

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

FORM 10-Q

(Mark One)

☒ Quarterly Report Pursuant to Section 13 or 15(d) of Securities Exchange Act of 1934

For the quarterly period ended May 31, 2016

☐ Transition report under Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from _____ to _____.

Commission file number
333-196503

PROPERTY MANAGEMENT CORPORATION OF AMERICA
(Exact Name of Registrant as Specified in its Charter)

Delaware	46-4600326
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
4174 Old Stockyard Road, Suite F Marshall, VA	20115
(Address of principal executive offices)	(Zip code)
(540) 364-8131	
(Registrant's Telephone Number, Including Area Code)	

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check One):

Large accelerated filer ☐

Accelerated filer ☐

Non-accelerated filer ☐

Smaller reporting company ☒

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of July 10, 2016, there were 10,307,000 shares of common stock, par value \$0.0001 per share, outstanding.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements.

The accompanying interim condensed financial statements and notes to the condensed financial statements for the interim period ended May 31, 2016, are unaudited. The accompanying interim unaudited financial statements have been prepared by Property Management Corporation of America (the “Company”) in accordance with accounting principles generally accepted in the United States of America for interim financial statements and pursuant to the requirements for reporting on Form 10-Q. Accordingly, these interim unaudited financial statements do not include all the information and footnotes required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three months ended May 31, 2016 are not necessarily indicative of the results that may be expected for the fiscal year ending February 28, 2017. The condensed financial statements should be read in conjunction with the financial statements and notes thereto included in the Company’s Annual Report, filed on Form 10-K with the SEC on May 31, 2016 as of and for the period March 1, 2015 through February 29, 2016 (year end).

Property Management Corporation of America

Condensed Balance Sheets

	May 31, 2016 (Unaudited)	February 29, 2016
ASSETS		
CURRENT ASSETS:		
Cash	\$ 474	\$ 2,154
Total Current Assets	474	2,154
Total Assets	<u>\$ 474</u>	<u>\$ 2,154</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable and accrued expenses	\$ 16,863	\$ 12,310
Notes payable - related party	27,500	27,500
Total Current Liabilities	44,363	39,810
STOCKHOLDERS' DEFICIT:		
Preferred stock par value \$0.0001: 1,000,000 shares authorized; none issued or outstanding	-	-
Common stock par value \$0.0001: 18,000,000 shares authorized; 10,307,000 and 10,007,000 shares issued and outstanding, respectively	1,031	1,031
Additional paid-in capital	65,219	65,219
Accumulated deficit	(110,139)	(103,906)
Total Stockholders' Deficit	(43,889)	(37,656)
Total Liabilities and Stockholders' Deficit	<u>\$ 474</u>	<u>\$ 2,154</u>

See accompanying notes to the financial statements.

Property Management Corporation of America

Condensed Statements of Operations

	For the Three Months Ended May 31, 2016 (Unaudited)	For the Three Months Ended May 31, 2015 (Unaudited)
Revenue	\$ 3,474	\$ 3,664
Cost of revenue	<u>1,564</u>	<u>1,608</u>
Gross margin	1,910	2,056
Operating expenses		
Professional fees	4,141	5,317
General and administrative	2,848	1,112
Rent	<u>1,050</u>	<u>1,050</u>
Total operating expenses	<u>8,039</u>	<u>7,479</u>
Loss from operations	(6,129)	(5,423)
Other income (expense)		
Interest expense	<u>104</u>	<u>69</u>
Other income (expense), net	104	69
Loss before income tax provision	(6,233)	(5,492)
Income tax provision	<u>-</u>	<u>-</u>
Net loss	<u>\$ (6,233)</u>	<u>\$ (5,492)</u>
Earnings per share - basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average common shares outstanding - basic and diluted	<u>10,307,000</u>	<u>10,007,000</u>

See accompanying notes to the financial statements.

Property Management Corporation of America

Condensed Statement of Changes in Stockholders' Deficit
For the three months ended May 31, 2016 (Unaudited)

	Common Stock Par Value \$0.0001		Additional		Total
	Number of	Amount	Paid-in	Accumulated	Stockholders'
	Shares		Capital	Deficit	Deficit
Balance, February 29, 2016	10,307,000	\$ 1,031	\$ 65,219	\$ (103,906)	\$ (37,656)
Net loss				(6,233)	(6,233)
Balance, May 31, 2016 (Unaudited)	<u>10,307,000</u>	<u>\$ 1,031</u>	<u>\$ 65,219</u>	<u>\$ (110,139)</u>	<u>\$ (43,889)</u>

See accompanying notes to the financial statements.

Property Management Corporation of America

Condensed Statements of Cash Flows

	For the Three Months Ended May 31, 2016 (Unaudited)	For the Three Months Ended May 31, 2015 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (6,233)	\$ (5,492)
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in operating assets and liabilities:		
Accounts payable and accrued expenses	4,553	(371)
Net cash used in operating activities	(1,680)	(5,863)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from note payable - related party	-	6,000
Net cash provided by financing activities	-	6,000
NET CHANGE IN CASH	(1,680)	137
Cash at beginning of reporting period	2,154	1,030
Cash at end of reporting period	<u>\$ 474</u>	<u>\$ 1,167</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Interest paid	\$ 104	\$ 69
Income taxes paid	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to the financial statements.

Property Management Corporation of America
Three Months ended May 31, 2016 and 2015
Notes to the Financial Statements
(Unaudited)

Note 1 - Organization and Operations

Property Management Corporation of America (the “Company”) was incorporated on January 23, 2014 under the laws of the State of Delaware. The Company offers management and consulting services to residential and commercial real estate property owners who rent or lease their property to third party tenants.

Going Concern

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. As reflected in the accompanying financial statements, during the three months ended May 31, 2016, the Company incurred a net loss of \$6,233, used cash in operations of \$1,680, and at May 31, 2016, had a stockholders' deficit of \$43,889. These factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

The Company is attempting to generate sufficient revenue; however, the Company's cash position may not be sufficient to support its daily operations. While the Company believes in the viability of its strategy to commence operations and generate sufficient revenue and in its ability to raise additional funds, there can be no assurances to that effect. The ability of the Company to continue as a going concern is dependent upon its ability to further implement its business plan and generate sufficient revenue and in its ability to raise additional funds.

Note 2 – Summary of Significant Accounting Policies

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Significant estimates include accounting for potential liabilities. Actual results could differ from those estimates.

Basic and diluted loss per share

Basic loss per share is computed by dividing net loss applicable to common stockholders by the weighted average number of outstanding common shares during the period. Diluted loss per share is computed by dividing the net loss applicable to common stockholders by the weighted average number of common shares outstanding plus the number of additional common shares that would have been outstanding if all dilutive potential common shares had been issued. For the three months ended May 31, 2016 the basic and diluted shares outstanding were the same, as there were no potentially dilutive shares outstanding.

Fair Value of Financial Instruments

Under current accounting guidance, fair value is defined as the price at which an asset could be exchanged or a liability transferred in a transaction between knowledgeable, willing parties in the principal or most advantageous market for the asset or liability. Where available, fair value is based on observable market prices or parameters or derived from such prices or parameters. Where observable prices or parameters are not available, valuation models are applied. A fair value hierarchy prioritizes the inputs used in measuring fair value into three broad levels as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Inputs, other than the quoted prices in active markets, are observable either directly or indirectly.

Level 3 – Unobservable inputs based on the Company's assumptions.

The Company is required to use observable market data if such data is available without undue cost and effort. As of May 31, 2016, the amounts reported for cash, accounts payable and accrued liabilities, and notes payable approximated fair value because of their short-term maturities.

Recently Issued Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, Revenue from Contracts with Customers. ASU 2014-09 is a comprehensive revenue recognition standard that will supersede nearly all existing revenue recognition guidance under current U.S. GAAP and replace it with a principle based approach for determining revenue recognition. ASU 2014-09 will require that companies recognize revenue based on the value of transferred goods or services as they occur in the contract. The ASU also will require additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. ASU 2014-09 is effective for interim and annual periods beginning after December 15, 2017. Early adoption is permitted only in annual reporting periods beginning after December 15, 2016, including interim periods therein. Entities will be able to transition to the standard either retrospectively or as a cumulative-effect adjustment as of the date of adoption. The Company is in the process of evaluating the impact of ASU 2014-09 on the Company's financial statements and disclosures.

In February 2016, the FASB issued Accounting Standards Update (ASU) No. 2016-02, Leases. ASU 2016-02 requires a lessee to record a right of use asset and a corresponding lease liability on the balance sheet for all leases with terms longer than 12 months. ASU 2016-02 is effective for all interim and annual reporting periods beginning after December 15, 2018. Early adoption is permitted. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is currently evaluating the expected impact that the standard could have on its financial statements and related disclosures.

Other recent accounting pronouncements issued by the FASB, including its Emerging Issues Task Force, the American Institute of Certified Public Accountants, and the Securities and Exchange Commission did not or are not believed by management to have a material impact on the Company's present or future consolidated financial statements.

Note 3 – Related Party Transactions

Related parties with whom the Company had transactions are:

<u>Related Party</u>	<u>Relationship</u>
Washington Capital Advisors LLC	An entity owned and controlled by the Chairman of the Company

Notes Payable – Officer/Stockholder

At May 31, 2016, the Company had a note payable to Washington Capital Advisors LLC totaling \$27,500. The note is secured by all the assets of the Company, bears interest at 1.5% per annum, and is due January 17, 2018.

Revenue

One hundred percent (100%) of the Company's revenue comes from the management of two properties under management services contracts. The Company's Chairman and acting Chief Executive Officer, President and Chief Financial Officer together have a 55% ownership interest in the two properties.

Office Space

The Company sublets an approximate 250 square foot office space in Marshall, Virginia, which serves as its principal executive offices. The sublease is on a month-to-month basis for \$350 per month. The sublease is with Washington Capital Advisors LLC.

Rent expense related to its office space was \$1,050 for the three month periods ended May 31, 2016 and May 31, 2015, respectively.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report on Form 10-Q, including, without limitation, Management's Discussion and Analysis of Financial Condition and Results of Operations, contains "forward-looking statements." The forward-looking information is based on various factors and was derived using numerous assumptions. All statements, other than statements of historical fact, that address activities, events or developments that we intend, expect, project, believe or anticipate will or may occur in the future are forward-looking statements. Such statements are based upon certain assumptions and assessments made by our management in light of their experience and their perception of historical trends, current conditions, expected future developments and other factors they believe to be appropriate. These forward-looking statements are usually accompanied by words such as "believe," "anticipate," "plan," "seek," "expect," "intend" and similar expressions.

Forward-looking statements necessarily involve risks and uncertainties, and our actual results could differ materially from those anticipated in the forward-looking statements due to a number of factors. These factors as well as other cautionary statements made in this Quarterly Report on Form 10-Q, should be read and understood as being applicable to all related forward-looking statements wherever they appear herein. The forward-looking statements contained in this Quarterly Report on Form 10-Q represent our judgment as of the date hereof. We encourage you to read those descriptions carefully. We caution you not to place undue reliance on the forward-looking statements contained in this report. These statements, like all statements in this report, speak only as of the date of this report (unless an earlier date is indicated) and we undertake no obligation to update or revise the statements except as required by federal securities law. Such forward-looking statements are not guarantees of future performance and actual results will likely differ, perhaps materially, from those suggested by such forward-looking statements. In this report, the "Company," "we," "us," and "our" refer to Property Management Corporation of America.

Overview

Property Management Corporation of America offers management and consulting services to residential and commercial real estate property owners who rent or lease their property to third party tenants. The Company currently has two management services agreements, one with Marsh Road LLC (Bealeton, Virginia) and one with Main Street Heritage LLC (Marshall, Virginia), both mixed residential and commercial properties. Our executive officer and our directors together have a 55% ownership interest in these initial properties.

We intend to expand our services in 2016 and 2017 and execute additional management services agreements with other residential and commercial property owners over the next several months. Our initial expansion and growth plans include establishing satellite offices in counties contiguous with Fauquier County, Virginia and eventually statewide.

We offer exceptional customer service and very competitive pricing, which we believe sets us apart from other property management companies. As we grow, we plan to add additional employees with specific skills to enhance our service offerings. We believe the in-house skill set will enable us to enhance our profitability as we will not need to sub-contract these services.

In addition to our real estate management and consulting services, management has been reviewing and considering other business opportunities in industries outside of the property management industry.

Results of Operations

Three Month Period Ended May 31, 2016 Compared to the Three Month Period Ended May 31, 2015

Revenue

We recorded \$3,474 in revenue from operations for the three month period ended May 31, 2016 compared to \$3,664 for the three month period ended May 31, 2015. The decrease of \$190 reflects our lower management fee as a result of decreased rents at the properties under management.

Our revenue is derived from our management service agreements, currently with two clients, both of which are affiliated with our directors and officers. It is our intention in the short term to seek to add additional third party clients. Management believes the local market is underserved and property management companies such as ours can successfully add new clients.

Cost of revenue

We recorded \$1,564 in cost of revenue for the three month period ended May 31, 2016 compared to \$1,608 for the three month period ended May 31, 2015. The decrease of \$44 reflects decreased fees for our sub-contracted services.

Our cost of revenue has consisted of direct costs associated with the delivery of services under our management service agreements, primarily sub-contractor costs.

Operating expenses

We recorded \$8,039 in operating expenses for the three month period ended May 31, 2016 compared to \$7,479 for the three month period ended May 31, 2015. The increase of \$560 primarily reflects higher professional fees associated with our public filings.

Our normal operating expenses consisted primarily of professional fees and administrative expenses. Future operating expenses could consist of indirect personnel costs, including fringe benefits, insurance and facility costs, travel and entertainment, depreciation and amortization, marketing and sales, professional services such as legal and accounting, and other general and administrative costs.

Liquidity and Capital Resources

During the three months ended May 31, 2016, the Company incurred a net loss of \$6,233, used cash in operations of \$1,680, and at May 31, 2016, had a stockholders' deficit of \$43,889. These factors raise substantial doubt about the Company's ability to continue as a going concern. In addition, the Company's independent registered public accounting firm, in its report on the Company's February 29, 2016 financial statements, has raised substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent upon the Company's ability to raise additional funds and implement its business plan.

From January 23, 2014 (inception) through May 31, 2016, we relied on funds loaned to us by Washington Capital Advisors LLC, a company controlled by our Chairman. At May 31, 2016, the outstanding loan and accrued interest amounts due Washington Capital Advisors were \$27,500 and \$748, respectively.

We will need to raise additional capital to carry out our business plan. We believe that our additional capital needs will be approximately \$150,000 over the next 18 months to fully carry out our business plan. We expect to raise these additional funds through the issuance of debt obligations and private placements of our Common Stock; however, there can be no assurance that we will be able to raise additional capital or if we are able to raise additional capital that the terms will be acceptable to us. Currently our only definitive financing source is Washington Capital Advisors, which has agreed to loan us up to \$50,000 less any currently outstanding loan and accrued interest amounts.

In January 2016, the Company initiated a Private Placement of up to 500,000 Units, each Unit consisting of two (2) shares of the Company's Common Stock and a Common Stock warrant, to purchase one share of the Company's Common Stock. The Units are priced at \$0.50 each and the warrant is exercisable for three (3) years after the subscription date for \$0.75. At May 31, 2016, and through the date of this filing, there have been no sales of Units. The Company hopes to raise up to \$250,000 for general working capital purposes and to investigate the possibility of entering the on-line real estate investment industry. This industry, known to some as real estate crowd funding, has been popularized over the last couple of years and has attracted a just few companies. Management believes this sector is underserved and lacks a regional company to consolidate funding opportunities. Additionally, management believes it can use its property management services and experience to serve properties acquired through on-line funding.

Our current expansion and growth plans include establishing satellite offices in counties contiguous to Fauquier County, Virginia during 2016 and eventually statewide throughout 2017. Initially, we will seek to establish these offices in properties that we manage or alternatively focus on geographic areas we identify as in need of our services. This expansion will require additional capital. We plan to raise this additional capital through debt obligations, private placements of our common stock and possibly crowd funding as mentioned above. Failure to raise additional capital will lengthen the time and decrease the scope of our expansion and growth plans.

Also, management has considered exploring businesses opportunities outside of our current industry focus. If the Company were to find a business opportunity outside of the property management industry, management believes that additional funding would still be necessary in order for the Company to take advantage of any given opportunity.

The Company had cash on hand of \$474 at May 31, 2016. Our primary needs for cash are to fund and grow our ongoing operations. However, we will require additional capital to fully carry out our business plans.

During the three months ended May 31, 2016, the Company had a net decrease in cash of \$1,680. The Company's sources and uses of cash were as follows:

Cash Flows From Operating Activities

We used net cash of \$1,680 in our operating activities during the three months ended May 31, 2016, consisting of a net loss of \$6,233, increased by net uses of cash totaling \$4,553 due to changes in our operating assets and liabilities.

As of May 31, 2016, the Company had negative working capital of \$43,889.

Off-Balance Sheet Arrangements

The Company was not a party to any off-balance sheet arrangements during the three months ended May 31, 2016.

Significant and Critical Accounting Policies and Practices and Recently Issued Accounting Pronouncements

Please refer to Note 2 in the Notes to the Financial Statements for a discussion on the Company's Significant and Critical Accounting Policies and Practices and Recently Issued Accounting Pronouncements.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

As a smaller reporting company, we are not required to provide information under this item.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Our acting principal executive officer and principal financial officer, after evaluating the effectiveness of our disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) as of the end of the period covered by this Quarterly Report on Form 10-Q, have concluded that, based on such evaluation, our disclosure controls and procedures were effective to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the Commissions rules and forms, and is accumulated and communicated to our management, including our acting principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure.

Changes in Internal Controls over Financial Reporting

During the most recently completed fiscal quarter, there has been no significant change in our internal control over financial reporting that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting as such term is defined in Rule 13a-15 and 15d-15 of the Exchange Act.

PART II. OTHER INFORMATION.

Item 1. Legal Proceedings.

As of July 10, 2016, we were not subject to any legal proceedings.

Item 1A. Risk Factors.

As a smaller reporting company, we are not required to provide information under this item.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

During the three month period ended May 31, 2016, there were not sales of unregistered securities.

Item 3. Defaults Upon Senior Securities.

None.

Item 4. Mine Safety Disclosures.

Not applicable.

Item 5. Other Information.

None.

Item 6. Exhibits

Exhibit	Description
3.1*	Certificate of Incorporation of Property Management Corporation of America
3.2*	Bylaws of Property Management Corporation of America
10.1*	Subscription Agreement
10.2*	Escrow Agreement

10.3*	Secured Promissory Note between Washington Capital Advisors and Property Management Corporation of America
10.4*	Management Services Agreement between Marsh Road LLC and Property Management Corporation of America
10.5*	Management Services Agreement between Main Street Heritage LLC and Property Management Corporation of America
21.1*	Subsidiaries of Property Management Corporation of America
31.1**	Certification of Acting Principal Executive Officer and Principal Financial Officer Pursuant to Securities Exchange Act Rule 13a-14(a) As Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32.1**	Certification of Principal Executive Officer and Principal Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
101**	The following materials from the Quarterly Report on Form 10-Q of Property Management Corporation of America for the period ended May 31, 2016 and May 31, 2015, formatted in XBRL (Extensible Business Reporting Language): (i) the Balance Sheets; (ii) the Statements of Operations; (iii) the Statement of Changes in Stockholders' Deficit; (iv) the Statements of Cash Flows; and (v) Notes to Consolidated Financial Statements.

* Incorporated by reference to the exhibits filed with the Company's Registration Statement on Form S-1 (No. 333-196503), effective June 26, 2014.

** Exhibit filed with this Quarterly Report on Form 10-Q.

SIGNATURES

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

PROPERTY MANAGEMENT CORPORATIO OF AMERICA

Date: July 10, 2016

/s/ Michael T. Brigante

Michael T. Brigante, President, Chief Financial Officer and
Acting Chief Executive Officer
(Duly Authorized Officer and Principal Financial Officer)

**OFFICER'S CERTIFICATE
PURSUANT TO SECTION 302**

I, Michael T. Brigante, certify that:

1. I have reviewed this Form 10-Q for the quarter ended May 31, 2016 of Property Management Corporation of America.
2. Based on my knowledge, this report 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 report.
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15 (e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal control over financial reporting.

PROPERTY MANAGEMENT CORPORATION OF AMERICA

July 10, 2016

By: /s/ Michael T. Brigante
 Name: Michael T. Brigante
 Title: Acting Chief Executive Officer and President
 Principal Executive Officer and Chief Financial Officer

**CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Quarterly Report of Property Management Corporation of America (the "Company") on Form 10-Q for the period ended May 31, 2016 as filed with the U.S. Securities and Exchange Commission on the date hereof (the "Report"), the undersigned, in the capacities and on the date indicated below, hereby certifies pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to his knowledge:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the Company.

PROPERTY MANAGEMENT CORPORATION OF AMERICA

July 10, 2016

By: /s/ Michael T. Brigante
Name: Michael T. Brigante
Title: Acting Chief Executive Officer and President
Principal Executive Officer and Chief Financial Officer
