

QUARTERLY REPORT OF
CONNEXUS CORPORATION
FOR THE QUARTER ENDED SEPTEMBER 30, 2016

A NEVADA CORPORATION

211 Greenwood Avenue, Bethel, CT 06801

(203) 702-1821

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ITEM 1. EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the company is Connexus Corporation

The company was originally incorporated as Dynamic Alert Limited (“the Company”) in the State of Nevada, on June 17, 2004. On December 22, 2009, as amended February 25, 2010, pursuant to the provisions of Articles of Merger, Dynamic Alert Limited, and its wholly-owned subsidiary, Brazil Gold Corp., a Nevada Corporation which was incorporated on November 3, 2009, were merged, with Dynamic Alert Limited being the surviving entity. In connection with such merger, on March 15, 2010, the Company’s name was changed from Dynamic Alert Limited to Brazil Gold Corp.

We changed our corporate name to Conexus Cattle Corp. on June 10, 2014. On May 13, 2015, Conexus Cattle Corp., a Nevada corporation (the “Company”), Bitcoin Direct LLC, a Nevada limited liability company (“Bitcoin”) and all of the members of Bitcoin, entered into a Securities Exchange Agreement, pursuant to which the Company acquired memberships interests representing 51% of Bitcoin in exchange for 500 shares of the Company’s Series H Preferred (as defined below), with an aggregate stated value equal to \$500,000 (the “Exchange Agreement”).

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

A. Company Headquarters

Our principal executive and administrative offices are located at 211 Greenwood Avenue, Bethel, CT 06801.

ITEM 3. SECURITY INFORMATION

Trading symbol: CNXS

CUSIP: 105762207

Exact title and class of securities outstanding:

As of the quarter ended September 30, 2016, the capital stock of the company was as follows:

Class: Common stock, \$ 0.001 par value;

Number of shares authorized: 10,000,000,000 shares;

Number of shares outstanding: 40,764,557 issued and outstanding;

Transfer Agent: Empire Stock Transfer, Inc.
1859 Whitney Mesa Drive
Henderson, NV 89014

Telephone: (702) 818-5898

Is the transfer agent registered under the Exchange Act?

Yes.

List any restrictions on the transfer of security:

None.

Describe any trading suspension orders issued by the SEC in the past 12 months:

None.

ITEM 4. ISSUANCE HISTORY

Issuance of Debt

During the quarter ended September 30, 2016, the following securities were issued by the Company.

- a) On July 3, 2016 the Company issued a convertible promissory note in the principal amount of \$750 to Southridge II, for proceeds to be used for general corporate purposes; The convertible note matures on December 31, 2016 with the stated interest rate at 10%. The note is convertible into the Company's common stock at a 50% discount of the lowest closing bid price during the 30 trading days prior to conversion. The conversion price is subject to anti-dilution protection and down round provisions in the event that the Company issues additional equity securities at a price less than the conversion price. For interest that accrues pursuant to the terms of the note, the conversion price shall be at \$0.001, regardless of the trading price. The Company may prepay the note at 150% of the entire outstanding principal amount of the note plus any accrued but unpaid interest.

- b) On July 3, 2016 the Company issued a convertible promissory note in the principal amount of \$5,000 to Southridge II, for proceeds to be used for general corporate purposes; The convertible note matures on January 31, 2017 with the stated interest rate at 10%. The note is convertible into the Company's common stock at a 50% discount of the lowest closing bid price during the 30 trading days prior to conversion. The conversion price is subject to anti-dilution protection and down round provisions in the event that the Company issues additional equity securities at a price less than the conversion price. For interest that accrues pursuant to the terms of the note, the conversion price shall be at \$0.001, regardless of the trading price. The Company may prepay the note at 150% of the entire outstanding principal amount of the note plus any accrued but unpaid interest.

- c) On September 19, 2016 the Company issued a convertible promissory note in the principal amount of \$1,000 to Southridge II, to be used for general corporate purposes. The convertible note matures on March 31, 2017 with the stated interest rate at 10%. The note is convertible into the Company's common stock at a 50% discount of the lowest closing bid price during the 30 trading days prior to conversion. The conversion price is subject to anti-dilution protection and down round provisions in the event that the Company issues additional equity securities at a price less than the conversion price. For interest that accrues pursuant to the terms of the note, the conversion price shall be at \$0.001, regardless of the trading price. The Company may prepay the note at 150% of the entire outstanding principal amount of the note

plus any accrued but unpaid interest.

There were no issuances of securities for proceeds or conversions of convertible notes into shares of common stock

Conversion of Convertible Notes into Shares of Common Stock

From July 1, 2016 through September 30, 2016, there were no conversions of convertible of debt.

ITEM 5. FINANCIAL STATEMENTS:

Connexus Corporation
Consolidated Balance Sheets
(Unaudited)

| | September 30, 2016 | June 30, 2016 |
|--|--------------------|------------------|
| ASSETS | | |
| CURRENT ASSETS: | | |
| Cash | \$ 7,386 | \$ 16,680 |
| Digital currencies | - | - |
| Total Current Assets | 7,386 | 16,680 |
| NON-CURRENT ASSETS | | |
| Property and Equipment, net | 34,456 | 35,959 |
| License agreement | 10,000 | 10,000 |
| Total Non-current assets | 44,456 | 45,959 |
| Total Assets | \$ 51,842 | \$ 62,639 |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | | |
| CURRENT LIABILITIES: | | |
| Accounts payable | \$ 92,422 | \$ 92,422 |
| Accrued expenses | 322,443 | 311,943 |
| Accrued Interest | 64,802 | 59,034 |
| Derivative liability - current | 917,357 | 967,882 |
| Demand loans | 9,094 | - |
| Convertible debentures, net | 315,961 | 312,815 |
| Total Current Liabilities | 1,722,081 | 1,744,096 |
| LONG-TERM LIABILITIES: | | |
| Convertible debentures, net -non-current | 258,786 | 249,163 |
| Derivative liability- non-current | 302,165 | 246,481 |
| Note due to Officer | 178,226 | 148,226 |
| Total Long-Term Liabilities | 739,178 | 643,870 |
| Total Liabilities | 2,461,258 | 2,387,966 |

STOCKHOLDERS' DEFICIT:

Preferred stock Series B, \$0.001 par value,
8% dividend: 13,000 shares authorized; -0-
shares outstanding at September 30, 2016
and June 30, 2016

Preferred stock Series C, \$0.001 par value,
8% dividend: 7,000 shares authorized; -0-
and 7,000 shares outstanding at September
30, 2016 and June 30, 2016

Preferred stock Series D, \$0.001 par value,
8% dividend: 13,000 shares authorized; -0-
and -0- shares issued and outstanding at
September 30, 2016 and June 30, 2016

Preferred stock Series E, \$0.001 par value:
440 shares authorized; 440 and 440 shares
issued and authorized at September 30,
2016 and June 30, 2016, respectively

Preferred stock Series F, \$0.001 par value:
51 shares authorized; 51 shares issued and
outstanding at September 30, 2016 and June
30, 2015, respectively

Preferred stock Series G, \$0.001 par value,
8% dividend: 1,500 shares authorized; and
302 shares issued and authorized at
September 30, 2016 and 2015

Preferred stock Series H, \$0.001 par value,
8% dividend: 500 shares authorized and
outstanding at September 30, 2016 and June
30, 2016

Common stock at \$0.001 par value:
10,000,000,000 shares authorized;
40,764,557 and 40,764,557 outstanding at
September 30, 2016 and June 30, 2016,
respectively

Additional paid-in capital

Treasury stock, at cost, 7.5 shares of Series

E preferred stock

Accumulated deficit

Total Stockholders' Deficit

Non-controlling interests

Total Deficit

Total Liabilities and Stockholders'
Deficit

| | | |
|--|--------------|--------------|
| | 40,764 | 40,764 |
| | 19,727,759 | 19,727,759 |
| | (7,500) | (7,500) |
| | (22,121,005) | (22,046,649) |
| | (2,359,981) | (2,285,626) |
| | (49,437) | (39,701) |
| | (2,409,418) | (2,325,327) |
| | \$ 51,842 | \$ 62,639 |

Connexus Corporation
Consolidated Statements of Operations
(Unaudited)

| | For the Three Months Ended September 30, 2016 | For the Three Months Ended September 30, 2015 |
|--|---|---|
| Digital Currency Revenue | - | - |
| Surcharge revenue | \$ (12,605) | \$ (10,597) |
| Net revenue | (12,605) | (10,597) |
| COST OF REVENUE | - | - |
| GROSS PROFIT (LOSS) | (12,605) | (10,597) |
| OPERATING EXPENSES: | | |
| Consulting fees | | 2,000 |
| Rent Expense | 3,000 | 1,000 |
| Professional fees | 15,500 | 75,791 |
| Compensation | 30,000 | 74,360 |
| Change in fair value of digital currencies | | 61 |
| General and administrative expenses | 9,039 | 19,671 |
| Total operating expenses | 57,539 | 172,883 |
| LOSS FROM OPERATIONS | (70,143) | (183,480) |
| OTHER INCOME (EXPENSE): | | |
| Derivative expense | (9,748) | (179,600) |
| Interest expense | (15,539) | (24,096) |
| Change in fair value of derivative liability | 11,338 | (534,700) |
| Other income (expense), net | (13,948) | (738,396) |
| INCOME (LOSS) FROM OPERATIONS BEFORE INCOME TAX PROVISION | (84,092) | (921,876) |
| INCOME TAX PROVISION | - | - |
| NET INCOME (LOSS) | (84,092) | (921,876) |

| | | |
|--|-----------------------------|-----------------------|
| NET INCOME ATTRIBUTABLE TO NON-CONTROLLING INTEREST | <u>9,736</u> | <u>31,781</u> |
| NET INCOME AFTER NON- CONTROLLING INTEREST | (74,356) | (890,095) |
| DIVIDEND ON PREFERRED STOCK | <u> </u> | <u>(416,040)</u> |
| NET INCOME (LOSS) APPLICABLE TO COMMON STOCKHOLDERS | \$ <u>(74,356)</u> | \$ <u>(1,306,135)</u> |

Connexus Corporation
 Consolidated Statements of Cash Flows
 (Unaudited)

| | For the Three Months Ended September 30, 2016 | For the Three Months Ended September 30, 2015 |
|---|---|--|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| NET (LOSS) BEFORE ALLOCATION TO NON-CONTROLLING INTEREST | \$ (74,356) | \$(921,876) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Depreciation expense | 1,503 | 1,503 |
| Change in non-controlling interest of consolidated subsidiary | (9,736) | - |
| Stock-based compensation | - | 800 |
| Convertible notes issued for services | - | 2,000 |
| Amortization of discount on convertible debt | 5,436 | 15,617 |
| Derivative expense | 9,748 | 179,600 |
| Change in fair value of derivative liabilities | (11,338) | 534,700 |
| Change in fair value of digital currencies | - | 61 |
| Changes in operating assets and liabilities: | | |
| Accrued interest | 10,104 | - |
| Accrued expenses | 10,500 | 32,812 |
| NET CASH USED IN OPERATING ACTIVITIES | (58,138) | (167,263) |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| | - | - |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Proceeds from demand loans - net | 9,094 | 10,000 |
| Notes issued to Officer for Services | 30,000 | 25,000 |
| Note issued for rent | 3,000 | - |
| Repurchase of Series E Preferred Stock | - | (7,500) |
| Proceeds from convertible debentures | 6,750 | 71,500 |
| NET CASH PROVIDED BY FINANCING ACTIVITIES | 48,844 | 99,000 |

| | | |
|-----------------------------|-----------------|-----------------|
| NET CHANGE IN CASH | (9,294) | (68,263) |
| Cash at beginning of period | <u>16,680</u> | <u>85,687</u> |
| Cash at end of period | <u>\$ 7,386</u> | <u>\$17,424</u> |

CONNEXUS CORPORATION
SEPTEMBER 30, 2016
NOTES TO FINANCIAL STATEMENTS

NOTE 1- NATURE OF OPERATIONS

Nature of Operations

The company was originally incorporated as Dynamic Alert Limited ("the Company") in the State of Nevada, on June 17, 2004. The Company was incorporated in the state of Nevada February, 1999.

The Company focuses on providing bitcoin solutions to consumers in the United States through Bitcoin Automated Teller Machines ("Bitcoin ATMs"). We currently own seven Bitcoin ATMs. During the period, there were four operating Bitcoin ATMs located in Las Vegas, Nevada at the LINQ Hotel and Casino, Sin City Vape, One Kicks Gym, and McFadden's Restaurant and Saloon. We also had three operating machines in New Jersey. Through our Bitcoin ATMs we intend to generate revenue from transaction fees charged to consumers who purchase or sell bitcoin using our machine. We may also generate revenue from the margin between our cost of bitcoins and the selling price of bitcoins.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

NOTE 3- ACQUISITION OF BITCOIN DIRECT

On May 13, 2015, Conexus Cattle Corp., a Nevada corporation (the "Company"), Bitcoin Direct LLC, a Nevada limited liability company ("Bitcoin") and all of the members of Bitcoin, entered into a Securities Exchange Agreement, pursuant to which the Company acquired memberships interests representing 51% of Bitcoin in exchange for 500 shares of the Company's Series H Preferred (as described herein), with an aggregate stated value equal to \$500,000 (the "Exchange Agreement"). In accordance with the terms of the Exchange Agreement, the Company has agreed to provide a working capital facility to Bitcoin in an amount up to \$300,000 to be utilized by Bitcoin as needed and to be repaid by Bitcoin from working capital generated from Bitcoin's operations. In addition, the Exchange Agreement provides an option to the members of Bitcoin for a period of five years to repurchase from the Company 10% of the Bitcoin membership interests held by the Company for \$250,000.

NOTE 4 – ACCRUED EXPENSES

Accrued Expenses at September 30, 2016 and June 30, 2016 represent the following:

| | <u>September 30, 2016</u> | <u>June 30, 2016</u> |
|---|---------------------------|----------------------|
| Professional and legal Expenses | \$242,314 | \$231,814 |
| Legacy payables from predecessor entities | <u>80,129</u> | <u>80,129</u> |
| Total | <u>\$322,443</u> | <u>\$311,943</u> |

NOTE 5-DERIVATIVE LIABILITIES

The Company uses the Binomial lattice model for determining derivative liability values. Derivative liabilities were calculated on all convertible securities not at fixed prices.

NOTE 6 – CONVERTIBLE DEBENTURES, NET

See Item 4. above for all issuances for the fiscal year through September 30, 2016. Balances of convertible debt are as follows:

| | <u>September 30, 2016</u> | <u>June 30, 2016</u> |
|----------------------------|---------------------------|----------------------|
| Total debt outstanding | \$ 591,452 | \$ 577,368 |
| Less: Unamortized discount | <u>16,705</u> | <u>15,390</u> |
| Total convertible debt | 574,747 | 561,978 |
| Less: Long-term debentures | <u>258,786</u> | <u>249,163</u> |
| Short term debentures, net | <u>\$ 315,961</u> | <u>\$ 312,815</u> |

NOTE 7: SUBSEQUENT EVENTS

Retirement of preferred stock, debt and other liabilities

Subsequent to September 30, 2016, the Company has issued 375,869,776 shares for the retirement of \$242,000 of Series G Preferred Stock, \$90,954 of convertible debt, \$16,482 in accrued dividends and \$19,252 of accrued interest.

Issuance of Debt

Subsequent to September 30, 2016, the Company has issued \$3,500 of debt issuances which mature in 2017.

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

A. DESCRIPTION OF ISSUER'S BUSINESS OPERATIONS.

State of Operations

The Company focuses on providing bitcoin solutions to consumers in the United States through Bitcoin Automated Teller Machines ("Bitcoin ATMs"). We currently own seven Bitcoin ATMs. Four are located in the Las Vegas area and three are in New Jersey. Through our Bitcoin ATMs we intend to generate revenue from transaction fees charged to consumers who purchase or sell bitcoin using our machine. We may also generate revenue from the margin between our cost of bitcoins and the selling price of bitcoins. We are currently evaluating options to redeploy our machines into areas whereby we can get greater leverage for our assets.

Endorsement Agreement with Mike Tyson

In March 2015, Bitcoin Brands Inc. ("Bitcoin Brands") and Tyrannic, LLC, owned and operated by Michael G. Tyson ("Tyson") entered into a License Agreement (the "License Agreement") for the exclusive license to use Tyson's name, image, likeness and endorsement solely in connection with the proposed advertisement, promotion and sale of branded Bitcoin ATM kiosks and machines throughout the world (the "License"). As consideration for the License, Bitcoin Brands shall pay to Tyson 50% of the aggregate of all sales of (i) bitcoin kiosks, automated machines and Bitcoin ATM's that bear Tyson's name, image, or likeness and/or endorsement of Tyson (the "Licensed Products") and (ii) the aggregate of all bitcoin kiosk, automated machine and Bitcoin ATM fees that Bitcoin Brands realizes by the use of the Licensed Products. The term of the License Agreement shall be five (5) years from March 15, 2015, and concluding on March 15, 2020. According to the terms and conditions of the License Agreement, in the event that Tyson has not received at least \$1,000,000 during the first two years of the term, Tyson shall have the right to terminate the License Agreement by notice to Bitcoin Brands, which termination shall take effect thirty days following the date of such notice.

On May 15, 2015, Bitcoin Brands Inc. and Bitcoin Direct LLC entered into an Assignment Agreement to assign the License Agreement with Tyson to our subsidiary Bitcoin Direct LLC.

Introduction to Bitcoins and the Bitcoin Network

A bitcoin is a form of digital currency that is issued and transmitted through an open source math-based protocol platform using security that is cryptographic and known as the "Bitcoin Network." The Bitcoin Network is an online, peer-to-peer user network that hosts the "Blockchain" or public transaction ledger and the source code that comprises the basis for the cryptography and math-based protocols governing the Bitcoin Network. There is no single entity which owns or operates the Bitcoin Network. The Bitcoin Network is collectively maintained by a decentralized user base. Bitcoins may be used to pay for goods and services or can be converted to fiat currencies, such as the US Dollar, at rates determined on Bitcoin Exchanges or in individual end-user-to-end-user transactions under a barter system.

The Bitcoin Network is decentralized and does not rely on either governmental authorities or financial institutions to create, transmit or determine the value of bitcoins. Rather, bitcoins are

created and allocated by the Bitcoin Network protocol through a "mining" process subject to a strict, well-known issuance schedule. The value of bitcoins is determined by the supply of and demand for bitcoins in the Bitcoin Exchange Market (and in private end-user-to-end-user transactions), as well as the number of merchants that accept them. As bitcoin transactions can be broadcast to the Bitcoin Network by any user's bitcoin software and bitcoins can be transferred without the involvement of intermediaries or third parties, there are little or no transaction costs in direct peer-to-peer transactions on the Bitcoin Network. Third party service providers such as Bitcoin Exchanges and bitcoin third party payment processing services may charge significant fees for processing transactions and for converting, or facilitating the conversion of, bitcoins to or from fiat currency.

In order to own, transfer or use bitcoins, a person generally must have Internet access to connect to the Bitcoin Network. Bitcoin transactions between parties occur very rapidly (within several seconds) and may be made directly between end-users without the need for a third-party intermediary, although there are entities that provide third-party intermediary services. To prevent the possibility of double-spending a single bitcoin, a user must notify the Bitcoin Network of the transaction by broadcasting the transaction data to its network peers.

The history of Bitcoin

In November 2008, a paper was posted to a cryptography mailing list^[10] under the name Satoshi Nakamoto titled *Bitcoin: A Peer-to-Peer Electronic Cash System*. This paper detailed methods of using a peer-to-peer network to generate what was described as "a system for electronic transactions without relying on trust". In January 2009, the bitcoin network came into existence with the release of the first open source bitcoin client and the issuance of the first bitcoins,

While there have been ebbs and flows in the history of Bitcoin pricing, at the date of this report, Bitcoin trades near its all-time of approximately \$2,925. The total value of Bitcoin in circulation is now almost \$50 billion. At its inception, each Bitcoin was pegged a price of \$1 so the increase in the currency has been substantial. While the change in pricing is due to supply and demand, some factors have clearly been instrumental in the movement of the currency:

- a. Fixed amount of currency- Worldwide budget deficits have grown at greater levels than GDP since the inception of Bitcoin, the amount of bitcoin has remained constant;
- b. Acceptance by countries and general population-Recently, large countries such as Russia, South Korea and China have accepted cryptocurrencies as legitimate tender for settling transactions which have increased the demand for Bitcoin;
- c. Currency controls- Recent moves, such as India's elimination of the 500 rupee and 1,000 rupee notes have resulted in increased demand for a digital currency

B. DATE AND STATE OF INCORPORATION

The Company was incorporated in the State of Nevada on June 17, 2004

C. PRIMARY AND SECONDARY SIC CODES

The Company's primary (and only) SIC code is 5063 (Holding Companies).

D. THE COMPANY'S FISCAL YEAR END DATE

The Company's fiscal year ends on June 30.

E. PRINCIPAL PRODUCTS OR SERVICES AND THEIR MARKETS

The Company primarily places their machines in areas whereby the demand for bitcoin would be greatest. The Company's Las Vegas locations target the gaming sector where people can get ready access to cash to engage in a wide variety of gaming activities. The same holds true for its New Jersey locations due to the proximity to Atlantic City as well as greater acceptance of Bitcoin in the New York Metro Area where it is often used by the financial sector.

F. RESULTS OF OPERATIONS FOR THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2016 COMPARED TO THE THREE MONTH PERIOD ENDED SEPTEMBER 30, 2015:

Material Changes in Financial Condition

At September 30, 2016, we had a working capital deficit of (\$1,714,695), compared to a working capital deficit of (\$1,727,416), at June 30, 2016. At September 30, 2016, our assets consisted of cash of \$7,386, Property and equipment net of \$34,456 and License agreement of \$10,000. Our assets as of June 30, 2016 consisted of cash of \$16,680, Property and equipment net of \$35,989 and License agreement of \$10,000.

At September 30, 2016, our total current liabilities increased to \$1,722,081 (from \$1,744,096 at June 30, 2016). The decrease of approximately \$22,000 was due to the following:

| | | <u>In \$K</u> |
|--|----|---------------|
| Amortization of discount on current debt payable | \$ | 3 |
| Increased demand loans at our Bitcoin subsidiary | | 9 |
| Interest accrued on current debt | | 5 |
| Accrued legal fees payable | | 11 |
| Decreased derivative liability on current debt | | <u>(50)</u> |
| Total | \$ | <u>(22)</u> |

Since our existing cash balance is \$7,386, we currently do not have sufficient funds to carry out normal operations over the next six (6) months. Our short and long-term survival is dependent on funding from sales of securities as necessary or from shareholder loans, and thus, to the extent that we require additional funds to support our operations or the expansion of our business, we may attempt to sell additional equity shares or issue debt. Any sale of additional equity securities will result in dilution to our

stockholders. Recent events in worldwide capital markets may make it more difficult for us to raise additional equity or capital. There can be no assurance that additional financing, if required, will be available to us or on acceptable terms.

Material Changes in Results of Operations

For The Three Months Ended September 30, 2016, Compared To The Three Months Ended September 30, 2015

We recognized (\$12,605) in revenue for the three month period ended September 30, 2016 due to negative margins on Bitcoin sales. The negative margin was (\$2,008) greater than the period ended September 30, 2015.

For the three months ended September 30, 2016, operating expenses were \$57,539 compared to \$172,883 during the three months ended September 30, 2015. The decrease of \$115,344 was principally due to the following:

Consulting expense was \$2,000 higher due to a small consulting contract incurred in the prior period;

Rent expense was \$2,000 higher in the current period due to three monthly rental accruals in the current period versus only one in the prior period. The accruals began in August 2015;

Professional fees were \$60,291 lower principally due to legal and accounting expenses associated with the Bitcoin direct merger incurred in the prior period but not in the current period;

Compensation expense was \$44,360 higher due to accrued salaries for Conexus Cattle personnel incurred in the prior period, partially offset by the three monthly accruals totaling \$30,000 in the current period;

General and administrative expenses were \$10,632 lower due principally to fewer expenses at our Bitcoin Direct operating subsidiary and the payment of back incorporation fees to the State of Nevada in the prior period.

For the three months ended September 30, 2016, Other income (expenses) was (\$13,948), approximately (\$725,000) lower versus (\$738,396) in the three months ended September 30, 2015.

Derivative expense was (\$170,852) less due to the issuance of substantially less debt during the current period as compared to the prior period.

Interest expense was \$8,557 less due to the conversion of \$242,000 of interest bearing debt to Series G Preferred stock in May 2015. As a result, there were no accruals of interest on these debt instruments. In addition there was reduced amortization of debt discounts.

The change in the fair value of the derivative liability was \$546,038 less due to reduced volatility in the stock price plus the conversion of \$242,000 of interest bearing debt to Series G Preferred stock in May 2015.

G. OFF-BALANCE SHEET ARRANGEMENTS

The Company did not engage in any off-balance sheet arrangements during the fiscal quarter ended September 30, 2016.

ITEM 7. DESCRIBE THE ISSUER'S FACILITIES

At this time the Company does not have any significant tangible assets and is in the process of identifying suitable targets for acquisition. The Company does not own any real estate and leases office space on a month-to-month basis.

ITEM 8. OFFICERS, DIRECTORS AND CONTROL PERSONS

A. NAMES OF OFFICERS, DIRECTORS AND CONTROL PERSONS

The following table and biographical summaries set forth information, including principal occupation and business experience, about our directors and executive officers as of September 30, 2016. There is no familial relationship between or among the nominees, directors or executive officers of the Company.

| <u>NAME(1)</u> | <u>AGE</u> | <u>POSITION</u> | <u>OFFICER AND/OR DIRECTOR SINCE</u> |
|----------------|------------|---------------------|--------------------------------------|
| Conrad Huss | 66 | President, Director | May 2013 |

(1)On May 11, 2015, Stephen Price and Gerard Daignault resigned from all positions as officers and directors of the Company.

The Company's directors serve in such capacity until the first annual meeting of the Company's shareholders and until their successors have been elected and qualified. The Company's officers serve at the discretion of the Company's board of directors, until their death, or until they resign or have been removed from office.

There are no agreements or understandings for any director or officer to resign at the request of another person and none of the directors or officers is acting on behalf of or will act at the direction of any other person. The activities of each director and officer are material to the operation of the Company. No other person's activities are material to the operation of the Company.

Mr. Conrad Huss, President, Director

Mr. Huss, 67, serves as the sole officer and director of the Company. Mr. Huss is a financial professional with over 25 years of investment banking and operating experience. Most recently, he was with Ocean Cross Capital Markets, as Senior Managing Director from 2011 to 2013. Previously, Mr. Huss served as the Senior Managing Director at Southridge Investment Group from 2006 to 2011. Mr. Huss is currently a member on the board of directors of Harrison Vickers and Waterman Inc. We believe Mr. Huss is qualified to serve as a director of the Company due to his financial and operational experience.

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):

NO.

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:

NO.

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:

NO.

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:

On December 8, 2014, our sole officer and director Mr. Conrad Huss was named a respondent in a FINRA complaint alleging that in 2006 he made certain misrepresentations in connection with the solicitation and sale of promissory notes ("Notes") issued by a real estate development company in a private offering. Mr. Huss vehemently denied the allegations and vigorously defended himself against the claims. On October 14, 2015, without admitting or denying the allegations in the complaint, Mr. Huss consented to an Offer of Settlement with FINRA and was suspended from associating with any FINRA member for a period of two years, and a fine in the amount of \$20,000.

Except as set forth above, no director or executive officer has been a director or executive officer of any business which has filed a bankruptcy petition or had a bankruptcy petition filed against it during the past five years. No director or executive officer has been

convicted of a criminal offense or is the subject of a pending criminal proceeding during the past five years. No director or executive officer has been the subject of any order, judgment or decree of any court permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities or banking activities during the past five years. No director or officer has been found by a court to have violated a federal or state securities or commodities law during the past five years.

ITEM 9. THIRD PARTY PROVIDERS

A. Legal Counsel

Joseph M Lucosky
Lucosky Brookman
101 Wood Ave. South
Woodbridge, NJ 08830

732-395-4400

B. Accountant or Auditor

None

C. Investor Relations Consultant

None

D. Other Advisor(s)

None

ITEM 10. OTHER INFORMATION

N/A

ITEM 11. EXHIBITS

N/A

ITEM 12. CERTIFICATIONS

I, Conrad Huss, certify that:

1. I have reviewed this amended quarterly disclosure statement of Connexus Corporation
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.

/s/Conrad Huss

Conrad Huss, President

Dated: June 5, 2017