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# YEAR END REPORT

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Pursuant to Rule 15c2-(11)(a)(5)

For

**DRMC**

**DEFINITIVE REST MATTRESS COMPANY**

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**For the Period Ending December 31, 2015**

**Dated: March 30, 2016**

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

# DEFINITIVE REST MATTRESS COMPANY

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# **DEFINITIVE REST MATTRESS COMPANY**

## **QUARTERLY REPORT**

All information contained in this Initial Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a)(5) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

No dealer, salesman or any other person has been authorized to give any information or to make any representations not contained herein in connection with the Issuer. Any representations not contained herein must not be relied upon as having been made or authorized by the Issuer.

Delivery of this information does not imply that the information contained herein is correct as of any time subsequent to the date of this Issuer Quarterly Report.

### **ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS**

The name of the Issuer is Definitive Rest Mattress Company.

The name of its predecessor is Crescent Hill Capital Corp. The equity interest, i.e. shares of stock were previously held in the name of Crescent Hill Capital Corp., an Oklahoma corporation, prior to the Issuer completing a statutory reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Laws.

### **ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES**

#### Company Headquarters:

22951 Mill Creek Road #A

Laguna, CA 92653

Telephone: 951-818-5040

Facsimile: 909-340-2680

[www.zerezhholdings.com](http://www.zerezhholdings.com)

#### Investor Relations Firm:

None

### **ITEM 3. SECURITY INFORMATION**

#### Trading symbol

The Company's trading symbol is DRMC.

#### The Company's CUSIP

The Company's CUSIP is 24477B 109.

#### Par or Stated Value:

The Company's Common Stock has a par value of \$0.0001. Each holder of Common Stock has full voting rights at the rate of one (1) vote for each share owned. There are no preemptive rights or cumulative rights and no Preferred Stock has been issued.

### Shares Authorized:

As of the date of this Year End Report, the Issuer has two classes of securities outstanding, Common Stock and Preferred Stock.

The Company is authorized to issue (975,000,000) shares of common stock, of which 918,295,780 with par value \$0.0001 per share, are currently outstanding as of December 31, 2015.

The Company is authorized to issue fifty million (50,000,000) shares of Preferred Stock, par value \$0.0001, of which there are no shares issued and outstanding.

### Shares Outstanding:

#### **As of December 31, 2015:**

<u>Class</u>	<u>Shares Authorized</u>	<u>Shares Outstanding</u>	<u>Freely Tradable Shares (Float)</u>	<u>Total Number of Shareholders of Record</u>
Common	975,000,000	918,295,780	549,841,757	54
Preferred	50,000,000	0	0	0

### **Transfer Agent**

Action Stock Transfer <sup>(1)</sup>

2469 E Fort Union Blvd., Suite 214

Salt Lake City, UT 841221

Tel: 801-274-1088

Fax: 801-274-1099

<http://www.actionstocktransfer.com>

<sup>(1)</sup> In February of 2014, the Company's Board of directors appointed Action Stock Transfer to act as the Company's transfer agent. Action Stock Transfer is registered under the Exchange Act.

### Restrictions on the transfer of any security:

None

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

None

## **ITEM 4. ISSUANCE HISTORY**

### Events by the Issuer Resulting in Changes in Total Outstanding Shares for the Past Two Fiscal Years.

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

**(1) At December 31, 2010**, there were 12,015,780 shares of the Company's common stock issued and outstanding.

During the year ended December 31, 2011, the Company issued no shares of the Company's common stock.

During the year ended December 31, 2012, the Company issued no shares of the Company's common stock.

**(2) During the year ended December 31, 2013**, a total of 45,780,000 restricted shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and the Company, entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of the Company. The shares were issued on November 26, 2013.

**(3) During the year ended December 31, 2014**, a total of 380,500,000 shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

On December 5, 2014, the Company issued 49,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 18, 2012, for the conversion of \$4,900.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On February 27, 2014, the Company issued 51,428,570 shares of its restricted common stock as compensation for \$15,000.00 of salary owed to its CFO, at a cost basis of \$0.003.

On February 27, 2014, the Company issued 68,571,439 shares of its restricted common stock as compensation for \$20,000.00 of salary owed to its Secretary/Treasurer, at a cost basis of \$0.003.

On March 6, 2014, the Company issued 6,500,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$650.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On March 7, 2014, the Company issued 5,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$500.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On March 11, 2014, the Company issued 10,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 21, 2010, for the conversion of \$1,000.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On November 12, 2014, the Company issued 25,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 7, 2012, for the conversion of \$2,500.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On November 12, 2014, the Company issued 25,000,000 shares of its common stock pursuant to a Convertible Promissory Note dated December 7, 2012, for the conversion of \$2,500.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On December 4, 2014, the Company issued 40,000,000(partial) shares of its common stock pursuant to a Convertible Promissory Note dated December 18, 2012, for the conversion of \$4,000.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On December 4, 2104 the Company issued 50,000,000 shares of the Company's common stock for year end compensation for services rendered.

On December 4, 2104 the Company issued 50,000,000 shares of the Company's common stock for year end compensation for services rendered.

**(4) During the year ended December 31, 2015**, a total of 539,000,000 shares of the Company's common stock were issued. The following is a breakdown of the issuance(s):

On July 23, 2015, the Company issued 49,000,000 shares of its common stock as compensation for consulting services owed to Mark Cheung , at a cost basis of \$0.0001.

On July 29, 2015, the Company issued 40,000,000(partial) shares of its common stock pursuant to a Convertible Promissory Note dated December 18, 2012, for the conversion of \$4,900.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On August 3, 2015, the Company issued 55,000,000 shares of its common stock as compensation for consulting services owed to Abraham Abu , at a cost basis of \$0.0001.

On September 1, 2015, the Company issued 18,750,000(partial) shares of its common stock pursuant to a Convertible Promissory Note dated December 12, 2012, for the conversion of \$1,875.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On September 1, 2015, the Company issued 40,000,000(partial) shares of its common stock pursuant to a Convertible Promissory Note dated December 12, 2012, for the conversion of \$4,000.00 of debt owed by the Company, at a conversion price of \$0.0001 per share.

On October 27, 2015, the Company issued 57,000,000 shares of its common stock as compensation for consulting services owed to Doris Vo , at a cost basis of \$0.0001.

On October 27, 2015, the Company issued 57,000,000 shares of its common stock as compensation for consulting services owed to Mark Cheung , at a cost basis of \$0.0001.

On November 4, 2015, the Company issued 57,250,000 shares of its common stock as compensation for contract services owed to Wyloo LLC , at a cost basis of \$0.0001.

On November 20, 2015, the Company issued 80,000,000 shares of its common stock as compensation for consulting services owed to Abraham Abu , at a cost basis of \$0.0001.

On November 20, 2015, the Company issued 36,700,000 shares of its common stock as compensation for consulting services owed to Abraham Abu , at a cost basis of \$0.0001

## **ITEM 5. FINANCIAL STATEMENTS**

The Company does not have audited financial statements and does not have financial statements for any historical periods prior to 2010.

Unaudited financial statements for the Company for the quarter ended December 31, 2015, are included herein. Management of the Company internally prepared these financial statements.

**DEFINITIVE REST MATTRESS COMPANY**  
**Consolidated Balance Sheet December 31 2015**  
**Internally prepared by management**  
**(Unaudited)**

ASSETS	As of Dec 31, 2015	As of Dec 31, 2014
<b>Current Assets</b>		
Cash and Cash Equivalents	-12,029	255,735
Accounts Receivable	12,341	29,730
Inventory	162,085	526,653
Other Current Assets	15,387	78,999.47
<b>Total Other Current Assets</b>	177,784	891,117
<b>Fixed Assets</b>		
Fixed Assets (Net)	455	145,468
	455	145,468
<b>Other Assets</b>		
Investment - DRMC	120,000	
Intellectual Property (Net)	380,140	15,664
	500,140	15,664
<b>TOTAL ASSETS</b>	678,379	1,052,250
<b>LIABILITIES &amp; EQUITY</b>		
<b>Current Liabilities</b>		
Accounts Payable & Accrued Liabilities	11,354	138,420
Note Payable-Officer	0	167,565
Note Payable	120,000	60,474
Total credit cards	0	0
Past due Payroll	380,140	244
Other Current Liabilities	12,984	8,186
<b>Total Current Liabilities</b>	524,478	374,889
<b>Long Term Liabilities</b>		
Convertible Promissory Note 08-26-2010	9,237	9,237
Convertible Promissory Note 08-06-2010	23,375	23,375
Convertible Promissory Note 08-02-2010	48,350	48,350
Convertible Promissory Note 04-25-2014	25,000	25,000
Convertible Promissory Note 05-10-2014	25,000	25,000
Convertible Promissory Note 05-29-2014	10,000	10,000
Convertible Promissory Note 06-10-2014	10,000	10,000
Convertible Promissory Note 07-11-2014	15,000	15,000
Convertible Promissory Note 07-28-2014	15,000	15,000
Convertible Promissory Note 04-20-2015	30,995	5,000
	211,957	210,962
<b>Total Liabilities</b>	736,435	585,851
<b>EQUITY</b>		
Common Stock	0	
Investments/Charlie	0	
Investments/ Maria Gonzalez		
Opening Balance Equity	450	37,324
Additional Paid In Capital	0	172,690
Retained Earnings	0	359,706
Net Income	-58,056	-103,320
<b>Total Equity</b>	-57,606	466,399
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 678,379</b>	<b>\$ 1,052,250</b>

*The accompanying notes are an integral part of these financial statements.*

**DEFINITIVE REST MATTRESS COMPANY**  
**Consolidated Statement of Operations**  
**For the Three and Nine Months ended December 31, 2015**  
**Internally prepared by management**

	<u>For the Nine Months</u> <u>Ending December 31</u>		<u>For the Three Months</u> <u>Ending December 31</u>	
	2015	2014	2015	2014
Revenue	62,676	194,159	25,594	56,028
Goods Sold	<u>30,593</u>	<u>91,686</u>	<u>1,600</u>	<u>11,918</u>
Gross Profit	32,082	102,473	22,994	44,110
Operating Expenses				
Compensation Expense	12,500	67,060	5,300	11,479
Professional Fees	10,000	32,233	1,306	3,676
Rent Expense	9,400	23,900	4,700	9,100
General & Administrative	<u>23,849</u>	<u>84,163</u>	<u>23,202</u>	<u>25,535</u>
Total Expenses	<u>55,750</u>	<u>207,356</u>	<u>34,508</u>	<u>49,790</u>
Operating Income (Loss)	-23,668	-104,883	-11,514	-5,680
Other Income/Expense	0	1910	0	0
Net Other Income		347		2
Other Expenses	<u>42.03</u>	<u>1562</u>	<u>.01</u>	<u>-2</u>
Net Income	-23,626	-101,064	-11,514	-5,680

*The accompanying notes are an integral part of these financial statements.*



**DEFINITIVE REST MATTRESS COMPANY**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For the Three and Nine Months Ended December 31, 2015**  
**Internally prepared by management**  
**(Unaudited)**

	<b>For the Nine Months Ended December 31,</b>		<b>For the Three Months Ended December 31,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
NET INCOME	-23,625.58	-103,320.00	-11,513.87	-41,531.41
OPERATING ACTIVITIES	-9,574.87	32,864.00	-1,850.00	65,956.85
INVESTING ACTIVITIES	-2,619.66	-8,000.00	250.03	-8,000.00
FINANCING ACTIVITIES	-2,948.61	13063	-1,392.12	-499.91
	<b>4,006.60</b>		<b>-2,992.09</b>	
Net cash increase for period	<b>19,618.98</b>	<b>37,927.00</b>	<b>(14,505.96)</b>	<b>15,925.53</b>
Cash at beginning of period	8,030.92	191,280.00	2,917.54	258,126.84
Cash at end of period	<b>11,588.06</b>	<b>229,207.00</b>	<b>11,588.42</b>	<b>274,052.37</b>

*The accompanying notes are an integral part of these financial statements.*

**DEFINITIVE REST MATTRESS COMPANY**  
**NOTES TO FINANCIAL STATEMENTS**  
**Internally prepared by management**  
**December 31, 2015**

**Note1. Nature of Operations and Business Activity**

*Business Activity*

DEFINITIVE REST MATTRESS COMPANY, an Oklahoma Corporation, DRMC, The Company is actively implementing its new business plan from a mattress manufacturer to a Holding company, with a new direction and new name Zerez Holdings. The company focus is to acquire companies and corporations that are structured in markets defined as emerging technology, by investing its resources in Technology based companies to provide long term financial growth in many industry sectors for company shareholders and investors.

*Revenue*

Total Revenue during the year ended December 31, 2015 was \$62,676.00 compared to \$194,159.00 during the quarter ended December 31, 2014. Revenue activity form year end reflects a drop in sales based on availability of raw material; the company's goal is to implement new guidelines in reducing long term liabilities which include notes payable and other accounts payable. The company is in process of drafting all required information to formally change name and set new guidelines of acquiring new assets to create new sources of revenue through lines of equity.

*Revenue 2015*

Revenue numbers for 2015 reflect an initial impulse in the months of March through August, this activity was based of the sales created by Nu Metals Technology subsidiary of DRMC, the company Definitive Rest Mattress Company could not secure a line of equity based on its financials and identity as a mattress manufacturer, because of this Nu Metals Technology could not buy stock inventory to create channels of revenue for 3<sup>rd</sup> and 4<sup>th</sup> quarter of 2105, the company directors are scheduled to meet with NMT management by June of 2016 to discuss alternatives sources of cash flow, to maintain initial goals to reach for the future.

*Inventory & Costs of Goods Sold*

ZEREZ Holdings has no existing inventory

*Accounts Receivable*

Reported accounts receivable include only receivables less than 30 days. Therefore, reported sales do not include receivables that were not collected in 30 days.

**Note 2. Summary of Significant Accounting Principles**

Basis of Presentation and Principles of Consolidation

These financial statements are prepared in conformity with accounting principles generally accepted in the United States and are presented in US dollars, unless otherwise notes. The Company's fiscal year end is December 31.

Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience, management expectations for future performance, and other assumptions as appropriate. The Company re-evaluates its estimates on an ongoing basis. Actual results may vary from those estimates.

### Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial statements.

### **Note 3. Common Stock**

As of December 31, 2015, the Company has shares authorized: 975,000,000 shares of common stock, par value \$0.0001 and 50,000,000 shares of preferred stock.

As of December 31, 2015, the Company had 918,295,780 shares of common stock issued and outstanding and 0 shares of preferred stock issued and outstanding.

### **Note 4. Property and Equipment**

Property and equipment are carried at cost. Depreciation of property and equipment is provided using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives: 5-7 years

### **Note 5. Promissory Note Payable**

On December 21, 2010, the predecessor corporation, Crescent Hill Capital Corporation, issued a promissory note for \$21,000 accruing at nine Percent (9%) per annum from the date the Company received US Dollars (the "Note"). The Note was subsequently assumed by Definitive Rest Mattress Company on November 5, 2013 upon reverse acquisition of Crescent Hill Capital Corp, and has been reflected in the financials for this period. The Note was amended on November 13, 2013. During the quarter ended June 30, 2014, a total of \$2,150 of the Note was converted into 22,500,000 shares of common stock of the Company.

On August 2, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$48,350 Information available upon request

On August 6, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$23,375 Information available upon request

On August 26, 2010, Definitive Rest Mattress Company issued a convertible promissory note for \$9,237 Information available upon request

On December 7, 2012, Definitive Rest Mattress Company issued a convertible promissory note for \$15,000 Information available upon request

On December 18, 2012, Definitive Rest Mattress Company issued a convertible promissory note for \$25,000 Information available upon request

On December 18, 2012, Definitive Rest Mattress Company issued a convertible promissory note for \$10,750 Paid in full

On May 10, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$25,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, May 15, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company

On May 29, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$10,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, May 29, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On June 24, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$10,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, June 24, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On July 11, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$15,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, July 11, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On July 28, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$15,000 with interest accrued at one percent (2%) per annum. The note is payable upon the demand date, July 28, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company.

On August 08, 2014, Definitive Rest Mattress Company issued a convertible promissory note for \$5,000 with interest accrued at one percent (1%) per annum. The note is payable upon the demand date, August 08, 2015. In the event the note is not paid prior to the demand date, the holder of the note may convert the outstanding principal and interest into common shares of the Company. Paid in Full

On April 20, 2015, L&M Group Investments, DBA NU metals Technology, Subsidiary of Definitive Rest Mattress, information available upon request.

#### **Note 6. Revenue Recognition**

Revenue is recognized in accordance with SEC Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements". The Company recognizes revenue when the significant risks and rewards of ownership have been transferred to the customer pursuant to applicable laws and regulations, including factors such as when there has been evidence of a sales arrangement, delivery has occurred, or service have been rendered, the price to the buyer is fixed or determinable.

#### **Note 7. Going Concern**

The Company's concern is to

**END NOTES TO FINANCIALS**

## **ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES**

### Date of Incorporation and Corporate History

The Company was incorporated in the State of Georgia on August 2, 2005 under the name Nano FM, Inc. On August 24, 2005, Nano FM, Inc. filed Articles of Amendment with the Secretary of State of Georgia changing its corporate name to Crescent Hill Capital Corporation ("CHCC").

On November 5, 2013, CHCC implemented a domicile change from Georgia to Oklahoma by merging into Crescent Hill Capital Corporation, an Oklahoma corporation. On November 5, 2013, CHCC completed the domicile change from Georgia to Oklahoma by filing a Certificate of Merger with the Oklahoma Secretary of State.

On November 5, 2013, the Company underwent a Statutory A Reorganization in compliance with Section 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended, and pursuant to Section 1081(g) of the Oklahoma General Corporation Act, as a tax-free reorganization. Pursuant to the reorganization, on November 5, 2013, CHCC caused Definitive Rest Mattress Company ("Definitive Rest (OK)") to be incorporated in the state of Oklahoma, as a direct wholly-owned subsidiary. Concurrently, Definitive Rest (OK) caused Crescent Hill Capital Merger Corp. ("CHCMC (OK)") to be incorporated, as a direct wholly-owned subsidiary. Under the terms of the Reorganization, Crescent Hill Capital Corporation was merged with and into CHCMC (OK). Upon consummation of the Reorganization, Definitive Rest (OK) was the surviving corporation, and Crescent Hill Capital Corporation ceased to exist. Additionally, each issued and outstanding equity of Crescent Hill was exchanged for an equivalent equity of Definitive Rest (OK) on a one for one basis. The issued and outstanding shares of Definitive Rest (OK) have the same designations, rights, powers and preferences, and qualifications, limitations and restrictions as the equities of Crescent Hill being converted. The existing shares of CHCMC (OK) were cancelled on November 5, 2013.

On November 5, 2013, Definitive Rest Mattress Company, a California corporation, and the owners of 100% of its issued and outstanding stock, and Definitive Rest (OK), entered into a Share Exchange Agreement, wherein all the shares of Definitive Rest (CA) were exchanged for 45,780,000 restricted shares of Definitive Rest (OK). As a part of the transaction, the shareholders of Definitive Rest (CA) acquired a controlling interest in the Company. For accounting purposes, the transaction is accounted for as a recapitalization of Definitive Rest (CA) pursuant to which Definitive Rest (CA) is treated as the surviving and continuing entity although Definitive Rest (OK) is the legal acquirer rather than a reverse acquisition. Accordingly, the Company's historical financial statements are those of Definitive Rest (CA) immediately following the consummation of the acquisition. Definitive Rest (OK) concurrently determined and that its ownership of CHCMC (OK) was of no further value and returned the newly issued shares evidencing its ownership in CHCMC (OK) to the Board of Directors of CHCMC (OK) for cancellation. Definitive Rest (OK) has no ownership, interests, or control over CHCMC (OK) and never managed, controlled or capitalized CHCMC (OK).

On February 28, 2014, the Company filed Articles of Amendment with the State of Oklahoma to increase the authorized capital stock of the Company from 200,000,000 shares of common stock to 975,000,000 shares of common stock. Thus, the Company now has 1,025,000,000 total shares authorized; 975,000,000 shares of common stock, par value \$0.0001 and 50,000,000 shares of preferred stock.

On December 31<sup>st</sup> 2014 Definitive Rest Mattress Company officially closed all operations, announcing the Company's new direction and new Corporate name by the end of the second quarter 2015

### Business Operations

All business operations for Definitive Rest Mattress Company have been closed as of December 31<sup>st</sup> 2014, the Company is now implementing its new business direction into the Metals and Machine Tool industry.

Doing Business as NU Metals Technology the company will be providing services to manufacturers of Aerospace parts and components including providing solutions in Advanced Manufacturing Technology in many Industrial sectors.

#### Primary and Secondary SIC Codes

Primary SIC Code: 423140

#### Issuers Fiscal Year End Date

The Issuer's fiscal year end is December 31.

#### Principal Products or Services, and Their Markets

### **ITEM 7. ISSUER'S FACILITIES**

The Company leases a temporary location with 3000 square feet of office and warehouse space at 22951 Mill Creek Road Unit A Laguna Hills, CA 92653. The company's long term office and warehouse will be located in the Orange County area, currently in negotiations with agent with a selected building to warehouse machinery and inventory.

### **ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS**

#### A. Officers and Directors

Juan Carlos Murga                      President, Chief Executive Officer, Chief Financial Officer<sup>1</sup> and Director

Claudia Lima                              Secretary, Treasurer and Director

#### <sup>1</sup>Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

- (1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);
- (2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;
- (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; or
- (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.
- (5)

C. Beneficial Shareholders

The name, address and shareholdings of all persons beneficially owning more than ten percent (10%) of any class of the Company's equity securities and officers and directors of the Company as of December 31, 2015, based on 918,295,780 shares issued and outstanding, are:

	Common Directly Owned	% of Ownership
Juan Carlos Murga 25383 Coral Canyon Rd. Corona Ca 92883	115,688,473	12.65%

**ITEM 9. THIRD PARTY PROVIDERS**

Legal Counsel

John D. Thomas  
11650 South State Street Suite 240  
Draper, Utah 84020  
801-816-2536 Phone  
801-816-2599 Fax

Accountant or Auditor

None

Investor Relations Consultant:

None

Other Advisors:

## **ITEM 10. ISSUER CERTIFICATION**

I, Juan Carlos Murga, President, Chief Executive Officer, and Chief Financial Officer certify that:

1. I have reviewed this annual disclosure statement of Definitive Rest Mattress Company;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

Date: December 31, 2015

Signature: /s/ Juan Carlos Murga

Title: President, Chief Executive Officer,  
And Chief Financial Officer