

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 August 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 X 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 October 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 August 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 and six months ended August 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

|  | <u>August 31, 2016</u><br><b>(Unaudited)</b> | <u>February 29,</u><br><u>2016</u> |
|--|--|------------------------------------|
| <b>ASSETS</b>  |  |                                    |
| <b>CURRENT ASSETS:</b>   |  |                                    |
| Cash   | \$ 149                                       | \$ 2,154                           |
| Management fee receivable  | <u>1,656</u>                                 | <u>-</u>                           |
| Total Current Assets   | <u>\$ 1,805</u>                              | <u>\$ 2,154</u>                    |
| <b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>   |  |                                    |
| <b>CURRENT LIABILITIES:</b>  |  |                                    |
| Accounts payable and accrued expenses  | \$ 20,667                                    | \$ 12,310                          |
| Notes payable - related party  | <u>27,500</u>                                | <u>27,500</u>                      |
| Total Current Liabilities  | <u>48,167</u>                                | <u>39,810</u>                      |
| <b>STOCKHOLDERS' DEFICIT:</b>  |  |                                    |
| 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  | <u>(112,612)</u>                             | <u>(103,906)</u>                   |
| Total Stockholders' Deficit  | <u>(46,362)</u>                              | <u>(37,656)</u>                    |
| Total Liabilities and Stockholders' Deficit  | <u>\$ 1,805</u>                              | <u>\$ 2,154</u>                    |

*See accompanying notes to the condensed financial statements.*

Property Management Corporation of America

Condensed Statements of Operations

|   | For the Three<br>Months<br>Ended<br>August 31, 2016<br><u>(Unaudited)</u> | For the Three<br>Months<br>Ended<br>August 31, 2015<br><u>(Unaudited)</u> | For the Six<br>Months<br>Ended<br>August 31, 2016<br><u>(Unaudited)</u> | For the Six<br>Months<br>Ended<br>August 31, 2015<br><u>(Unaudited)</u> |
|---|---|---|---|---|
| Revenue   | \$ 3,613  | \$ 3,607  | \$ 7,087  | \$ 7,271  |
| Cost of revenue   | <u>1,625</u>  | <u>1,623</u>  | <u>3,189</u>  | <u>3,231</u>  |
| Gross margin  | 1,988   | 1,984   | 3,898   | 4,040   |
| Operating expenses  |   |   |   |   |
| Professional fees   | 2,297   | 3,443   | 6,438   | 8,760   |
| General and administrative  | 1,010   | 7,340   | 3,858   | 8,452   |
| Rent  | <u>1,050</u>  | <u>1,050</u>  | <u>2,100</u>  | <u>2,100</u>  |
| Total operating expenses  | <u>4,357</u>  | <u>11,833</u>   | <u>12,396</u>   | <u>19,312</u>   |
| Loss from operations  | (2,369)   | (9,849)   | (8,498)   | (15,272)  |
| Other income (expense)  |   |   |   |   |
| Settlement of debt  | -   | 8,459   | -   | 8,459   |
| Interest expense  | <u>(104)</u>  | <u>(89)</u>   | <u>(208)</u>  | <u>(158)</u>  |
| Other income (expense), net                                       | (104)   | 8,370   | (208)   | 8,301   |
| Net loss  | <u>\$ (2,473)</u>   | <u>\$ (1,479)</u>   | <u>\$ (8,706)</u>   | <u>\$ (6,971)</u>   |
| Earnings per share - basic and diluted                            | <u>\$ (0.00)</u>  | <u>\$ (0.00)</u>  | <u>\$ (0.00)</u>  | <u>\$ (0.00)</u>  |
| Weighted average common shares outstanding -<br>basic and diluted | <u>10,307,000</u>   | <u>10,189,610</u>   | <u>10,307,000</u>   | <u>10,098,290</u>   |

*See accompanying notes to the condensed financial statements.*

Property Management Corporation of America

Condensed Statement of Changes in Stockholders' Deficit  
For the Six Months Ended August 31, 2016 (Unaudited)

|   | <u>Common Stock Par Value \$0.0001</u> |                    | <u>Additional</u> | <u>Accumulated</u>  | <u>Total</u>         |
|---|--|--------------------|-------------------|---------------------|----------------------|
|   | <u>Number of</u>                       | <u>Amount</u>      | <u>Paid-in</u>    | <u>Deficit</u>      | <u>Stockholders'</u> |
|   | <u>Shares</u>                          |                    | <u>Capital</u>    |                     | <u>Deficit</u>       |
| Balance, February 29, 2016              | \$ 10,307,000                          | \$ 1,031.00        | \$ 65,219         | \$ (103,906)        | \$ (37,656)          |
| Net loss                                |  |                    |                   | (8,706)             | (8,706)              |
| Balance, August 31, 2016<br>(Unaudited) | <u>\$ 10,307,000</u>                   | <u>\$ 1,031.00</u> | <u>\$ 65,219</u>  | <u>\$ (112,612)</u> | <u>\$ (46,362)</u>   |

*See notes to the condensed financial statements*

Property Management Corporation of America

Condensed Statements of Cash Flows

|   | For the Six<br>Months<br>Ended<br><u>August 31, 2016</u><br><b>(Unaudited)</b> | For the Six<br>Months<br>Ended<br><u>August 31, 2015</u><br><b>(Unaudited)</b> |
|---|--|--|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>                                |  |  |
| Net loss  | \$ (8,706)   | \$ (6,971)   |
| Adjustments to reconcile net loss to net cash used in operating activities: |  |  |
| Changes in operating assets and liabilities:                                |  |  |
| Management fee receivable   | (1,656)  | (1,222)  |
| Accounts payable and accrued expenses                                       | <u>8,357</u>   | <u>(12,185)</u>  |
| Net cash used in operating activities                                       | <u>(2,005)</u>   | <u>(20,378)</u>  |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>                                |  |  |
| Proceeds from sale of common stock  | -  | 15,000   |
| Repayment of notes payable - related party                                  | <u>-</u>   | <u>6,000</u>   |
| Net cash provided by financing activities                                   | <u>-</u>   | <u>21,000</u>  |
| <b>NET CHANGE IN CASH</b>   | (2,005)  | 622  |
| Cash at beginning of reporting period                                       | <u>2,154</u>   | <u>1,030</u>   |
| Cash at end of reporting period   | <u>\$ 149</u>  | <u>\$ 1,652</u>  |
| <b>SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:</b>                   |  |  |
| Interest paid   | <u>\$ 208</u>  | <u>\$ 158</u>  |
| Income taxes paid   | <u>\$ -</u>  | <u>\$ -</u>  |

*See accompanying notes to the condensed financial statements.*

Property Management Corporation of America  
Six Months ended August 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 six months ended August 31, 2016, the Company incurred a net loss of \$8,706, used cash in operations of \$2,005, and at August 31, 2016, had a stockholders' deficit of \$46,362. 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 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 and six months ended August 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 August 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.

In August 2014, the FASB issued Accounting Standards Update No. 2014-15, Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern, which provides guidance on determining when and how to disclose going-concern uncertainties in the financial statements. ASU 2014-15 requires management to perform interim and annual assessments of an entity's ability to continue as a going concern within one year of the date the financial statements are issued. An entity must provide certain disclosures if conditions or events raise substantial doubt about the entity's ability to continue as a going concern. ASU 2014-15 is effective for annual periods ending after December 15, 2016, and interim periods thereafter. Early adoption is permitted. 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:

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

### Notes Payable – Officer/Stockholder

At August 31, 2016, the Company had notes payable to Washington Capital Advisors LLC totaling \$27,500. The notes are made for working capital purposes, bear interest at 1.5% per annum, are unsecured, and are due on demand.

### Revenue

One hundred percent (100%) of the Company's revenue comes from the management of two properties under management services contracts. These properties are owned in part by the Chairman and acting Chief Executive Officer, President and Chief Financial Officer of the Company.

### 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 August 31, 2016 and August 31, 2015, respectively and \$2,100 for the six month periods ended August 31, 2016 and August 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 August 31, 2016 Compared to the Three Month Period Ended August 31, 2015***

#### **Revenue**

We recorded \$3,613 in revenue from operations for the three month period ended August 31, 2016 compared to \$3,607 for the three month period ended August 31, 2015. The increase of \$7 reflects the stability of our rental activities 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 \$1,625 in cost of revenue for the three month period ended August 31, 2016 compared to \$1,623 for the three month period ended August 31, 2015. The increase of \$2 reflects the stability of fees for our sub-contracted services.

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

#### **Operating expenses**

We recorded \$4,357 in operating expenses for the three month period ended August 31, 2016 compared to \$11,833 for the three month period ended August 31, 2015. The decrease of \$7,476 primarily reflects lower costs associated with general and administrative and office expenses.

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.

#### **Other income/expenses**

We recorded \$104 of other expense for the three month period ended August 31, 2016 compared to \$8,370 of other income for the three month period ended August 31, 2015. The decrease of \$8,474 was due to other income of \$8,459 of debt forgiveness increased by \$15 of lower interest expense in 2015.

Our normal transactions included in other income and expenses are generally related to interest expense. In 2015 we recorded other income due to debt forgiveness of professional fees incurred in the initial public offering process.

#### ***Six Month Period Ended August 31, 2016 Compared to the Six Month Period Ended August 31, 2015***

#### **Revenue**

We recorded \$7,087 in revenue from operations for the six month period ended August 31, 2016 compared to \$7,271 for the six month period ended August 31, 2015. The decrease of \$184 reflects decreases in collected rent in the first quarter ended May 31, 2016, which lowered our management fee for that period.

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 \$3,189 in cost of revenue for the six month period ended August 31, 2016 compared to \$3,231 for the six month period ended August 31, 2015. The decrease of \$42 reflects the cost decrease of lower sub contract costs based on lower collected rent in the first quarter ended May 31, 2016.

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 \$12,396 in operating expenses for the six month period ended August 31, 2016 compared to \$19,312 for the six month period ended August 31, 2015. The decrease of \$6,916 primarily reflects lower costs associated with general and administrative, office expenses and professional expenses.

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.

## **Other income/expenses**

We recorded \$208 of other expense for the six month period ended August 31, 2016 compared to \$8,301 of other income for the six month period ended August 31, 2015. The decrease of \$8,509 was due to other income of \$8,459 of debt forgiveness increased by \$50 of lower interest expense in 2015.

Our normal transactions included in other income and expenses are generally related to interest expense. In 2015 we recorded other income due to debt forgiveness of professional fees incurred in the initial public offering process.

## **Liquidity and Capital Resources**

During the six months ended August 31, 2016, the Company incurred a net loss of \$8.706, used cash in operations of \$2,005, and at August 31, 2016, had a stockholders' deficit of \$46,362. 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 August 31, 2016, we relied on funds loaned to us by Washington Capital Advisors LLC, a company controlled by our Chairman. At August 31, 2016, the outstanding loan and accrued interest amounts due Washington Capital Advisors were \$27,500 and \$852, respectively. During 2015, the Company benefited by debt forgiveness in the amount of \$8,459. The debt forgiven was related to legal expenses incurred during the Company's initial public offering process.

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 August 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 \$149 at August 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 six months ended August 31, 2016, the Company had a net decrease in cash of \$2,005. The Company's sources and uses of cash were as follows:

### **Cash Flows From Operating Activities**

We used net cash of \$2,005 in our operating activities during the six months ended August 31, 2016, consisting of a net loss of \$8,706, decreased by net provisions of cash totaling \$6,701 due to changes in our operating assets and liabilities.

As of August 31, 2016, the Company had negative working capital of \$46,362.

### **Off-Balance Sheet Arrangements**

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

### **Critical Accounting Policies and Estimates**

The Company prepared its condensed financial statements in accordance with accounting principles generally accepted in the United States of America. The preparation of these financial statements requires the use of 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 amount of revenues and expenses during the reporting period. Management periodically evaluates the estimates and judgments made. Management bases its estimates and judgments on historical experience and on various factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates as a result of different assumptions or conditions.

The following critical accounting policies affect the more significant judgments and estimates used in the preparation of the Company's condensed financial statements.

#### **Revenue Recognition**

The Company recognizes revenue when it is realized or realizable and earned. The Company considers revenue realized or realizable and earned when all of the following criteria are met: (i) persuasive evidence of an arrangement exists, (ii) the product has been shipped or the services have been rendered to the customer, (iii) the sales price is fixed or determinable, and (iv) collectability is reasonably assured.

#### **Recently Issued Accounting Pronouncements**

See Note 2 in the Notes to the condensed Financial Statements for a discussion of 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 October 10, 2016, we were not subject to any legal proceedings.

### **Item Risk Factors.**

#### **1A.**

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 August 31, 2016, there were no 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

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 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 August 31, 2016 and August 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: October 10, 2016

*/s/ Michael T. Brigante*

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