

## **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**ALLIANCE CREATIVE GROUP, INC**

**FORMERLY INVICTA GROUP, INC**

111 W. Maple St. # 1102

Chicago, IL. 60610

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312-498-9769

[www.ACGX.us](http://www.ACGX.us)

Info@ACGemail.com

### **Annual Report**

For the period ending December 31, 2024 (the "Reporting Period")

#### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

5,079,211 as of 12/31/2024 (Current Reporting Period Date or More Recent Date)

4,079,211 as of 12/31/2023 (Most Recent Completed Fiscal Year End)

#### **Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

#### **Change in Control**

Indicate by check mark whether a Change in Control<sup>14</sup> of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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<sup>14</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**1) Name and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

Current name is Alliance Creative Group, Inc. since Oct, 22, 2010

Prior name was Invicta Group, Inc.

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Current State and Date of Incorporation or Registration: Nevada and June 1, 2000

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

No changes in the past 5 years

\_\_\_\_\_

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

No Trading Suspensions

\_\_\_\_\_

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None in the past 12 months

\_\_\_\_\_

Address of the issuer's principal executive office:

111 W. Maple St. #1102, Chicago, IL. 60610

\_\_\_\_\_

Address of the issuer's principal place of business:

*X Check if principal executive office and principal place of business are the same address:*

\_\_\_\_\_

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: *X*      Yes: ☐    If Yes, provide additional details below:

\_\_\_\_\_

## 2) Security Information

### **Transfer Agent**

Name: Pacific Stock Transfer Company  
Phone: 702-361-3033  
Email: [joslyn@pacificstocktransfer.com](mailto:joslyn@pacificstocktransfer.com)  
Address: 4045 South Spencer Street, Suite 403  
Las Vegas, NV 89119

### **Publicly Quoted or Traded Securities:**

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

|  |                  |                          |
|--|------------------|--------------------------|
| Trading symbol:                                  | <u>ACGX</u>      |                          |
| Exact title and class of securities outstanding: | <u>Common</u>    |                          |
| CUSIP:   | <u>01858T206</u> |                          |
| Par or stated value:                             | <u>.0001</u>     |                          |
| Total shares authorized:                         | <u>8,000,000</u> | <u>as of: 12/31/2024</u> |
| Total shares outstanding:                        | <u>5,079,211</u> | <u>as of: 12/31/2024</u> |
| Total number of shareholders of record:          | <u>417</u>       | <u>as of: 12/31/2024</u> |

*Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.*

### **Other classes of authorized or outstanding equity securities that do not have a trading symbol:**

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

|   |                           |                          |
|---|---------------------------|--------------------------|
| Exact title and class of security:      | <u>Preferred Series G</u> |                          |
| Par or stated value:                    | <u>.0001</u>              |                          |
| Total shares authorized:                | <u>10,000,000</u>         | <u>as of: 12/31/2024</u> |
| Total shares outstanding:               | <u>1</u>                  | <u>as of: 12/31/2024</u> |
| Total number of shareholders of record: | <u>1</u>                  | <u>as of: 12/31/2024</u> |

|  |                           |                          |
|--|---------------------------|--------------------------|
| Exact title and class of securities outstanding: | <u>Preferred Series H</u> |                          |
| Par or stated value:                             | <u>.0001</u>              |                          |
| Total shares authorized:                         | <u>2,000,000</u>          | <u>as of: 12/31/2024</u> |
| Total shares outstanding:                        | <u>539,062</u>            | <u>as of: 12/31/2024</u> |
| Total number of shareholders of record:          | <u>2</u>                  | <u>as of: 12/31/2024</u> |

*Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.*

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### **Security Description:**

*The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:*

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

No dividend, 1 for 1 voting rights, no preferred or preemption rights

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

Series G = No dividend, Liquidation is 1,000,000 shares per share, Voting is the sum of the following: one million (1,000,000) votes per share plus the number of shares of the Company's common stock outstanding.

Series H = No Dividend, but accumulate 4% interest and conversion rights at 30% discount to market from the average of the lowest 3 closing prices during the last 10 days of trading into common shares. No voting rights.

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3. **Describe any other material rights of common or preferred stockholders.**

None

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4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

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### **3) Issuance History**

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities in the past two completed fiscal years and any subsequent interim period.*

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

#### **A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

| Shares Outstanding <u>Opening Balance:</u>  |  |  | *Right-click the rows below and select “Insert” to add rows as needed. |   |   |  |   |   |                                 |
|---|--|--|--|---|---|--|---|---|---------------------------------|
| Date <u>12/31/2022</u> Common: <u>2,854,211</u><br>Preferred G: <u>4,000,000</u><br>Preferred H: <u>638,236</u> |  |  |  |   |   |  |   |   |                                 |
| Date of Transaction   | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities  | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance ? (Yes/No) | Individual/ Entity Shares were issued to.<br><br>***You must disclose the control person(s) for any entitles listed. | Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided | Restricted or Unrestricted as of this filing. | Exemption or Registration Type. |
| <u>1/16/23</u>  | <u>New Issuance</u>  | <u>300,000</u>                         | <u>Common</u>  | <u>\$40,000</u>                                   | <u>No</u>   | <u>Richard Silverman</u>   | <u>Consulting Services</u>  | <u>Restricted</u>                             | <u>Rule 144</u>                 |
| <u>1/24/23</u>  | <u>New Issuance</u>  | <u>300,000</u>                         | <u>Common</u>  | <u>\$24,720</u>                                   | <u>Yes</u>  | <u>Sherwin &amp; Roberta Sorkin</u>  | <u>Conversion</u>   | <u>Unrestricted</u>                           | <u>Rule 144</u>                 |
| <u>7/24/23</u>  | <u>New Issuance</u>  | <u>325,000</u>                         | <u>Common</u>  | <u>\$57,525</u>                                   | <u>Yes</u>  | <u>Sherwin &amp; Roberta Sorkin</u>  | <u>Conversion</u>   | <u>Unrestricted</u>                           | <u>Rule 144</u>                 |
| <u>9/13/23</u>  | <u>New Issuance</u>  | <u>300,000</u>                         | <u>Common</u>  | <u>\$40,000</u>                                   | <u>No</u>   | <u>Richard Silverman</u>   | <u>Consulting Services</u>  | <u>Restricted</u>                             | <u>Rule 144</u>                 |
| <u>1/23/2024</u>  | <u>New Issuance</u>  | <u>375,000</u>                         | <u>Common</u>  | <u>\$45,500</u>                                   | <u>Yes</u>  | <u>Sherwin &amp; Roberta Sorkin</u>  | <u>Conversion</u>   | <u>Unrestricted</u>                           | <u>Rule 144</u>                 |
| <u>10/16/2024</u>   | <u>New Issuance</u>  | <u>225,000</u>                         | <u>Common</u>  | <u>\$18,000</u>                                   | <u>No</u>   | <u>Richard Silverman</u>   | <u>Consulting Services</u>  | <u>Restricted</u>                             | <u>Rule 144</u>                 |
| <u>11/25/2024</u>   | <u>New Issuance</u>  | <u>400,000</u>                         | <u>Common</u>  | <u>\$22,400</u>                                   | <u>Yes</u>  | <u>Sherwin &amp; Roberta Sorkin</u>  | <u>Conversion</u>   | <u>Unrestricted</u>                           | <u>Rule 144</u>                 |

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:

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## B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

| Date of Note Issuance      | Principal Amount at Issuance (\$) | Outstanding Balance (\$)<br><br>(include accrued interest) | Maturity Date | Conversion Terms<br>(e.g., pricing mechanism for determining conversion of instrument to shares)     | # Shares Converted to Date | # of Potential Shares to be Issued Upon Conversion <sup>25</sup> | Name of Noteholder<br>(entities must have individual with voting / investment control disclosed). | Reason for Issuance<br>(e.g., Loan, Services, etc.) |
|----------------------------|-----------------------------------|--|---------------|--|----------------------------|--|---|---|
| 05/25/2023                 | \$250,000                         | \$250,000  | 05/24/2025    | 30% discount to market converted at the average price of the lowest 4 closes during the last 10 days | 0                          | 5,000,000+   | Robert & Julie DePalma  | Loan  |
|                            |                                   |  |               |  |                            |  |   |   |
|                            |                                   |  |               |  |                            |  |   |   |
|                            |                                   |  |               |  |                            |  |   |   |
|                            |                                   |  |               |  |                            |  |   |   |
|                            |                                   |  |               |  |                            |  |   |   |
| Total Outstanding Balance: |                                   | \$250,000  | Total Shares: |  | 5,000,000+                 |  |   |   |

Any additional material details, including footnotes to the table are below:

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## 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Alliance Creative Group, Inc. (ACGX) is a Parent Holding Company. The strategy ACG intends to deploy is a shared resource model where internal divisions & strategic investments are vertically integrated, optimizing efficiencies & cost savings.

ACG may apply some of its resources towards diversified classifications of real estate. ACG may offer

<sup>25</sup> The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

consulting services to specific clients. The remaining resources may be applied to a mix of early-stage investments in companies that synergize with the company's shared resource model & secured investment opportunities.

ACG's strategic mission is to utilize a unique blend of capital, relationships, experience, & secured investment structures to increase value for its clients, partners, investors, & shareholders while reducing the overall risk. The intent is to have multiple businesses & investment projects or divisions to help diversify the risk & generate potential revenue, and/or asset appreciation, in multiple ways while leveraging both the private & public markets.

ACG recently sold its 17 unit building on North Wayne Ave in Chicago (as of December 2024 with an official financial reconciliation in Jan 2025 to be reflected in the 2025 Q1 financials). ACG also shut down the Peak Construction Group. ACG is a part owner of Say Less Spritz [www.SaylessSpritz.com](http://www.SaylessSpritz.com) (a Rose based drink in a can) and is currently an investor/Partner owner in PeopleVine, a Guest & Member Experience CRM for Hospitality. The PeopleVine platform has a primary focus in providing a CRM foundation for membership clients in the hospitality industry. [www.PeopleVine.com](http://www.PeopleVine.com)

The Company currently owns an aggregate of 1,693,086 shares of PeopleVine, Inc. (Which includes 1,518,711 Common Shares and 174,375 Options with a strike price of \$ .25 per share) and the Company holds one seat on the Board of Directors of PeopleVine, Inc.

ACG is in talks with potential investors that may buy some of the PeopleVine shares to help provide more capital for ACG to use in its other projects.

ACG has a consulting and marketing agreement with Connect Gifting Company, LLC which has Unpaid invoices for last year in the amount of \$24,881.18. Connect Gifting is experiencing some cash flow issues and has not made these payments. We are reviewing our legal options related to the collection of these receivables. There is a risk that we may not be able to collect these receivables.

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**B. List any subsidiaries, parent company, or affiliated companies.**

2 Prior Wholly Owned Subsidiaries (6403 N. Wayne Owner, LLC and Peak Construction Group, LLC) were discontinued in December 2024.

ACG sold the property on Wayne Ave in Chicago in December 2024 and discontinued the LLC associated with that project. The full financial reconciliation and payouts from this project occurred in January 2025 and will be reflected in the 2025 Q1 financial report.

ACG also discontinued the Peak Construction, LLC project in December 2024 after making final payouts.

ACG is still a stockholder of PeopleVine, Inc. (The Company currently owns an aggregate of 1,693,086 shares of PeopleVine, Inc. (Which includes 1,518,711 Common Shares and 174,375 Options with a strike price of \$ .25 per share) and maintains a Board seat.

ACG as of December 31, 2024 owned 5% of the Sayless Spritz Brand. However, a deal was completed in Q1 of 2025 to convert the debt into equity and become a 20% owner. The details will be reflected in the 2025 Q1 financials.

ACG has a consulting and marketing agreement with Connect Gifting Company, LLC

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C. Describe the issuers' principal products or services.

The Company seeks to operate as a holding company. The Company believes that this may allow the Company to gain the benefits that may serve a “shared resource strategy” whereby its subsidiaries and/or investments may gain the benefits of vertical integration with the opportunity to achieve operating efficiencies and cost savings. If these efforts are successful, the Company anticipates that it may, subject to market conditions, acquire additional assets over time.

In addition and as a secondary strategy, the Company may seek to acquire or originate secured loans and, if circumstances allow, to invest funds in early-stage companies, if market conditions and opportunities allow. If the Company is successful in these strategies, the Company anticipates that it may allow it to better utilize its planned shared resource model. As currently planned and subject to further review of future market conditions and then available and suitable investment opportunities, the Company intends to focus on investments consistent with the Company’s managerial and financial resources.

Overall, the Company believes that it has the managerial skills and relationships that may allow it to successfully implement its strategies if it can successfully identify and acquire appropriate acquisition targets, deploy its managerial resources effectively and, if market conditions allow. If these goals can be achieved, then the Company believes that its shared resources strategy may allow the Company to manage its subsidiaries more efficiently and identify appropriate secured lending opportunities with reduced expenses. If these goals can be achieved, the Company may be able to own a diversified portfolio of businesses and investment projects with resulting diversification and lower risk in both the private and public markets.

As currently planned and if market conditions allow, the Company anticipates that it will initially focus on three types of investments or projects: (a) real estate acquisition; (b) secured lending for small businesses; and (c) early-stage equity business investments (and acqui-hires).

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**5) Issuer's Facilities**

*The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.*



In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

During 2024 - ACG worked remotely and was not renting office space.  
During 2024 The Company was using 111 W. Maple St. #1102, Chicago, IL. 60610 as a main office.

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer’s securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

| Individual Name<br>(First, Last)<br>or<br>Entity Name<br>(Include names of control person(s) if<br>a corporate entity) | Position/Company<br>Affiliation<br>(ex: CEO, 5% Control<br>person) | City and State<br>(Include Country if<br>outside U.S.) | Number of<br>Shares<br>Owned<br>(List common,<br>preferred,<br>warrants and<br>options<br>separately) | Class of<br>Shares<br>Owned | Percentage of<br>Class of<br>Shares<br>Owned<br>(undiluted) |
|--|--|--|---|-----------------------------|---|
| Paul Sorkin  | CEO & Chairman   | Chicago, IL  | 1   | Preferred                   | 54.48%  |
| Kyle Badgley   | CFO  | Chicago, IL  | 0   | N/A                         | 0   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |
|  |  |  |   |                             |   |

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

NONE

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2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

NONE

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

NONE

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4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

NONE

\_\_\_\_\_

5. Been the subject 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

\_\_\_\_\_

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

NONE

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B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

NONE

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## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

### Securities Counsel

Name: William Aul  
Firm: Law offices of William M. Aul, Esq.  
Address 1: 1660 Hotel Circle North STE 207  
Address 2: San Diego, CA. 92108  
Phone: 619-497-2555  
Email: [aullaw1@gmail.com](mailto:aullaw1@gmail.com)

### Accountant or Auditor

Name: Carlos Tanner  
Firm: Tanner, Cagle & Johnson  
Address 1: 509 E. DeYoung St.  
Address 2: Marion, IL. 62959  
Phone: 618-993-6193  
Email: [Carlos@Tannerpcpafirm.com](mailto:Carlos@Tannerpcpafirm.com)

### Investor Relations

NONE

*All other means of Investor Communication:*

X (Twitter): [Twitter.com/ACGsocial](https://twitter.com/ACGsocial)  
LinkedIn [Linkedin.com/company/acgx](https://www.linkedin.com/company/acgx)

### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

NONE

## 9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Paul Sorkin  
Title: CEO  
Relationship to Issuer: CEO

B. The following financial statements were prepared in accordance with:

- ☐ IFRS  
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Paul Sorkin

Title: CEO

Relationship to Issuer: CEO

Describe the qualifications of the person or persons who prepared the financial statements:<sup>36</sup> **Over a decade of legal and accounting experience**

Provide the following qualifying financial statements:

- o Audit letter, if audited;
- o Balance Sheet;
- o Statement of Income;
- o Statement of Cash Flows;
- o Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- o Financial Notes

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

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<sup>36</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

**Alliance Creative Group, Inc.**

**Balance Sheet**

|  | 12/31/2024       | 12/31/2023       |
|--|------------------|------------------|
| <b>Assets</b>                                    |                  |                  |
| Cash   | 28,844           | 89,420           |
| Accounts Receivable                              | -                | -                |
| Employee Advances                                | -                | -                |
| Inventory  | -                | -                |
| Escrow   | 7,710            | -                |
| Event Advance                                    | -                | 22,500           |
| Say Less Loan                                    | 661,000          | 390,000          |
| Loan Receivables                                 | -                | 10,432           |
| Other Current Assets                             | -                | -                |
| <b>Total Current Assests</b>                     | <b>697,554</b>   | <b>512,352</b>   |
| Property and Equipment                           | 3,500,000        | 3,500,000        |
| Leasehold Improvements                           | 127,571          | 118,271          |
| Investments                                      | 165,142          | 165,142          |
| Organizational Cost                              | -                | 0                |
| Deposits and other assets                        | 0                | 0                |
| <b>Total Other Assets</b>                        | <b>3,792,713</b> | <b>3,783,413</b> |
| <b>Total Assets</b>                              | <b>4,490,267</b> | <b>4,295,765</b> |
| <b>Liabilities and Stockholders Deficit</b>      |                  |                  |
| <b>Liabilities</b>                               |                  |                  |
| Accounts payable and accrued expenses            | -                | -                |
| Line of credit                                   | -                | -                |
| Credit Cards                                     | -                | 175              |
| <b>Total current liabilities</b>                 | <b>-</b>         | <b>175</b>       |
| Notes payable                                    | -                | -                |
| Convertible notes payable                        | -                | -                |
| SBA Loan   | -                | -                |
| Mortgage on Wayne Property                       | 2,035,280        | 2,063,488        |
| Loan for Wayne                                   | 711,377          | 711,377          |
| Loan for ACGX                                    | 250,000          | 250,000          |
| Loan Payable - DePalma                           | 250,000          | 250,000          |
| Loan Payable - PBC                               | 20,000           | 20,000           |
| Loan Payable - TriMensch                         | 140,000          | 40,000           |
| Loan Payable - Josh Ray                          | 174,895          | 174,895          |
| Loan Payable - Sherwin & Roberta Sorkin          | 25,000           | -                |
| <b>Total Long Term Liabilities</b>               | <b>3,606,552</b> | <b>3,509,760</b> |
| <b>Total Liabilities</b>                         | <b>3,606,552</b> | <b>3,509,935</b> |
| <b>Stockholders Equity</b>                       |                  |                  |
| Preferred Stock                                  | 539,062          | 601,700          |
| Common Stock                                     | 5,079,211        | 4,079,211        |
| Additional paid in capital                       | 7,957,013        | 7,952,013        |
| Accumulated deficit                              | (8,823,251)      | (8,868,007)      |
| <b>Total Stockholders Equity</b>                 | <b>883,715</b>   | <b>785,829</b>   |
| <b>Total Liabilities and Stockholders Equity</b> | <b>4,490,267</b> | <b>4,295,765</b> |

**Alliance Creative Group, Inc****Statement of Operations**

|                                     | <b>For the 3 Months Ended</b> |                   | <b>For the 12 Months Ended</b> |                   |
|-------------------------------------|-------------------------------|-------------------|--------------------------------|-------------------|
|                                     | <b>12/31/2024</b>             | <b>12/31/2023</b> | <b>12/31/2024</b>              | <b>12/31/2023</b> |
| Revenue                             | 102,990                       | 192,299           | 583,514                        | 652,553           |
| Cost of revenues                    | -                             | -                 | -                              | -                 |
| Gross Profit                        | 102,990                       | 192,299           | 583,514                        | 652,553           |
| Operating Expenses                  |                               |                   |                                |                   |
| General and Administrative expenses | <u>155,652</u>                | <u>175,131</u>    | <u>507,762</u>                 | <u>560,890</u>    |
| Capital Improvements                | -                             | -                 | -                              | -                 |
| Mortgage Payment -Non-Interest      | -                             | -                 | -                              | -                 |
| Mortgage Interest                   | -                             | -                 | -                              | -                 |
| Total Operating expenses            | 155,652                       | 175,131           | 507,762                        | 560,890           |
| Income (loss) from operations       | (52,662)                      | 17,168            | 75,752                         | 91,663            |
| Other Expenses/Income               |                               |                   |                                |                   |
| Interest Income                     | -                             | 11,875            | 47,847                         | 24,375            |
| Other Income                        | -                             | -                 | -                              | 86                |
| Bad Debt Write Off                  | -                             | -                 | -                              | -                 |
| Taxes                               | <u>-</u>                      | <u>-</u>          | <u>-</u>                       | <u>-</u>          |
| Total other expenses                | -                             | -                 | -                              | -                 |
| Net Income                          | (52,662)                      | 29,043            | 123,599                        | 116,124           |

**Alliance Creative Group**  
**(FKA Invicta Group, Inc)**

| Statement of Stock Holder Equity                                | Common Stock       |                    | Preferred Stock |             | Paid in Capital | Accumulated Deficit |
|---|--------------------|--------------------|-----------------|-------------|-----------------|---------------------|
| Balance - December 31, 2021                                     | 2,014,611          | 2,014,611          | 709,501         | 7,095       | 7,882,013       | (9,077,301)         |
| Issues for Services - Restricted<br>Conversions 1st Qtr 2022    | 135,000            | 135,000            |                 |             |                 |                     |
| Balance - March 31, 2022  | 2,149,611          | 2,149,611          | 709,501         | 7,095       | 7,882,013       | (9,077,301)         |
| Issues for Services - Restricted<br>Conversions 2nd Qtr 2022    | 230,000<br>225,000 | 230,000<br>225,000 | (63,630)        | (637)       |                 |                     |
| Balance - June 30 , 2022  | 2,604,211          | 2,604,211          | 645,871         | 6,458       | 7,882,013       | (9,101,349)         |
| Issues for Services - Restricted<br>Conversions 2nd Qtr 2022    | -<br>-             | -<br>-             | -<br>-          | -<br>-      | -<br>-          | -<br>-              |
| Balance - September 30 , 2022                                   | 2,604,211          | 2,604,211          | 645,871         | 6,458       | 7,882,013       | (9,101,349)         |
| Issues for Services - Restricted<br>Conversions 3rd Qtr 2022    | 250,000            | 250,000            | (7,634)         | (764)       |                 |                     |
| Balance - December 31, 2022                                     | 2,854,211          | 2,854,211          | 638,237         | 5,694       | 7,882,013       | (8,984,131)         |
| Issues for Services - Restricted<br>Conversion 1st Quarter 2023 | 300000<br>300000   | 300000<br>300000   | -56950<br>25000 | -569<br>250 | 25000           |                     |
| Balance - March 31, 2023  | 3,454,211          | 3,454,211          | 606,287         |             | 7,907,013       | -8908222            |
| Issues for Services - Restricted<br>Conversion 2nd Quarter 2023 | 0<br>0             | 0<br>0             | 0               | 0           | 0               | -8908222            |
| Balance - June 30, 2023   | 3,454,211          | 3,454,211          | 606,287         |             | 7,907,013       | -8,962,706          |
| Issues for Services - Restricted<br>Conversions 3rd Qtr 2023    | 300,000<br>325,000 | 300,000<br>325,000 | -54,586         | -546        |                 |                     |
| Balance - September 30,2023                                     | 4,079,211          | 4,079,211          | 551,701         |             |                 | -8,900,049          |
| No Issuances or Conversioons<br>Sale of New Preferred           |                    |                    | 50,000          | 500         | 50,000          |                     |
| Balance - December 31, 2023                                     | 4,079,211          | 4,079,211          | 601,701         |             | 7,957,013       | -8,868,007          |
| Conversions 1st Qtr 2024  | 375,000            | 375,000            | -42,485         | -425        |                 |                     |
| Balance - March 31, 2024  | 4,454,211          | 4,454,211          | 559,216         |             | 7,957,013       | -8,725,677          |
| No Issuances or Conversioons                                    |                    |                    |                 |             |                 |                     |
| Balance - June 30, 2024   | 4,454,211          | 4,454,211          | 559,216         |             | 7,957,013       | -8,725,677          |
| Balance - September 30, 2024                                    | 4,454,211          | 4,454,211          | 559,216         |             | 7,957,013       | -8,770,589          |
| Issues for Services - Restricted<br>Conversions 4th Qtr 2024    | 225000<br>400000   | 225000<br>400000   | -20154          | -202        |                 |                     |
| Balance - December 31, 2024                                     | 5,079,211          | 5,079,211          | 539,062         |             | 7,957,013       | -8,823,251          |
| Statement of Stock Holder Equity                                | Common Stock       |                    | Preferred Stock |             | Paid in Capital | Accumulated Deficit |

# Alliance Creative Group, Inc

## Statement of Cash Flows

|  | 12 months ended |            |
|--|-----------------|------------|
|  | 12/31/2024      | 12/31/2023 |
| <b>OPERATING ACTIVITIES</b>                          |                 |            |
| Income (loss) from operations                        | 123,599         | 116,124    |
| <b>Income to Net Cash provided</b>                   |                 |            |
| Increase/Decrease in Accounts Receivable             |                 | (147,634)  |
| Increase/Decrease in Inventory                       | -               | -          |
| Increase/Decrease in Employee Advances               | -               | -          |
| Increase/Decrease in Loan Receivables                |                 | (10,432)   |
| Increase/Decrease in other current assets            |                 | (412,500)  |
| Increase/Decrease in property and equipment          | -               | -          |
| Increase/Decrease in Prepaid Expenses                | -               | -          |
| Increase/Decrease in Accounts Payable                |                 | 121,374    |
| Increase/Decrease in Accrued Expenses                |                 |            |
| Increase/Decrease in Accounts Investments            |                 |            |
| Increase/Decrease in Other Current Liabilities       |                 |            |
| Increase/Decrease in Debt Converted interest expense |                 |            |
| <b>Net Cash provided by operating activities</b>     | 123,599         | (449,192)  |
| <b>INVESTING ACTIVITIES</b>                          |                 |            |
| Increase/Decrease in Buildings                       |                 |            |
| Increase/Decrease in Leasehold Improvements          |                 | (118,271)  |
| Increase/Decrease in Furniture & Fixtures            |                 |            |
| Increase/Decrease in Machinery & Equipment           |                 |            |
| Increase/Decrease in Goodwill/Organizational Costs   |                 |            |
| Increase/Decrease in Security Deposits               |                 |            |
| <b>Net cash provided by investing activities</b>     |                 |            |
| <b>FINANCING ACTIVITIES</b>                          |                 |            |
| Increase/Decrease in Notes Payable                   |                 | 121,374    |
| Payroll Protection Program                           |                 |            |
| SBA loan   |                 |            |
| Increase/Decrease in Line of Credit                  |                 |            |
| Change in capital surplus                            |                 |            |
| Change in Common Stock                               | 1,000,000       | 1,225,000  |
| Change in Preferred Stock                            | (62,639)        | 36,537     |
| <b>Net cash provided by financing activities</b>     | -               | 75,000     |
| <b>Net cash increase for period</b>                  | (60,576)        | 75,960     |
| <b>Cash at beginning of the period</b>               | 89,420          | 13,460     |
| <b>Cash at the end of the period</b>                 | 28,844          | 89,420     |



**Alliance Creative Group, Inc.**

**Notes to the Financial Statements**

**(Unaudited)**

**December, 31, 2024**

**1. Summary of Significant Accounting Policies**

a. Basis of Financial Statement Presentation -The condensed financial statements presented are those of Alliance Creative Group, Inc., (the “Company”). The accompanying unaudited condensed financial statements have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in accordance with such rules and regulations. The information furnished in the interim condensed financial statements, includes normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading. These financial statements have not been audited but have been prepared according to U.S. GAAP.

b. Year End – The company has adopted a 12/31-year end.

c. Nature of Operations – During Q4 of 2024 Alliance Creative Group, Inc. has been a parent company for multiple subsidiaries and/or investments.

d. Use of Estimates –the preparation of financial statements inconformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

e. These accounting policies conform to generally accepted accounting principles and have been applied in the preparation of the financial statements. The books and records of the Company are maintained on the accrual basis of accounting for financial statements and tax reporting purposes

f. Cash and Cash Equivalents – For purposes of the statement of cash flows, the company considers all highly liquid instruments purchased with an original maturity of three months or less to be cash equivalents.

g. Inventory – The primary basis of accounting for inventory is at cost. Cost includes all of the expenditure directly or indirectly incurred in bringing the product to its current condition.

h. Property, Equipment and Depreciation - Property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets which range from 5 to 39 years.

i. Revenue Recognition – Revenue is recognized when cash is collected. Accounting is on a cash basis.

j. Goodwill – Goodwill has been recorded at cost and has not been amortized as its useful life is undeterminable.

## 2. Current Liabilities

a. Current liabilities include all trade amounts payable as well any short-term loans.

## 3. Long term Liabilities

a. The Mortgage with Old Second Bank was paid off in full in January 2025 and will be removed from the financial statement in Q1 of 2025.

b. \$250,000 Convertible promissory note due May 24, 2025

c. All other long-term loans

## 4. Shares for Services

a. 225,000 restricted shares were issued for services during the 4th quarter of 2024.

## 5. Equity

a. The Company converted and issued 400,000 new common shares during the 4th quarter to reduce the Series H preferred shares.

b. The Company did not sell any new Series H preferred shares in the 1st Quarter.

c. Common Stock consists of 5,079,211 common shares and 539,062 preferred shares.

## 6. Paycheck Protection Program (PPP) and Government loans or grants

- a. Company received \$249,012 around April 27th, 2020 from 5th 3rd bank related to the PPP program. The Company used over 75% of these funds to cover payroll, employee benefits, health insurance, rent, utilities, and other approved expenses to hopefully qualify for the full amount to be forgiven.
- b. The Company will evaluate all future programs to determine if they are eligible for any other programs that become available

This debt was assigned and removed during the 1st quarter of 2023

#### 7. Small Business Association (SBA) Loan

- a. Company received \$150,000 as a SBA loan around June 26th, 2020. The terms of the loan are 30 years at a 3.75% rate with interest accruing but payments were deferred until June of 2021.
- b. The Company will evaluate all future programs to determine if they are eligible for any other programs that become available

This debt was assigned and removed during the 1st quarter of 2023

## 10) Issuer Certification

### *Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Paul Sorkin] certify that:

1. I have reviewed this Disclosure Statement for Alliance Creative Group, 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.

03/26/2025

[Date]

Paul Sorkin

[CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

*Principal Financial Officer:*

I, Kyle Badgley certify that:

1. I have reviewed this Disclosure Statement for Alliance Creative Group, 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.

3/26/2025

[Date]



[CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")