

**QUARTERLY COMPANY INFORMATION  
AND DISCLOSURE STATEMENT**

**FOR**

**SCORPEX, INC.**

**FOR THE PERIOD ENDING SEPTEMBER 30, 2011**

**FORWARD LOOKING STATEMENTS**

THIS INITIAL COMPANY INFORMATION AND DISCLOSURE STATE, IN PARTICULAR, “MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS” AND “BUSINESS,” INCLUDE “FORWARD-LOOKING STATEMENTS” WITHIN THE MEANING OF SECTION 21E OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED. THESE STATEMENTS REPRESENT THE COMPANY’S EXPECTATIONS OR BELIEFS CONCERNING, AMONG OTHER THINGS, FUTURE REVENUE, EARNINGS, AND OTHER FINANCIAL RESULTS, PROPOSED ACQUISITIONS AND NEW PRODUCTS, ENTRY INTO NEW MARKETS, FUTURE OPERATIONS AND OPERATING RESULTS, FUTURE BUSINESS AND MARKET OPPORTUNITIES. THE COMPANY WISHES TO CAUTION AND ADVISE READERS THAT THESE STATEMENTS INVOLVE RISK AND UNCERTAINTIES THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THE EXPECTATIONS AND BELIEFS CONTAINED HEREIN. FOR A SUMMARY OF CERTAIN RISKS RELATED TO THE COMPANY’S BUSINESS, SEE “RISK FACTORS.” UNDER “DESCRIPTION OF BUSINESS.”

Unless the context requires otherwise, references to the Company or Issuer are to Scorplex, Inc.

**PART A GENERAL COMPANY INFORMATION**

**Cautionary Factors That May Affect Future Results (Cautionary Statements Under the Private Securities Litigation Reform Act of 1995)**

The disclosure and analysis set forth herein contains certain forward looking statements, particularly statements relating to future actions, performance or results of current and anticipated products and services, sales efforts, expenditures, and financial results. From time to time, the Company also provides forward-looking statements in other publicly-released materials, both written and oral. Forward-looking statements provide current expectations or forecasts of future events such as new products or services, product approvals, revenues, and financial performance. These statements are identified as any statement that does not relate strictly to historical or current facts. They use words such as “anticipates,” “intends,” “plans,” “expects,” “will,” and other words and phrases of similar meaning. In all cases, a broad variety of assumptions can affect the realization of the expectations or forecasts in those statements. Consequently, no forward-looking statement can be guaranteed. Actual future results may vary materially.

The Company undertakes no obligation to update any forward-looking statements, but investors are advised to consult any further disclosures by the Company on this subject in its subsequent filings. Furthermore, as permitted by the Private Securities Litigation Reform Act of 1995, the Company provides these cautionary statements identifying risk factors, listed below, that could cause the Company’s actual

results to differ materially from expected and historical results. It is not possible to foresee or identify all such factors. Consequently, this list should not be considered an exhaustive statement of all potential risks, uncertainties and inaccurate assumptions.

## **RISK FACTORS**

***No Active Market.*** Although the Company's shares are listed on the Pink Sheets listing service, the Company believes that the public trading price may be an inaccurate representation of the value of the Company because there is little or no trading volume in the Company's shares and no analysts or NASD market makers actively follow the Company.

***We have never issued a Dividend and don't anticipate any Dividends in the future.*** Scorpex Inc. has never issued a dividend and we do not anticipate paying dividends on our common stock in the foreseeable future. Furthermore, we may also be restricted from paying dividends in the future pursuant to subsequent financing arrangements or pursuant to Nevada law.

***You could be diluted from the Issuance of additional Common and Preferred Stock.*** Scorpex is authorized to issue up to 460,000,000 shares of common stock and 40,000,000 shares of preferred stock. To the extent of such authorization, our board of directors will have the ability, without seeking shareholder approval, to issue additional shares of common stock in the future for such consideration as the board may consider sufficient. The issuance of additional common stock in the future may reduce your proportionate ownership and voting power.

***Volatility of Stock Prices.*** In the event that there is an established public market for the Company's Common Stock, market prices will be influenced by many factors and will be more subject to significant fluctuations in response to variations in operating results of the Company and other factors such as investor perceptions of the Company, supply and demand, interest rates, general economic conditions and those specific to the industry, developments with regard to the Company's activities, future financial condition and management.

***Applicability of Low Priced Stock Risk Disclosure Requirements.*** The Common Stock of the Company may be considered a low priced security under rules promulgated under the Securities Exchange Act of 1934. Under these rules, broker-dealers participating in transactions in low priced securities must first deliver a risk disclosure document which describes the risks associated with such stocks, the broker-dealer's duties, the customer's rights and remedies, certain market and other information, and make a suitability determination approving the customer for low priced stock transactions based on the customer's financial situation, investment experience and objectives. Broker-dealers must also disclose these restrictions in writing to the customer, obtain specific written consent of the customer, and provide monthly account statements to the customer. With all these restrictions, the likely effect of designation as a low priced stock will be to decrease the willingness of broker-dealers to make a market for the stock, to decrease the liquidity of the stock and to increase the transaction cost of sales and purchases of such stock compared to other securities.

## **PART A. GENERAL COMPANY INFORMATION**

### **Item 1. The address of its principal executive officers:**

Scorpex, Inc.  
10300 W. Charleston Blvd.  
Las Vegas, Nevada  
Tel: 310.891.1838  
Fax: 801.816.2599  
Website- [www.scorpex.com](http://www.scorpex.com)

### **Item 2. The number of shares or total amount of the securities outstanding for each class of securities authorized:**

November 18, 2011	Authorized Shares	Outstanding Shares	Freely Trading Shares	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	460,000,000	206,127,524	81,113,123	170	170
Preferred	40,000,000	10,000,000	0	1	1

### **Item 3. Financial Statements**

SCORPEX, INC.

Consolidated Financial Accounts  
for the Three-Month Period Ended

30 September 2011

SCORPEX, INC.  
CONSOLIDATED STATEMENT OF OPERATIONS  
For the Three Months Ended September, 2011

NET SALES	\$ -
GOST OF SALES	<u>-</u>
GROSS MARGIN	-
SALARIES AND CONSULTING	(617,333)
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	<u>(175,783)</u>
LOSS FROM OPERATIONS	(793,116)
INTEREST EXPENSE	<u>-</u>
LOSS BEFORE INCOME TAXES	(793,116)
PROVISION FOR INCOME TAXES	<u>-</u>
NET LOSS	<u><u>\$ (793,116)</u></u>

SCORPEX, INC.  
CONSOLIDATED BALANCE SHEET  
September 30, 2011

ASSETS

CURRENT ASSETS

Cash	\$	1,025
Total Current Assets		1,025

OTHER ASSETS

Goodwill		4,313,293
Contracts		640,000
Total Other Assets		4,953,293

TOTAL ASSETS		4,954,318
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LIABILITIES AND SHAREHOLDERS' DEFICIT

CURRENT LIABILITIES

Accounts payable & accrued expenses		176,560
Notes payable - related party		925,973
Notes payable		-
Total Current Liabilities		1,102,533

STOCKHOLDERS' DEFICIT

Common stock, \$0.001 par value; 490,000,000 shares authorized, 206,127,524 shares issued and outstanding		206,127
Additional Paid-in capital		20,636,882
Accumulated deficit		(16,991,224)
Total Stockholders' deficit		3,851,785

TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$	4,954,318
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SCORPEX, INC.  
CONSOLIDATED STATEMENT OF CASH FLOWS  
For the Three Months Ended September 30, 2011

CASH FLOWS FROM OPERATING ACTIVITIES	
Net loss	\$ (793,116)
Adjustments to reconcile net cash used by operating activities	
Changes in operating assets and liabilities	
Accrued liabilities	113,301
Shares for services	<u>617,333</u>
Net Cash Used by Operating Activities	<u>(62,482)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from notes payable	132,463
Repayments of notes payable	<u>(75,760)</u>
Net Cash Provided by Financing Activities	<u>56,703</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(5,778)
CASH AND CASH EQUIVALENT, BEGINNING OF PERIOD	<u>6,803</u>
CASH AND CASH EQUIVALENT, END OF PERIOD	<u><u>\$ 1,025</u></u>
SUPPLEMENTAL CASH FLOW INFORMATION	
Cash Payment For:	
Interest	\$ -
Income taxes	\$ -
Non-cash activity	
Common stock issued in conversion of notes payable and other liabilities	\$ 349,845

SCORPEX, INC.  
SHAREHOLDER EQUITY STATEMENT & EARNINGS REPORT  
**For the Three Months Ended September 30, 2011**

As of September 30, 2011

Total Assets	\$ 4,954,318
Total Liabilities	\$ (1,102,533)
Total Shareholders' Deficit	\$ (3,851,785)
Common Shares Issued and Outstanding	206,127,524

For the month ending September 30, 2011

Net loss	\$ (793,116)
Net loss per common share	\$ (0.00385)
Weighted average common shares outstanding	193,248,752

The accompanying notes are an integral part of these financial statements



SCORPEX, INC.  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 2011

**NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND NATURE OF OPERATIONS**

Scorpex, Inc. (the Company) was previously known as Steadfast Holdings Group, Inc. On April 28, 2011, the board of directors approved a name change from Steadfast Holdings Group, Inc. to Scorpex, Inc. and this change was effective on May 20, 2011.

On July 27, 2011, the Company issued 1,804,500 common shares to acquire 100% of the outstanding common shares of Scorpex International, Inc. The Company issued 0.75 shares in exchange for each acquired share of Scorpex International, Inc. Scorpex International, Inc. is engaged in the disposal of hazardous and toxic waste.

We sold our controlling interest in Banx and Green Group, Inc. in November 2010 and our previous Connecticut subsidiary's in 2009.

The company was previously known as Beere Financial Group, Inc. from June 2006 through September 2007, as Strategic Growth Ventures, Inc. from January 2005 until May 2006 and prior as Immediate Entertainment Group, Inc. and originally as Diversified Research, Inc.

**USE OF ESTIMATES**

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America. These principles require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**INCOME TAXES**

The Company accounts for income taxes using the asset and liability method. The differences between the financial statement and tax bases of assets and liabilities are determined annually. Deferred income tax assets and liabilities are computed for those differences that have future tax consequences using the currently enacted tax laws and rates that apply to the period in which they are expected to affect taxable income. Valuation allowances are established, if necessary, to reduce deferred tax asset accounts to the amounts that will more likely than not be realized. Income tax expense is the current tax payable or refundable for the period, plus or minus the net change in the deferred tax asset and liability accounts.

**LOSS PER SHARE DATA**

Net loss per common share for the three months ended September 30, 2011 is computed based on the weighted average common stock and dilutive common stock equivalents outstanding during the year as defined by Statement of Financial Accounting Standards, No. 128, "Earnings per Share". The continued losses of the Company are anti-dilutive.

**FAIR VALUE OF FINANCIAL INSTRUMENTS**

The carrying amounts of the Company's financial instruments, including accounts receivable and payable,

notes receivable and payable and accrued liabilities approximate fair value due to the relatively short period to maturity for these instruments.

#### COMPREHENSIVE INCOME

The Company adopted Statement of Financial Accounting Standard No. 130, "Comprehensive Income" ("SFAS No. 130") which is effective for annual periods ending after December 15, 1997. As provided by SFAS No. 130, reclassification adjustments to prior year amounts are reported in a separate statement of comprehensive income along with current year components of comprehensive income.

#### NOTE 2 - BASIS OF PRESENTATION AND CONSIDERATIONS RELATED TO CONTINUED EXISTENCE

The Company's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has a cumulative deficit of \$3,851,785 as of September 30, 2011. This factor, among others, raises substantial doubt as to the Company's ability to obtain debt and/or equity financing and achieve profitable operations.

The Company's management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Ultimately, the Company will need to achieve profitable operations in order to continue as a going concern.

These conditions raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

#### NOTE 3 - INCOME TAXES

Deferred income taxes arise from temporary differences resulting from income and expense items reported for financial accounting and tax purposes in different periods. Deferred taxes are classified as current or non-current, depending on the classification of the assets and liabilities to which they relate. Deferred taxes arising from temporary differences that are not related to an asset or liability are classified as current or non-current depending on the periods in which the temporary differences are expected to reverse.

#### NOTE 4 - REVERSE STOCK SPLIT

On April 28, 2011, our board of directors approved a 1-for-1,000 reverse split of our common shares ("Reverse Split"). The Reverse Split became effective on May 20, 2011. As a result of the Reverse Split, each shareholder of record as of May 20, 2011 one (1) share of common stock for each one thousand (1,000) shares of common stock they held prior to the Reverse Split.

#### NOTE 5 – NEW OFFICERS AND DIRECTORS

Interim Chief Financial Officer and Member of the Board of Directors:

*Chene Gardner.* Mr. Gardner, age 46, is also the Chief Financial Officer of Alto Group Holdings, Inc., a filer of reports pursuant to requirements of the Securities Exchange Act of 1934 (the “Exchange Act”), having served in such capacity since April 15, 2010. Mr Gardner is also an executive officer and director of Nano Dimensions, Inc. (“NDI”) a filer of reports with the Commission under the Exchange Act. Mr. Gardner was appointed as CEO, CFO and as a director of NDI in July 2007, May 2004, and August 2004, respectively. Mr. Gardner also serves as an executive officer and director of Secure Networks, Inc., a filer of reports with the Commission under the Exchange Act, and has served in these capacities since March 2004. Mr. Gardner has served as the Financial Controller of Fuelstream, Inc., also a filer of reports with the Commission under the Exchange Act, since March, 2001. Mr. Gardner also has five years of auditing and accounting experience with the firm of Deloitte & Touche LLP from June 1990 to August, 1995, serving clients in the banking, manufacturing, and retail industries. Mr. Gardner holds Bachelor and Master of Accounting degrees from Weber State University.

Member of the Board of Directors:

*Kenneth I. Denos,* age 43, Since July 2008, Mr. Denos has served as a member of the Board of Equus Total Return, Inc. (NYSE: EQS) and, since June 2010, has served as the Equus Secretary. From August 2007 until June 2009, he was the CEO and President of Equus. Mr. Denos also serves and Deputy Chairman of the Board of London Pacific & Partners, Inc., an international healthcare and hospitality services company based in London and Los Angeles. From 2004 until the present Mr. Deons has served as a director a member of the Board of Secure Networks, Inc., a computer hardware reseller and a filer of reports pursuant to Sections 13(a) and 15(d) of the Securities Exchange Act of 1934. From March 2000 until August 2007, he was the Chairman and CEO of SportsNuts, Inc., a sports marketing firm and a filer of reports pursuant to Sections 13(a) and 15(d) of the Securities Exchange Act of 1934. From May 2007 until October 2009, Mr. Denos served as the Chief Executive Officer of MCC Global N.V. (FSE:IFQ2), a worldwide corporate and financial services firm based in Amsterdam and London. From June 2005 until June 2009, Mr. Denos was the Chief Executive Officer of Moore, Clayton Capital Advisors, Inc. an investment advisor registered pursuant to the Investment Advisers Act of 1940. From January, 2004 until October, 2005, Mr. Denos served on the board of directors of Healthcare Enterprise Group PLC (LSE:HCEG), a London-based healthcare products distribution firm. From February, 2005 until February, 2007, Mr. Denos served on the board of directors of Tersus Energy PLC (LSE:TER), a London-based alternative/renewable energy company. Mr. Denos holds a Bachelor of Science degree in Business Finance and Political Science, a Master of Business Administration Degree, and a Juris Doctor, all received from the University of Utah.

#### NOTE 7- SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the issue date of the financial statements and has determined there are no events that would have a material impact on the financial statements.

**Item 4 Management's Discussion and Analysis or Plan of Operation**

The Company is actively engaged in achieving its goal of becoming the leader of hazardous and toxic waste disposal in the Baja Mexico/California region and providing increased value to its shareholders. To achieve this goal, the Company intends to accomplish the following essential objectives during 2011:

1. The Company believes that it will receive all necessary operating permits within the next 60-90 days.
2. The Company intends to begin audit preparation, engage a 3<sup>rd</sup> party valuation company, and engage a 3<sup>rd</sup> party market analyst to increase transparency and industry awareness to its shareholders during 2011.
3. During the next 120-180 days, the Company intends to continue to develop the necessary infrastructure on its 26-acre site near Ensenada, Mexico. Significant construction has been completed including a 10,000 square foot storage facility, water reservoir and septic system, sprinkler system, and security fence.
4. The Company plans to have in place financing for the purchase of a gasification/thermal oxidation unit from a major manufacturer within 180 days. The company plans to build portable temporary pods while the permanent facility is being constructed.
5. Supply contracts and transportation contracts will be negotiated with various providers throughout the year.
6. The Company plans on raising debt and equity financing to accomplish its goals in 2011.

Off Balance Sheet Arrangements:

None known or anticipated.

**Item 5 Legal Proceedings**

None.

**Item 6 Defaults Upon Senior Securities**

None.

**Item 7 Other Information**

None.

**Item 8 Exhibits**

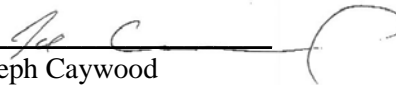
None

**Item 9            Issuer's Certifications**

I, Joseph Caywood, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Scorpex, 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 quarter 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 quarters presented in this disclosure statement.

Dated: November 21, 2011

By:   
Joseph Caywood  
Chief Executive Officer