults aged 21 or older can grow up to six cannabis plants (with no more than half being mature flowering plants), privately in a locked space, legally possess all cannabis from the plants they grow (as long as it stays where it was grown), legally possess up to one ounce of cannabis while traveling, and give as a gift up to one ounce to other citizens 21 years of age or older. Consumption is permitted in a manner similar to alcohol, with equivalent offenses proscribed for driving. Consumption in public remains illegal. Amendment 64 also provides for licensing of cultivation facilities, product manufacturing facilities, testing facilities, and retail stores. Visitors and tourists in

Colorado can use and purchase marijuana, but can not take it out of the state, and it is prohibited at Denver International Airport.

Colorado Governor Hickenlooper signed several bills into law on May 28, 2013 implementing the recommendations of the Task Force on the Implementation of Amendment 64. On September 9, 2013, the Colorado Department of Revenue adopted final regulations for recreational marijuana establishments, implementing the Colorado Retail Marijuana Code (HB 13-1317). On September 16, 2013, the Denver City Council adopted an ordinance for retail marijuana establishments.

The first stores officially opened on January 1, 2014. The state prepared for an influx of tourists with extra police officers posted in Denver.

Dispensaries in Colorado claim they made over \$1 million in sales statewide on the first day of legalized recreational marijuana sales alone.

According to the Colorado Department of Revenue, Colorado's marijuana industry reported \$45 million in recreational and medical marijuana in sales in January 2014, putting marijuana sales on pace to exceed \$540 million for the year ending December 31, 2014. Nationwide, the legalized pot industry is expected to bring in a reported \$2.34 billion in 2014, including both medical and recreational sales.

### **Washington**

Washington Initiative 502 (I-502) "on marijuana reform" was an initiative to the Washington State Legislature, which appeared on the November 2012 general ballot, passing by a margin of approximately 56 to 44 percent. Along with a similar Colorado measure, Initiative 502 was called "an electoral first not only for America but for the world", and credited for encouraging voter turnout of 81%, the highest in the nation.

Initiative 502 defined and legalized small amounts of marijuana-related products for adults 21 and over, taxes them and designates the revenue for healthcare and substance-abuse prevention and education. As noted in the Washington law, cannabis is still classified as a schedule I controlled substance under federal law and subject to federal prosecution under the doctrine of dual sovereignty. Possession by anyone younger than 21, possession of larger amounts, and the growing of unlicensed or unregulated marijuana remains illegal under state law.

### **California**

The California Compassionate Use Act (Proposition 215), was enacted by the voters and took effect on Nov. 6, 1996 as California Health & Safety Code 11362.5. The law makes it legal for patients and their designated primary caregivers to possess and cultivate marijuana for their personal medical use given the recommendation or approval of a California-licensed physician.

SB 420, a legislative statute, went into effect on January 1, 2004 as California H&SC 11362.7-.83. This law broadens Prop. 215 to transportation and other offenses in certain circumstances; allows patients to form medical cultivation "collectives" or "cooperatives"; and establishes a voluntary state ID card system run through county health departments. SB 420 also establishes guidelines or limits as to how much patients

can possess and cultivate. Legal patients who stay within the guidelines are supposed to be protected from arrest.

Patients with a physician’s recommendation and their primary caregivers, defined as, “The individual designated by the person exempted under this act who has consistently assumed responsibility for the housing, health, or safety of that person.”

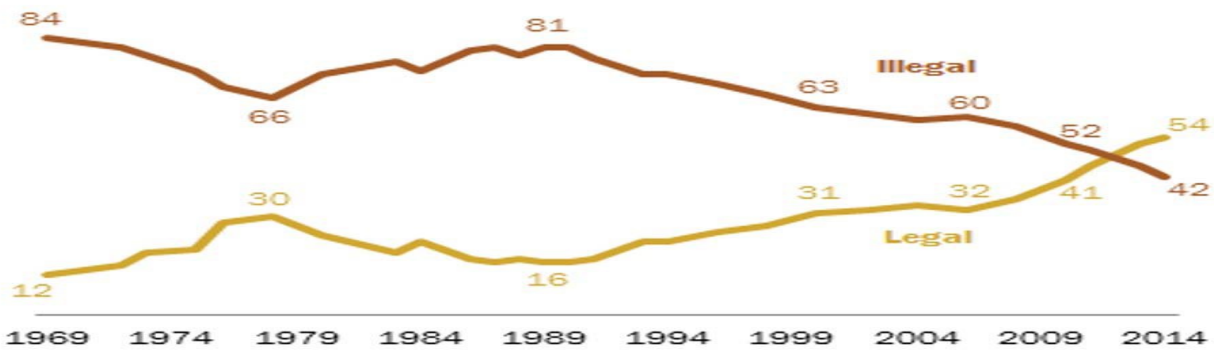
As an alternative, SB 420 allows patients to grow together in non-profit “collectives” or cooperatives. Collectives may scale the SB 420 limits to the number of members, but large garden may be suspect to law enforcement. In particular, grows 99 plants and under will not risk a U.S. federal minimum guideline sentencing.

Marijuana dispensaries in California sell marijuana to clients who are legally allowed to purchase it because of California Proposition 215 (1996). Marijuana dispensaries are often referred to as "pot shops." Across California there are an estimated 2,100 dispensaries, co-operatives, wellness clinics, and taxi delivery services in the sector known as “cannabusiness”.

### PUBLIC OPINION

#### Growing Support for Marijuana Legalization \*

*% saying marijuana should be ...*



Survey conducted Feb. 12-26, 2014. 1973-2008 data from General Social Survey; 1969 and 1972 data from Gallup

PEW RESEARCH CENTER

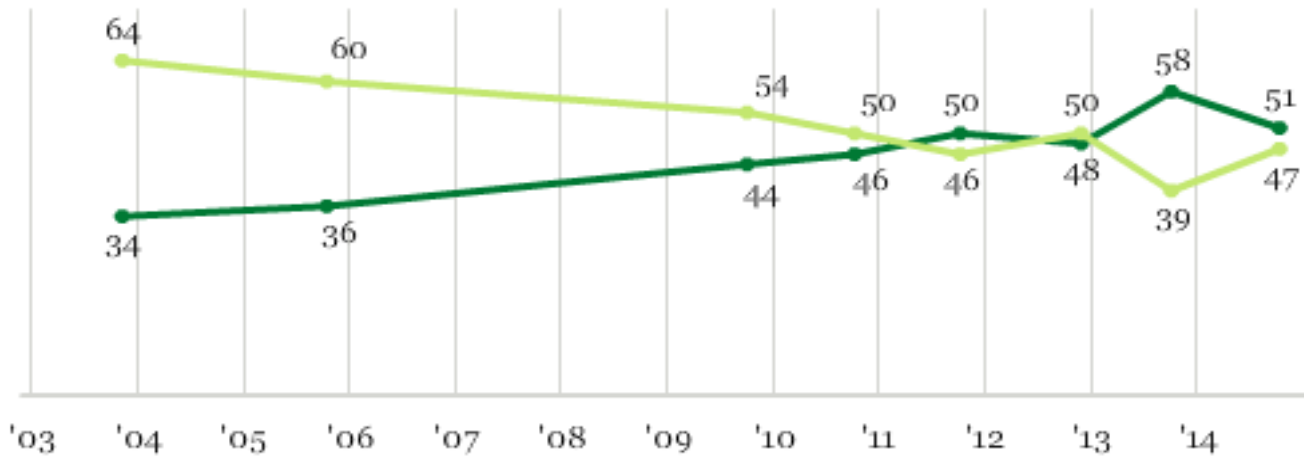
\*4% undecided



## Americans' Support for Legalizing the Use of Marijuana -- Recent Trend

Do you think the use of marijuana should be made legal, or not?

■ % Yes, legal    ■ % No, not legal



GALLUP

### Proposed Activities

We are in the process of identifying properties for purchase in Colorado, Washington and California. These projects include the purchase of existing, currently operating facilities, as well as proposed new construction projects. With the assistance of our consultants, cannabis industry experts, we have developed specific criteria in terms of the suitability of existing structures as well as plans for new constructions projects. More importantly with the assistance of our consultants, we have developed a fully scalable design model centered around maximizing yields and meeting the needs of cannabis cultivators which will be our tenants. We believe that the cornerstone of our model is maximizing yields by properly implementing cutting edge technology that will maintain an ideal controlled environment for our tenant cultivators.

It is anticipated that each property will be remodeled, in the case of existing structures; and designed, in the case of new construction, to contain numerous independent growers. Each space will be a full scale commercial cultivating facility with bay door access, adequate flowering, vegetative growth and propagating space including but not limited to access to large areas for harvesting and state of the art curing chambers. Our security will be on premise 24 hours per day. An IT camera system will be operational monitoring the inside and outside of the facility.

Our design model is fully scalable. We believe that the cornerstone of our model is maximizing yields by properly implementing cutting edge technology that will maintain an ideal controlled environment for our tenant cultivators. This begins with an advanced controlled environment that is protected from the

outside environment. Specialized HVAC systems will maintain a constant temperature, humidity, airflow and CO2 with precise controls. High intensity discharge lighting systems will provide the ideal environment for growing. An integrated irrigation system can be modified to each tenant's specifications and requirements.

Our design model anticipates that our building will have "state of the art" security systems that will fully protect our tenant cultivator's crops and property as well as allow our tenants to view and monitor their crops remotely. In addition, our tenant cultivators will have a fully secure ingress and egress to our facility. Our design model also features solar power system in order to be more cost efficient and provide less of a carbon footprint.

Our design model will ensure that our tenant cultivators will maximize their yields. We believe that implementing our design model in an existing building or new construction will be a complete solution for the professional cultivator.

Our plans will be dependent upon our ability to raise the capital required to acquire properties and remodel or construct such properties.

We also intend to offer to our tenant cultivators certain value added services that will be provided at additional costs. Such services may include but certainly will not be limited to fertilizer, additives, vitamins, and grow consultants.

The Company has purchased the following domain names (pursuant to the Purchase Agreement):

[www.standardcanna.com](http://www.standardcanna.com)

[www.standardcultivation.com](http://www.standardcultivation.com)

[www.standardgrow.com](http://www.standardgrow.com)

### ***Cannabis Related Operations***

In addition to our real estate plans, we are actively pursuing investment opportunities in the rapidly growing cannabis industry in the United States and Canada. We intend to invest in companies or acquire such companies positioned to make a significant impact within the cannabis industry. We believe these early stage investments provide emerging companies with access to larger capital sums to help elevate their status from start-ups to mature and durable brand leaders.

We intend to search out investment opportunities such as this that we believe will capitalize on the fast-growing cannabis industry.

### ***Legal Considerations in Cannabis Related Activities***

#### The Cole Memo

We intend to conduct rigorous due diligence to verify the legality of all activities that we engage in. We realize that there is a discrepancy between the laws in some states, which permit the distribution and sale

of medical and recreational marijuana, from federal law that prohibits any such activities. The Controlled Substances Act (“CSA”) makes it illegal under federal law to manufacture, distribute, or dispense marijuana. Many states impose and enforce similar prohibitions. Notwithstanding the federal ban, 23 states and the District of Columbia have legalized certain marijuana-related activity.

As set forth above, in light of these developments, U.S. Department of Justice Deputy Attorney General James M. Cole issued a memorandum (the “Cole Memo”) to all United States Attorneys providing updated guidance to federal prosecutors concerning marijuana enforcement under the CSA. The Cole Memo guidance applies to all of DOJ’s federal enforcement activity, including civil enforcement and criminal investigations and prosecutions, concerning marijuana in all states.

The Cole Memo reiterates Congress’s determination that marijuana is a dangerous drug and that the illegal distribution and sale of marijuana is a serious crime that provides a significant source of revenue to large-scale criminal enterprises, gangs, and cartels. The Cole Memo notes that DOJ is committed to enforcement of the CSA consistent with those determinations. It also notes that DOJ is committed to using its investigative and prosecutorial resources to address the most significant threats in the most effective, consistent, and rational way. In furtherance of those objectives, the Cole Memo provides guidance to DOJ attorneys and law enforcement to focus their enforcement resources on persons or organizations whose conduct interferes with any one or more of the following important priorities (the “Cole Memo priorities”):

- Preventing the distribution of marijuana to minors;
- Preventing revenue from the sale of marijuana from going to criminal enterprises, gangs, and cartels;
- Preventing the diversion of marijuana from states where it is legal under state law in some form to other states;
- Preventing state-authorized marijuana activity from being used as a cover or pretext for the trafficking of other illegal drugs or other illegal activity;
- Preventing violence and the use of firearms in the cultivation and distribution of marijuana;
- Preventing drugged driving and the exacerbation of other adverse public health consequences associated with marijuana use;
- Preventing the growing of marijuana on public lands and the attendant public safety and environmental dangers posed by marijuana production on public lands; and
- Preventing marijuana possession or use on federal property.

Deputy Attorney General Cole is issuing supplemental guidance directing that prosecutors also consider these enforcement priorities with respect to federal money laundering, unlicensed money transmitter, and BSA offenses predicated on marijuana-related violations of the CSA.

## FinCEN

The Financial Crimes Enforcement Network (“FinCEN”) provided guidance on February 14, 2014 about how financial institutions can provide services to marijuana-related businesses consistent with their Bank Secrecy Act (“BSA”) obligations. For purposes of the FinCEN guidelines, a “financial institution” includes any person doing business in one or more of the following capacities:

- bank (except bank credit card systems);
- broker or dealer in securities;
- money services business;
- telegraph company;
- casino;
- card club; and
- a person subject to supervision by any state or federal bank supervisory authority.

In general, the decision to open, close, or refuse any particular account or relationship should be made by each financial institution based on a number of factors specific to that institution. These factors may include its particular business objectives, an evaluation of the risks associated with offering a particular product or service, and its capacity to manage those risks effectively. Thorough customer due diligence is a critical aspect of making this assessment.

In assessing the risk of providing services to a marijuana-related business, a financial institution should conduct customer due diligence that includes: (i) verifying with the appropriate state authorities whether the business is duly licensed and registered; (ii) reviewing the license application (and related documentation) submitted by the business for obtaining a state license to operate its marijuana-related business; (iii) requesting from state licensing and enforcement authorities available information about the business and related parties; (iv) developing an understanding of the normal and expected activity for the business, including the types of products to be sold and the type of customers to be served (e.g., medical versus recreational customers); (v) ongoing monitoring of publicly available sources for adverse information about the business and related parties; (vi) ongoing monitoring for suspicious activity, including for any of the red flags described in this guidance; and (vii) refreshing information obtained as part of customer due diligence on a periodic basis and commensurate with the risk. With respect to information regarding state licensure obtained in connection with such customer due diligence, a financial institution may reasonably rely on the accuracy of information provided by state licensing authorities, where states make such information available.

As part of its customer due diligence, a financial institution should consider whether a marijuana-related business implicates one of the Cole Memo priorities or violates state law. This is a particularly important factor for a financial institution to consider when assessing the risk of providing financial services to a marijuana-related business. Considering this factor also enables the financial institution to provide information in BSA reports pertinent to law enforcement’s priorities. A financial institution that decides to provide financial services to a marijuana-related business would be required to file suspicious activity reports.

While we believe we do not qualify as a financial institution in the United States, we cannot be certain that we do not fall under the scope of the FinCEN guidelines. As such, as we engage in financing activities, we intend to adhere to the guidance of FinCEN in conducting and monitoring our financial transactions. Because this area of the law is uncertain but expected to evolve rapidly, we believe that following FinCEN's guidelines will help us best operate in a prudent, reasonable and acceptable manner. There is no assurance, however, that our activities will not violate some aspect of the CSA. If we are found to violate the federal statute or any other in connection with our activities, our company could face serious criminal and civil sanctions. Moreover, since the use of marijuana is illegal under federal law, we may have difficulty acquiring or maintaining bank accounts and insurance and our shareholders may find it difficult to deposit their stock with brokerage firms.

### Local Laws

Local laws at the city, county and municipal level add an additional layer of complexity to legalized marijuana. Despite a state's having adopted legislation legalizing marijuana, cities, counties and municipalities, within the state seem to have the ability to otherwise restrict marijuana activities, including but not limited to cultivation, retail or consumption.

Zoning sets forth the approved use of land in any given city, county or municipality. Zoning is set by local governments and may otherwise be restricted by state laws, for example, under certain state laws a seller of liquor may not be allowed to operate within 1,000 feet of a school. There are and or will be similar restrictions imposed on marijuana growers, which will restrict how and where marijuana operations can be located and the manner and size of which they can grow and operate. Additionally, zoning is subject to change, properties can be re-zoned and a given zoning may be withdrawn. How properties are zoned will have a direct impact on our business operations.

### ***Cannabis Commercial Real Estate***

We intend to generate revenue by owning and leasing specialized real estate to cannabis growers in compliance with state and local laws. As such, we intend to actively locate the best opportunities for real property acquisitions in the cannabis industry. With the assistance of our consultants, cannabis industry experts, we have developed specific criteria in terms of the suitability of existing structures as well as plans for new constructions projects. The criteria is centered around the needs of cannabis growers which will be our tenants which we will charge rent. It is anticipated that each property will be remodeled, in the case of existing structures; and designed, in the case of new construction, to contain numerous independent growers. The purchase of specialized cannabis properties, however, will also entail researching industrial zoned real estate where we believe state and local law now permits, or in the future permit may permit, the legal cultivation of cannabis.

We do not grow, harvest, cultivate, possess, distribute or sell cannabis absent a change in U.S. federal laws. However, because we may act as landlord to tenants who do directly engage in the cultivation, distribution and sale of cannabis, we plan to exercise appropriate and reasonable care to screen our tenants and verify that our tenants are in compliance with the state and local rules and in a way that does not interfere with the Cole Memo priorities.

We are mindful of the risks involved in leasing property to those involved in the cannabis industry. The Obama administration has effectively stated that it is not an efficient use of resources to direct federal law enforcement agencies to prosecute those lawfully abiding by state-designated laws allowing the use and distribution of medical marijuana. However, there is no guarantee that the administration will not change its stated policy regarding the low-priority enforcement of federal laws. Additionally, any new administration that follows could change this policy and decide to enforce the federal laws strongly. Any such change in the federal government's enforcement of current federal laws could cause significant financial damage to us and our shareholders.

Further, and while we do not intend to harvest, cultivate, possess, distribute or sell cannabis, by leasing facilities to growers of marijuana, we could be deemed to be participating in marijuana cultivation or aiding and abetting, which remains illegal under federal law, and exposes us to potential criminal liability, with the additional risk that our properties could be subject to civil forfeiture proceedings.

In addition, because the scrutiny FinCEN placed on financial institutions, it may be difficult for tenants to acquire and maintain bank accounts. This could greatly interfere with our business operations.

### ***Competition***

We believe that the current market for properties that meet our investment objectives is extremely competitive and many of our competitors have greater resources than we do. We compete with numerous other entities engaged in real estate investment activities, including individuals, corporations, banks and insurance company investment accounts, other REITs, real estate limited partnerships, the U.S. Government and other entities, to acquire, manage and sell real estate properties and real estate related assets. Many of our expected competitors enjoy significant competitive advantages that result from, among other things, a lower cost of capital and enhanced operating efficiencies. In addition, the number of entities and the amount of funds competing for suitable investments may increase.

### **Precious Holdings, Inc.**

Precious Holdings is a designer and manufacturer of unique custom jewelry and accessories made out of precious metals, silver, gold and platinum. Precious Holdings has the ability to make many different designs in the form of rings, belt buckles and pendants. All of the products will be designed and manufactured by David Cicalese, our President, Chairman and majority shareholder.

Currently, Mr. Cicalese is working on various designs and the molds for such designs. The Company has manufactured prototypes of certain of its designs; however, the Company has not sold any products as of the date of this information statement. The products will generally be for the high end market due to the costs of the metals as well as the costs of the manufacturing process.

### **The Market**

The jewelry industry is highly fragmented with thousands and thousands of artisans competing for distribution contracts and product sales. Some work and distribute locally, others have national

distribution systems set up. Some artists will design products for larger companies to manufacture, others will design and make the pieces themselves. Competition for Precious Holdings takes the following forms:

Artists creating designs that are then manufactured on a large scale and distributed nationally.

Companies that has their own designers in-house. In this case everything is done in-house, design, marketing and wholesaling.

Artists who design and make all of the pieces themselves, and then do the wholesaling or retailing themselves.

It is the intention of Precious Holdings to design and make all of its products on a limited basis and sell the products through established higher end retailers. The Company does not have any outlets as of yet for its products.

**Item X The nature and extent of the issuer’s facilities.**

Real Property Lease.

The Company is provided office space without charge by David Cicalese, the Company’s Secretary, Chairman and majority shareholder at 30 West 39<sup>th</sup> Street, 4<sup>th</sup> Floor, New York, New York 10018.

**Part D Management Structure and Financial Information**

**Item XI The name of the chief executive officer, members of the board of directors, as well as control persons.**

**A. Officers and Directors. In responding to this item, please provide the following information for each of the issuer’s executive officers, directors, general partners and control persons, as of the date of this information statement:**

**Directors, Executive Officers and Corporate Governance**

The following table contains information with respect to our current executive officers and directors:

<b>Name</b>	<b>Age</b>	<b>Principal With Us</b>	<b>Positions</b>
Dawn			
Cames	_____	President and Director	
David		Secretary and Director	
Cicalese	43	(Chairman)	

**Dawn Cames, President and member of the Board of Directors**

Dawn Cames is an award-winning executive with 23 years of leadership experience in the luxury automotive industry. Her strong background and success in growing sales, marketing, and operations allowed Dawn to achieve over \$200M in sales in 2014 within multiple locations. Her extensive experience working with national marketing boards has helped Dawn successfully launch new product lines in very competitive market.

**David Cicalese, Secretary and Chairman of the Board of Directors**



David Cicalese 42, has been an officer of the Company and Member of the Board of Directors since August 2012. Currently, Mr. Cicalese is Secretary of the Company and Chairman of the Board of Directors. Mr. Cicalese is also the President and sole member of the Board of Sneaker Charmz, Inc. (since July 2012). In addition, Mr. Cicalese is the President and Board member of Albrizio Couture Inc. which designs and custom manufactures hats. Mr. Cicalese's hats have been featured in such magazines and Vogue and Elle.

Mr. Cicalese attended the Fashion Institute of Technology in Manhattan from 1991 until 1994 and is certified in jewelry design, millinery design and accessory creation and design. David became an interned at his family's Jewelry shop in Greenwich Village at the age of 14 and learned from a master craftsman the art of creating unique jewelry and accessories.

**B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:**

**1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);**

None

**2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;**

None

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

None

**4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.**

None

**C. Disclosure of Family Relationships. Describe any family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the issuer's equity securities.**

None

**D. Disclosure of Related Party Transactions.** Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

None

**E. Disclosure of Conflicts of Interest.** Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

None

**Item XII Financial information for the issuer's most recent fiscal period.**

**The management prepared financials for the quarterly period ended September 30, 2015 with respect to the Company is attached hereto.**

**Item XIV Beneficial Owners.**

**Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.**

**Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters**

The following table sets forth, as of the date hereof, certain information as to shares of our voting stock owned by (i) each person known by us to beneficially own more than 5% of our outstanding voting stock, (ii) each of our directors, and (iii) all of our executive officers and directors as a group.

Unless otherwise indicated below, to our knowledge, all persons listed below have sole voting and investment power with respect to their shares of voting stock, except to the extent authority is shared by spouses under applicable law.

Name and Address of Owners of Common Stock	Beneficial of Title Class	Amount Nature of Beneficial Ownership (1)	and of % of Common Stock (2)
David Cicalese <sup>(3)</sup>	Common Stock	30,020,000	68.08%
Dawn Comes <sup>(4)</sup>	Common Stock	2,433,334	5.52%
<b>DIRECTORS AND OFFICERS – TOTAL (Two Officers and Directors)</b>		32,453,334	73.60 %
<b>5% SHAREHOLDERS</b>			
CHRISTOPHER VINGIANO	Common Stock	3,000,000	6.80%
NUNO BEIRA	Common Stock	3,000,000	6.80%

(1) Unless otherwise indicated, each person or entity named in the table has sole voting power and investment power (or shares that power with that person’s spouse) with respect to all shares of voting stock listed as owned by that person or entity.

(2) The percent of class is based on 44,093,276 shares of common stock issued and outstanding as of September 30, 2015.

(3) Mr. Cicalese is our Secretary and Chairman of our Board of Directors

(4) Ms. Comes is our President and a member of our Board of Directors.

The address for all officers and directors as well as Mr. Vingiano and Mr. Beira is c/o Ficaar, Inc., 30 West 39th Street, 4th Floor, New York, New York 10018.

**1. Investment Banker**

None

**2. Promoters**

None

**3. Legal Counsel(s)**

Christophe L. DiFalco, Esq.

DiFalco & Fernandez, LLLP  
777 Brickell Avenue  
Suite 630  
Miami, FL 33131  
305.569.9800 (Tel)  
866.569.0666 (Fax)

Guy Stewart, Jr., Esq.  
502 Palm Street, Number 5  
West Palm Beach, Florida 33401  
561.659.1810 (Tel)

#### **4. Auditor**

None

#### **5. Public Relations Consultant(s)**

None

#### **6. Investor Relations Consultant**

None

#### **Item XVI Management's Discussion and Analysis or Plan of Operation.**

The Company is a Georgia corporation which operates through its subsidiaries, Sneaker Charmz, Inc., a Delaware corporation; and Precious Holdings, Inc., a Delaware corporation. The Company is in its development stage.

The Company was incorporated in July 2001 under the name OwnerTel, Inc. The name of the Company was changed to Ficaar, Inc. in December of 2007.

In August 2012, certain shareholders of the Ficaar (the "Shareholders"), representing a majority of the issued and outstanding common stock of Ficaar, entered into an agreement and consummated such agreement with Sneaker Charmz, Inc., a Delaware corporation, whereby 72,020,000 shares of common stock of Ficaar was assigned by the Shareholders to Sneaker Charmz. Thereafter, Sneaker Charmz, Ficaar and David Cicalese consummated a transaction where the shares of common stock of Ficaar owned by Sneaker Charmz were transferred and assigned to Mr. Cicalese and Mr. Cicalese transferred his ownership of Sneaker Charmz to Ficaar. Thus Sneaker Charmz became a wholly owned subsidiary fo Ficaar and Mr. Cicalese owns 85% of the total issued and outstanding common stock of Ficaar (72,020,000 shares of 43,963,276 issued and outstanding). In addition, the Company divested Medical Cannabis Network, Inc., a company incorporated pursuant to the laws of Delaware and Ficaar's former wholly-owned subsidiary.

Mr. Jason Draizin resigned as an officer and member of Ficaar's board of directors and Mr. David Cicalese (President and sole member of the Board of Directors of Sneaker Charmz) was appointed as President and a member of the Board of Directors of Ficaar. Following the consummation of the Agreement, Ficaar is engaged in the business of Sneaker Charmz, the development, marketing and sales of designer charms for footwear and, now, with the addition of Precious Holdings, Inc., Ficaar is also engaged in the custom jewelry design and manufacturing business.

In January 2014, Mr. David Cicalese, President, a member of the Board of Directors and majority shareholder of Ficaar, contributed 100 shares of Precious Holdings, Inc., a Delaware corporation, which consists of all of the issued and outstanding equity of Precious Holdings, Inc. Thus Precious Holdings Inc. became a wholly owned subsidiary of the Company.

On November 16, 2014, we acquired 100% of the outstanding common stock of STANDARD CANNA, INC. ("Standard"), a Florida corporation, and its wholly owned subsidiaries, STANDARD CULTIVATION SYSTEMS INC., a Colorado corporation; and STANDARD PROPERTY GROUP INC., a California corporation, in exchange for 110,000 shares of our common stock pursuant to a Transfer Agreement (the "Agreement"), by and among, the Company and Jonas Zetzel, sole shareholder of Standard.

In addition, on July 28, 2015, the Company transferred its ownership in Sneaker Charmz, Inc., a Delaware corporation, to David Cicalese, our sole officer and director and majority shareholder in exchange for 42,000,000 shares of our common stock. Thus reducing Mr. Cicalese's share ownership of the Company from 72,020,000 to 30,020,000 shares of our common stock.

In connection with the transactions contemplated by the Agreement, The business of the Company, operating through its wholly owned subsidiary, Standard, will concentrate on the purchase, development and operation of acquiring and developing growing space and related facilities and leasing our facilities to marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law.

In July 2015, the Board of Directors and shareholders representing a majority of the issued and outstanding common stock of the Company appointed Dawn Comes as President of the Company and a member of its Board of Directors. In connection with Ms. Comes appointment, she was issued 1,300,000 shares of common stock of the Company.

#### Liquidity and Capital Resources

We have met our capital expenditures and working capital needs through loans from Mr. Cicalese and a third party. As of September 30, 2015, the Company owed Mr. Cicalese \$ 6,525 and \$16,960 to third party shareholder. We expect our future capital and working capital needs will be funded through raising working capital.

#### **Part E Issuance History**

##### **Item XVII List of securities offerings and shares issued for services in the past two years.**

None

## **Part F Exhibits**

**The following exhibits must be either described in or attached to the disclosure statement:**

### **Item XVIII Material Contracts.**

**A. Every material contract, not made in the ordinary course of business that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting.**

The August 2012 Agreement by and among certain shareholders of the Ficaar (the "Shareholders"), representing a majority of the issued and outstanding common stock of Ficaar, and Sneaker Charmz, Inc., a Delaware corporation, whereby 72,020,000 shares of common stock of Ficaar was assigned by the Shareholders to Sneaker Charmz.

In January 2014, Mr. David Cicalese, President, a member of the Board of Directors and majority shareholder of Ficaar, contributed 100 shares of Precious Holdings, Inc., a Delaware corporation, which consists of all of the issued and outstanding equity of Precious Holdings, Inc. Thus Precious Holdings Inc. became a wholly owned subsidiary of the Company.

In January 2014, Mr. David Cicalese, President, a member of the Board of Directors and majority shareholder of Ficaar, contributed 100 shares of Precious Holdings, Inc., a Delaware corporation, which consists of all of the issued and outstanding equity of Precious Holdings, Inc. Thus Precious Holdings Inc. became a wholly owned subsidiary of the Company.

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In addition, on July 28, 2015, the Company transferred its ownership in Sneaker Charmz, Inc., a Delaware corporation, to David Cicalese, our sole officer and director and majority shareholder in exchange for 42,000,000 shares of our common stock. Thus reducing Mr. Cicalese's share ownership of the Company from 72,020,000 to 30,020,000 shares of our common stock.

In connection with the transactions contemplated by the Agreement, The business of the Company, operating through its wholly owned subsidiary, Standard, will concentrate on the purchase, development and operation of acquiring and developing growing space and related facilities and leasing our facilities to marijuana growers and dispensary owners for their operations in jurisdictions where such operations are consistent with state and local law.

In July 2015, the Board of Directors and shareholders representing a majority of the issued and outstanding common stock of the Company appointed Dawn Comes as President of the Company and a member of its Board of Directors. In connection with Ms. Comes appointment, she was issued 1,300,000 shares of common stock of the Company.

**B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.**

Not applicable.

**Item XIX Articles of Incorporation and Bylaws.**

**A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation or certificate of organization are filed, a complete copy of the articles of incorporation or certificate of organization as amended shall be filed.**

Previously filed.

**B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.**

Previously filed.

**Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.**

None



**Item XXI Issuer's Certifications.**

I, David Cicalese, certify that: 1. I have reviewed this initial disclosure statement of Ficaar, Inc.; 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

By: /s/ [David Cicalese]

David Cicalese

Ficaar, Inc.

Date: March 31, 2016