

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 THE  
SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2014.

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission File Number: **333-176954**



**ENDONOVO THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

|   |   |
|---|---|
| <b>Delaware</b>   | <b>45-2552528</b>                       |
| (State or other jurisdiction of<br>incorporation or organization) | (I.R.S. Employer<br>Identification No.) |

**6320 Canoga Avenue, 15th Floor, Woodland Hills, CA 91367**  
(Address of principal executive offices, zip code)

**(800) 489-4774**  
(Registrant's telephone number, including area code)

**n/a**  
(Former name, former address and former fiscal year,  
if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 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.

Large accelerated filer [ ]

Accelerated filer [ ]

Non-accelerated filer [ ]  
(do not check if smaller reporting company)

Smaller reporting company [X]

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

As of November 14, 2014, there were 76,636,453 shares of common stock, \$0.0001 par value issued and outstanding.

**ENDONOVO THERAPEUTICS, INC.**  
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**September 30, 2014**

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**PART I - FINANCIAL INFORMATION**

**Item 1. Financial Statements.**

**Endonovo Therapeutics, Inc. and Subsidiary  
Condensed Consolidated Balance Sheets**

|   | <u>September<br/>30, 2014</u> | <u>December 31,<br/>2013</u> |
|---|-------------------------------|------------------------------|
|   | (Unaudited)                   |                              |
| <b>Assets</b>   |                               |                              |
| <b>Current Assets</b>   |                               |                              |
| Cash  | \$ 51,189                     | \$ 3,255                     |
| Other current assets  | 7,000                         | -                            |
| <b>Total Current Assets</b>   | <b>58,189</b>                 | <b>3,255</b>                 |
| Property Plant and Equipment, net   | 40,824                        | 58,338                       |
| Intangible Assets   | -                             | 12,000                       |
| <b>Total Assets</b>   | <b>\$ 99,013</b>              | <b>\$ 73,593</b>             |
| <b>Liabilities and Shareholders' Deficit</b>  |                               |                              |
| <b>Current Liabilities</b>  |                               |                              |
| Accounts payable and accrued expenses   | \$ 3,187,699                  | \$ 3,293,918                 |
| Note payable - Current portion  | 967,465                       | 604,416                      |
| Notes payable - related party   | 241,000                       | 110,086                      |
| <b>Total Current Liabilities</b>  | <b>4,396,164</b>              | <b>4,008,420</b>             |
| Note payable - less current portion   | 31,598                        | 42,386                       |
| Acquisition payable   | 155,000                       | 155,000                      |
| <b>Total Liabilities</b>  | <b>4,582,762</b>              | <b>4,205,806</b>             |
| <b>Shareholders' Deficit</b>  |                               |                              |
| Common stock, \$0.0001 par value, 75,157,901 and 832,223<br>shares issued and outstanding, respectively | 7,516                         | 832                          |
| Additional paid-in capital  | 1,579,409                     | 1,200,336                    |
| Stock subscription receivable   | (727)                         | -                            |
| Accumulated deficit   | (6,069,947)                   | (5,333,381)                  |
| <b>Total Shareholders' Deficit</b>  | <b>(4,483,749)</b>            | <b>(4,132,213)</b>           |
| <b>Total Liabilities and Shareholders' Deficit</b>  | <b>\$ 99,013</b>              | <b>\$ 73,593</b>             |

See accompanying notes to condensed consolidated financial statements.

**Endonovo Therapeutics, Inc. and Subsidiary**  
**Condensed Consolidated Statement of Operations (Unaudited)**

|  | For Three Months Ended<br>September 30, |              | For Nine Months Ended<br>September 30, |                |
|--|---|--------------|--|----------------|
|  | 2014                                    | 2013         | 2014                                   | 2013           |
| Revenues, net  | \$ 20,640                               | \$ -         | \$ 54,821                              | \$ -           |
| Cost of goods sold   | 15,827                                  | -            | 30,185                                 | -              |
| Gross profit   | 4,813                                   | -            | 24,636                                 | -              |
| Operating Expenses   | 631,994                                 | 427,819      | 2,045,300                              | 1,935,284      |
| Operating Loss   | (627,181)                               | (427,819)    | (2,020,664)                            | (1,935,284)    |
| Other Income (Expense)   |   |              |  |                |
| Other income   | 760,215                                 | 142          | 1,410,550                              | 4,174          |
| Interest expense, net  | (38,400)                                | (24,720)     | (126,452)                              | (185,273)      |
| Other expenses   | -                                       | -            | -                                      | (101,957)      |
| Loss Before Provision for Income<br>Taxes                        | 94,634                                  | (452,397)    | (736,566)                              | (2,218,340)    |
| Provision for Income Taxes                                       | -                                       | -            | -                                      | -              |
| Net Loss   | \$ 94,634                               | \$ (452,397) | \$ (736,566)                           | \$ (2,218,340) |
| Basic and diluted loss per<br>common share                       | \$ 0.00                                 | \$ (0.62)    | (0.10)                                 | \$ (3.31)      |
| Weighted average common share<br>outstanding - basic and diluted | 45,387,690                              | 730,527      | 7,695,951                              | 669,387        |

See accompanying notes to condensed consolidated financial statements.

**Endonovo Therapeutics, Inc. and Subsidiary**  
**Condensed Consolidated Statement of Cash Flows (Unaudited)**

**For the Nine Months  
ended September 30,**

|   | <b>2014</b>      | <b>2013</b>      |
|---|------------------|------------------|
| <b>Cash Flows From Operating Activities</b>                                 |                  |                  |
| Net Loss  | \$ (736,566)     | \$ (2,218,340)   |
| Adjustments to reconcile net loss to net cash used in operating activities: |                  |                  |
| Depreciation and amortization expense                                       | 12,514           | 14,369           |
| Impairment expense  | 12,000           | 101,957          |
| Fair value of equity issued for services                                    | 34,462           | 480,048          |
| Amortization of note discount   | 14,789           | -                |
| Gain on extinguishment of liabilities                                       | (1,410,550)      | -                |
| Amortization of note discount, net  | -                | (131,992)        |
| Changes in operating assets and liabilities:                                |                  |                  |
| Account receivable  | -                | -                |
| Prepaid expenses  | (2,000)          | -                |
| Accounts payable and accrued expenses                                       | 1,393,789        | 1,286,223        |
| <b>Net Cash Used in Operating Activities</b>                                | <b>(681,562)</b> | <b>(203,751)</b> |
| <b>Cash Flows From Investing Activities</b>                                 |                  |                  |
| Purchase of property, plant and equipment                                   | -                | 244              |
| Net cash received in acquisition of subsidiary                              | -                | 3,743            |
| <b>Net Cash Provided by Investing Activities</b>                            | <b>-</b>         | <b>3,987</b>     |
| <b>Cash Flows From Financing Activities</b>                                 |                  |                  |
| Proceeds from the issuance of notes payable                                 | 755,500          | 185,000          |
| Proceeds from the issuance of notes payable – related party                 | -                | 25,000           |
| Payment for notes payable – related party                                   | -                | 8,012            |
| Payment for notes payable   | (26,004)         | (1,816)          |
| <b>Net Cash Provided by Financing Activities</b>                            | <b>729,496</b>   | <b>200,172</b>   |
| <b>Net Increase (Decrease) in Cash</b>                                      | <b>47,934</b>    | <b>408</b>       |
| Cash, Beginning of Period   | 3,255            | 800              |
| <b>Cash, End of Period</b>  | <b>\$ 51,189</b> | <b>\$ 1,208</b>  |
| Supplemental disclosure of cash flow information:                           |                  |                  |
| Cash paid for interest  | \$ -             | \$ -             |
| Cash paid for income taxes  | \$ -             | \$ -             |
| Noncash investing and financing activities:                                 |                  |                  |
|   | -                | -                |
| Debt converted into common stock  | 33,247           | -                |
| Subscription receivable on common stock issued                              | 727              | -                |
| Debt acquired in acquisition  | -                | 98,150           |
| Debt acquired in purchase of property, plant and equipment                  | -                | 58,112           |
| Acquisition payable   | -                | 155,000          |

See accompanying notes to condensed consolidated financial statements.

**Endonovo Therapeutics, Inc. and Subsidiary**  
**Notes to Condensed Consolidated Financial Statements**  
**For the Nine Months Ended September 30, 2014 and 2013**

**Note 1 - Organization and Nature of Business**

Endonovo Therapeutics, Inc. and Subsidiaries (the “Company” or “ETI”) operates in two business segments: 1) intellectual property licensing and commercialization; and 2) biomedical research and development which has included the development of the TVEMF device which has been the source of all revenues in the current year.

*Basis of Presentation and Principles of Consolidation*

The accompanying unaudited interim condensed consolidated financial statements of Endonovo Therapeutics, Inc. and Subsidiaries have been presented in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information and the instructions to Article 8 of Regulation S-X. Accordingly, the financial statements do not include all of the information and notes required by GAAP for complete financial statements. The condensed consolidated financial statements as of September 30, 2014, and 2013 are unaudited; however, in the opinion of management such interim condensed consolidated financial statements reflect all adjustments, consisting solely of normal recurring adjustments, necessary for a fair presentation of the results for the periods presented. The results of operations for the Period presented are not necessarily indicative of the results that might be expected for future interim periods or for the full year.

The consolidated financial statements of the Company include the accounts of ETI, IPR as of March 14, 2012, Aviva as of April 2, 2013 and WeHealAnimals as of November 16, 2013. All significant intercompany accounts and transactions are eliminated in consolidated.

*Going Concern*

These accompanying consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates realization of assets and the satisfaction of liabilities in the normal course of business for a period following the date of these consolidated financial statements. The Company has raised approximately \$755,000 in debt financing for the period January 1, 2014 to September 30, 2014. The Company is raising additional capital through debt and equity securities in order to continue the funding of its operations. However, there is no assurance that the Company can raise enough funds or generate sufficient revenues to pay its obligations as they become due, which raises substantial doubt about our ability to continue as a going concern. No adjustments have been made to the carrying value of assets or liabilities as a result of this uncertainty. To reduce the risk of not being able to continue as a going concern, management has implemented its business plan to materialize revenues from its license agreements, has initiated a private placement offering to raise capital through the sale of its common stock and is seeking out profitable companies. Although, uncertainty exists as to whether the Company will be able generate enough cash from operations to fund the Company’s working capital needs or raise sufficient capital to meet the Company’s obligations as they become due, no adjustments have been made to the carrying value of assets or liabilities as a result of this uncertainty.

*Recent Accounting Standard Updates*

The Company is not aware of any recently issued accounting pronouncements that when adopted will have a material effect on the Company’s financial position or result of its operations.

**Note 2 - Notes payable**

In October 2013, the Company initiated a private placement for up to \$500,000 of financing by the issuance of notes payable at a minimum of \$25,000. The notes bear interest at 10% per annum and are due and payable with accrued interest one year from issuance. Also, the Company agreed to issue 125,000 shares of its common stock for each unit. In July 2014, the Company initiated a private placement for up to \$500,000 of financing by the issuance of notes payable at a minimum of \$25,000. The notes bear interest at 10% per annum and are due and payable with accrued interest one year from issuance. Also, the Company agreed to issue 50,000 shares of its common stock for each unit. From January 1, 2014 to September 30, 2014, the company has issued promissory notes for an aggregate proceeds of approximately principal of \$755,000. In addition, the Company issued 2,653,500 shares of its common stock as loan fees (See Note 3 – Common Stock “Reverse Split”). These shares were valued at their issuance date fair market value of \$2,653, which was recorded as a note discount. These notes carry an interest rate of 10% per annum. The interest is payable in arrears on their maturity dates between January and September 2015.

During the quarter ended September 30, 2014, the Company entered into three Allonge agreements (“Allonge Agreements”) with three note holders. The Allonge Agreement provides for the note holders to extend the maturity dates of their notes and the option to convert the notes into shares of the Company’s common stock at a conversion rate of \$0.50 per shares. The total shares issuable under the conversion feature was 602,806 in the aggregate. In connection with the Allonge Agreements the holders were issued in the aggregate 1,142,100 shares of the Company’s common stock. Upon the execution of the Allonge Agreements, each of the holders elected to convert the notes.

In aggregate, As of September 30, 2014, the principal balance of notes payable to non-related parties was approximately \$1,000,000 net of the unamortized portion of note discounts created from shares issued with notes payable of approximately \$2,000. Amortization of note discounts was approximately \$12,000 for the nine months ended September 30, 2014.

*Promissory Note - Related Party*

On March 31, 2014, the Company issued a promissory note to Michael Mann for a principal amount of \$70,000. The Note carries an interest rate of 12% per annum and a maturity date of March 31, 2015 with interest due monthly.

As of September 30, 2014, future minimum payments due fiscal years due on notes payable are as follows:

| <u>As of September 30,</u> | <u>Non-Related Parties</u> | <u>Related Parties</u> | <u>Total</u>        |
|----------------------------|----------------------------|------------------------|---------------------|
| 2015                       | \$ 967,465                 | \$ 241,000             | \$ 1,208,465        |
| 2016                       | 11,941                     | -                      | 11,941              |
| 2017                       | 12,303                     | -                      | 12,303              |
| 2018                       | 7,354                      | -                      | 7,354               |
| 2019                       | -                          | -                      | -                   |
| Thereafter                 | -                          | 155,000                | 155,000             |
| Total                      | <u>\$ 999,063</u>          | <u>\$ 396,000</u>      | <u>\$ 1,395,063</u> |

**Note 3 - Shareholders’ Deficit**

*Reverse Split*

On April 28, 2014, we concluded the process of changing our corporate name to Endonovo Therapeutics, Inc. and began trading under the symbol ENDV. The Company has enacted a reverse stock split effective May 15, 2014. All share or per share numbers in this report have been adjusted for the reverse stock split.

*Common Stock*

The Company has entered into consulting agreements with various consultants for service to be provided to the Company. The agreements stipulate a monthly fee and a certain number of shares that the consultant vests in over the term of the contract. The consultant is issued a prorated number of shares of common stock at the beginning of the contract, which the consultant earns over a three-month period. At the anniversary of each quarter, the consultant is issued a new allotment of common stock. In accordance with ASC 505-50 – Equity-Based Payment to Non-Employees, the common stock shares issued to the consultant are valued upon their vesting, with interim estimates of value as appropriate during the vesting period.

The shares of common stock that have vested through January 2013 were valued based on a valuation performed by an independent valuation firm as the Company had no active market for its shares prior to that time. The Company’s shares began trading in January 2013; as a result the Company utilized market value for its stock when valuing its common stock for the three months ended March 31, 2013. During the second quarter of 2013, the Company revalued the shares based on low trading volume to \$0.001. As of September 30, 2014, the total awards granted were 20,817,668 shares with 5,830,370 shares vested and issued and 14,987,298 shares unvested. The total expense recorded for the Nine Months Ended September 30, 2014 and 2013, was \$2,761 and \$479,639, respectively.

The following table presents the unissued shares related to the stock grants:



|                                   | <b>Number of<br/>Shares</b> | <b>Estimated Market<br/>Value</b> |
|-----------------------------------|-----------------------------|-----------------------------------|
| Beginning balance January 1, 2014 | 17,593,422                  | -                                 |
| New Contracts                     | 2,972,700                   | -                                 |
| Issued                            | (5,578,824)                 | -                                 |
| Forfeitures                       | -                           | -                                 |
|                                   | <u>14,987,298</u>           | <u>-</u>                          |

During the nine months ended September 30, 2014, the Company issued an additional 21,502,401 shares of its common stock at a fair value of \$21,502 for services rendered

During the nine months ended September 30, 2014, the Company had the following share issuances of its common stock at a current market value of \$0.001 per share:

- Sold 726,851 shares of its common stock for total consideration of \$727. The Company has recorded the purchase price as a stock subscription receivable, which has been classified as stockholders equity as the Company has not received the consideration as of the issuance of these financial statements.
- Converted \$504 of its accounts payable into 5,036,453 shares of its common stock.
- Converted \$38,794 of accrued compensation into 38,793,547 shares of its common stock

#### **Note 4 - Other Income**

During the quarter ended June 30, 2012, the Company entered into an agreement with a consultant to settle amounts due under the consulting agreement. As of June 30, 2014, the Company owed the consultant \$540,000 of deferred compensation and \$199,800 of interest accrued on the unpaid balance monthly over the term that the compensation was not paid. The Company has reduced the deferred compensation and accrued interest payable to \$90,000. The \$649,800 has been recognized as other income in the accompanying condensed consolidated statement of operation for the three months ended June 30, 2014.

During the quarter ended September 30, 2014, the Company entered into agreements with certain consultant to reduce the amount of deferred compensation. The company has recorded the reduction of \$750,750 as other income.

#### **Note 5 - Subsequent Events.**

From October 1, 2014 to October 21, 2014 an aggregate of 928,550 shares of restricted common stock was issued as compensation to independent contractors

On October 29, 2014, the Company issued a promissory note to Michael Mann for a principal amount of \$50,000. The Note carries an interest rate of 12% per annum and a maturity date of October 28, 2015 with interest due monthly.

On November 7, 2014, the Company raised \$25,000 in notes payable and issued 50,000 shares of its restricted common stock pursuant to a Private Placement Memorandum.

On November 11, 2014, the Company issued 500,000 shares of its restricted common stock to Donnie Rudd for the extension of the promissory note dated November 16, 2013 payable from November 15, 2014 to May 15, 2015.

As a result of these issuances the total number of shares outstanding is 76,636,453.

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

### Cautionary Notice Regarding Forward Looking Statements

The information contained in Item 2 contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Actual results may materially differ from those projected in the forward-looking statements as a result of certain risks and uncertainties set forth in this report. Although management believes that the assumptions made and expectations reflected in the forward-looking statements are reasonable, there is no assurance that the underlying assumptions will, in fact, prove to be correct or that actual results will not be different from expectations expressed in this report.

This filing contains a number of forward-looking statements which reflect management's current views and expectations with respect to our business, strategies, products, future results and events, and financial performance. All statements made in this filing other than statements of historical fact, including statements addressing operating performance, events, or developments which management expects or anticipates will or may occur in the future, including statements related to distributor channels, volume growth, revenues, profitability, new products, adequacy of funds from operations, statements expressing general optimism about future operating results, and non-historical information, are forward looking statements. In particular, the words "believe," "expect," "intend," "anticipate," "estimate," "may," variations of such words, and similar expressions identify forward-looking statements, but are not the exclusive means of identifying such statements, and their absence does not mean that the statement is not forward-looking. These forward-looking statements are subject to certain risks and uncertainties, including those discussed below. Our actual results, performance or achievements could differ materially from historical results as well as those expressed in, anticipated, or implied by these forward-looking statements. We do not undertake any obligation to revise these forward-looking statements to reflect any future events or circumstances.

Readers should not place undue reliance on these forward-looking statements, which are based on management's current expectations and projections about future events, are not guarantees of future performance, are subject to risks, uncertainties and assumptions (including those described below), and apply only as of the date of this filing. Our actual results, performance or achievements could differ materially from the results expressed in, or implied by, these forward-looking statements. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

### Overview

Endonovo Therapeutics, Inc. and Subsidiaries (the "Company" or "ETI") operated in three business segments: 1) purchasing distressed debt portfolios at a significant discount to their face value and seeking to either collect on the outstanding balances or reselling some or all of the portfolios; 2) intellectual property licensing and commercialization; and 3) biomedical research and development, which has included the development of the TVEMF device that has been the source of all revenues in the current year. The debt portfolio acquisition business was discontinued during 2013.

Our debt portfolio management segment purchased defaulted, unsecured, consumer receivables in the secondary market and generates revenue through collections utilizing an outsourced collection network and through the strategic resale of portfolios. This segment acquired credit-card receivable portfolios at significant discounts to the total amounts owed by the debtors. Defaulted consumer receivable portfolios that include charged-off credit card receivables are accounts that have been written-off by the originators. We purchased defaulted consumer receivable portfolios from creditors and others through privately negotiated direct sales. Our results depended upon our ability to purchase and collect a sufficient volume of our consumer receivables to generate revenue that exceeds our costs.

Our intellectual property management and commercialization segment is operated through our wholly-owned subsidiary, IP Resources International, Inc. ("IPR"). IPR focuses primarily on licensing various commercially desirable technologies and patents from companies that need operating capital or that need help commercializing their technology and sublicense such technology in designated territories, which are primarily outside the United States. This segment seeks to acquire exclusive licenses for marketable technology without the payment of any upfront license fee to the licensor and thereafter, to sub-license the technology in the licensed foreign markets, primarily Asia, Europe, and Brazil. Our results will depend upon our ability to locate available, licensable, and readily marketable technology, to negotiate favorable licenses for such technology, and to sub-license the technology in the designated markets at a sufficient level of volume in an effort to generate revenues.

Our biomedical research segment is concentrating on the development of the TVEMF device for human and veterinary applications. We have realized revenues from sales of our TVEMF device.

## Going Concern

Our independent registered auditors included an explanatory paragraph in their opinion on our financial statements, of our subsidiary ETI, as of and for the fiscal year ended December 31, 2013 that states that our ongoing losses and lack of resources causes substantial doubt about our ability to continue as a going concern.

## Recent Acquisitions

### Reverse Acquisition

On March 14, 2012, ETI, entered into a Share Exchange Agreement (“Agreement”) with IPR and its certain shareholders. Under the Agreement, each participating IPR shareholder exchanged all of their issued and outstanding IPR common shares totaling 33,234,294, free and clear of all liens, and \$155,000 for Company common shares equal to 1.2342 times the number of IPR shares being transferred to the Company for a total of 41,017,766 shares. The \$155,000 was not paid at closing. The Company recorded the \$155,000 as acquisition payable. IPR agreed to make payments of up to 25% of the proceeds from any private placement or gross profits earned by IPR until the obligation is satisfied. The percentage of the proceeds to be paid is at the sole discretion of IPR’s Chief Executive Officer and the ex-Chief Executive Officer of the Company based on the liquidity of the Company.

As a result of the Agreement, the former shareholders of IPR now own approximately 89% of the Company and its officer and directors constitute the majority of the officers and directors of the Company. Since the shareholders, offices and directors of IPR have control of the Company the acquisitions constitutes a reverse acquisition, so IPR is the accounting acquirer and ETI is the accounting acquiree. For accounting purposes, IPR becomes the parent and ETI becomes a wholly owned subsidiary. For legal purposes, ETI is the legal parent and IPR is the legal subsidiary.

The accompanying condensed consolidated financial statements are presented as IPR being the parent company and ETI as the wholly owned subsidiary with the historical financial position and results of operation being of the operations of IPR including the results of operations of ETI from the date of acquisition March 14, 2012. IPR began its operations on September 1, 2011, and formed as a legal entity on October 17, 2011. As a result of this transaction, the Company will also operate as an intellectual property licensing and commercialization firm. IPR believes that its primary markets will include Asia, Brazil, and Europe. As of the date of the acquisition, the sole director and officer and significant shareholder of ETI was a significant shareholder of IPR. Given the relationship, the transaction is considered not to be an arm's length transaction and a step-up in the basis of the assets and liabilities acquired is precluded, as the transfer of assets and liabilities has not been affected. The Company has recorded the acquisition and issuance of 4,557,545 shares of its common stock at a value of \$60,167 the historical cost basis of ETI as of the date of the transaction.

### Acquisition

Acquisition of Aviva Companies Corporation.

On April 2, 2013, the Company entered into an Acquisition Agreement (the “Acquisition Agreement”) with (i) The Aviva Companies Corporation (“Aviva”) and (ii) all of the shareholders of Aviva (the “Shareholders”) pursuant to which the Company acquired all of the outstanding shares of Aviva in exchange for the issuance of 6,000,000 shares of our common stock, par value \$0.0001 per share to the Shareholders (the “Share Exchange”). As a result of the Share Exchange, Aviva became a wholly-owned subsidiary of the Company. We do not anticipate devoting significant resources to the further development of this company.

Acquisition of WeHealAnimals, Inc.

On November 16, 2013, the Company entered into an Acquisition Agreement (the “Acquisition Agreement”) with (i) WeHealAnimals, Inc. (“WHA”) and (ii) the sole shareholder of WHA (the “Shareholder”) pursuant to which the Company acquired all of the outstanding shares of WHA in exchange for the issuance of 300,000 shares of our common stock, par value \$0.0001 per share and \$96,000 to the Shareholder (the “Share Exchange”). As a result of the Share Exchange, WHA became a wholly-owned subsidiary of the Company and all of the equity of WHA including its and its sole shareholder’s intellectual property becomes the property of the Company.

WHA is a Nevada corporation with intellectual property in the fields of bio-technology and extracellular matrix utilizing time-varying electromagnetic frequencies (“TVEMF”) for applications on people and animals that management believes can be developed to the benefit of the Company and its shareholders. Our Chief Scientist, Dr. Rudd, was formerly Chairman and Chief Scientist of Regenotech, Inc. Regenotech was acquired by a company that wanted its technology, biomolecules grown in microgravity, for use in

cosmetics. Dr. Rudd left Regenotech with exclusive rights to the TVEMF and stem cell technologies, including the patents and patent applications relating thereto. Dr. Rudd has become our Chief Scientist, and we have purchased those rights from him.

Other than in respect to the transaction, there is no material relationship between WHA's sole stockholder and any of the Company's affiliates, directors or officers, except that Dr. Rudd has been our chief scientist and director of IP since September 1, 2013.

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

We prepare our condensed consolidated financial statements in accordance with accounting principles generally accepted in the U.S. (U.S. GAAP). In doing so, we have to make estimates and assumptions that affect our reported amounts of assets, liabilities, revenues, and expenses, as well as related disclosure of contingent assets and liabilities. In some cases, we could reasonably have used different accounting policies and estimates. In some cases, changes in the accounting estimates are reasonably likely to occur from period to period. Accordingly, actual results could differ materially from our estimates. To the extent that there are material differences between these estimates and actual results, our financial condition or results of operations will be affected. We base our estimates on past experience and other assumptions that we believe are reasonable under the circumstances, and we evaluate these estimates on an ongoing basis. We refer to accounting estimates of this type as critical accounting policies and estimates, which we discuss further below.

#### Use of estimates

In the opinion of management, the accompanying condensed consolidated balance sheets and related interim statements of operations, cash flows, and shareholders' deficit include all adjustments, consisting only of normal recurring items, necessary for their fair presentation in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. The significant estimates were made for the fair value of common stock issued for services and depreciation and amortization of our long-lived assets. Actual results and outcomes may differ from management's estimates and assumptions.

#### Revenue recognition

The Company recognizes revenue from its technology licensing and commercialization activities in accordance with paragraph 605-10-S99-1 of the FASB Accounting Standards Codification for 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 services have been rendered to the customer and accepted by the customer as completed pursuant to Company's Licensing Agreements, (iii) collectability is reasonably assured. The Company has yet to realize any revenues from its licensing agreements. All of our revenues in the current year are from the sale of the TVEMF device.

### **Recently Issued Accounting Pronouncements**

The Company is not aware of any recently issued accounting pronouncements that when adopted will have a material effect on the Company's financial position or result of its operations.

### **Results of Operations**

#### Revenues

We had \$20,640 in net revenues for the three months ended September 30, 2014. Our net revenue was approximately \$16,000 for the three months ended June 30, 2014. We are in an early stage and our revenues will be small and erratic until our operations develop. The growth of our business is dependent on successfully raising additional capital to fund our growth

#### Operating Expenses

Our operating expenses for the three months ended September 30, 2014 were approximately \$632,000. The operating expenses were comprised primarily from consulting and professional fees for the development of our intellectual property management and licensing activities and expenses related to being a public company. Interest expenses for our debt were approximately \$38,400.

## Liquidity and Capital Resources

Since inception and through September 30, 2014, the Company has raised approximately \$1,500,000 in equity and debt transactions. These funds have been used to commence the operations of the Company to acquire and begin the development of its license portfolio. These activities include attending trade shows, marketing our licenses and corporate development. Our accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates realization of assets and the satisfaction of liabilities in the normal course of business for the twelve month period following the date of these condensed consolidated financial statements. However, the Company has incurred substantial losses and has acquired additional debt with acquisition of WeHealAnimals, Inc. of \$96,000, which is due and payable May, 2015. Its current liabilities exceed its current assets and available cash is not sufficient to fund the expected future operation. The Company is raising additional capital through debt and equity securities in order to continue the funding of its operations. However, there is no assurance that the Company can raise enough funds or generate sufficient revenues to pay its obligations as they become due, which raises substantial doubt about our ability to continue as a going concern. To reduce the risk of not being able to continue as a going concern, management has implemented its business plan to materialize revenues from its license agreements and has initiated a private placement offering to raise capital through the sale of its common stock. Although, uncertainty exists as to whether the Company will be able generate enough cash from operations to fund the Company's working capital needs or raise sufficient capital to meet the Company's obligations as they become due, no adjustments have been made to the carrying value of assets or liabilities as a result of this uncertainty. Our cash on hand at September 30, 2014 was approximately \$51,189. This will only fund operations for a few months if additional capital is not raised. The Company raised an aggregate of \$112,500 through the sale of equity and debt securities during the quarter ended September 30, 2014 and \$75,000 since the end of the quarter through the date of this report.

The Company is not aware of any recently issued accounting pronouncements that when adopted will have a material effect on the Company's financial position or result of its operation.

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

We have no off-balance sheet arrangements.

### **Item 3. Quantitative and Qualitative Disclosures About Market Risk.**

We are a Smaller Reporting Company and are not required to provide the information under this item.

### **Item 4. Controls and Procedures.**

#### Disclosure of controls and procedures.

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our reports, filed under the Securities Exchange Act of 1934, is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to our management, including our chief executive officer and chief financial officer, as appropriate, to allow timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable and not absolute assurance of achieving the desired control objectives. In reaching a reasonable level of assurance, management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. In addition, the design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, a control may become inadequate because of changes in conditions or the degree of compliance with policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

As required by the SEC Rule 13a-15(b), we carried out an evaluation under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, of the effectiveness of the design and operation of our disclosure controls and procedures as of the end of the period covered by this report. Based on the foregoing, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures were not effective at the reasonable assurance level due to the material weaknesses described below.

In light of the material weaknesses described below, we performed additional analysis and other post-closing procedures to ensure our financial statements were prepared in accordance with generally accepted accounting principles. Accordingly, we believe that

the financial statements included in this report fairly present, in all material respects, our financial condition, results of operations and cash flows for the periods presented.

A material weakness is a control deficiency (within the meaning of the Public Company Accounting Oversight Board (PCAOB) Auditing Standard No. 2) or combination of control deficiencies that result in more than a remote likelihood that a material misstatement of the annual or interim financial statements will not be prevented or detected. Management has identified the following two material weaknesses which have caused management to conclude that as of September 30, 2014 our disclosure controls and procedures were not effective at the reasonable assurance level:

1. We do not have written documentation of our internal control policies and procedures. Written documentation of key internal controls over financial reporting is a requirement of Section 404 of the Sarbanes-Oxley Act which is applicable to us for the quarter ended September 30, 2014. Management evaluated the impact of our failure to have written documentation of our internal controls and procedures on our assessment of our disclosure controls and procedures and has concluded that the control deficiency that resulted represented a material weakness.
2. We do not have sufficient segregation of duties within accounting functions, which is a basic internal control. Due to our size and nature, segregation of all conflicting duties may not always be possible and may not be economically feasible. However, to the extent possible, the initiation of transactions, the custody of assets and the recording of transactions should be performed by separate individuals. Management evaluated the impact of our failure to have segregation of duties on our assessment of our disclosure controls and procedures and has concluded that the control deficiency that resulted represented a material weakness.

To address these material weaknesses, management performed additional analyses and other procedures to ensure that the financial statements included herein fairly present, in all material respects, our financial position, results of operations and cash flows for the periods presented.

**Changes in internal controls over financial reporting.**

There has been no change in our internal control over financial reporting that occurred during the fiscal quarter covered by this Quarterly Report on Form 10-Q that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

## PART II - OTHER INFORMATION

### Item 1. Legal Proceedings.

We are not currently involved in any litigation that we believe could have a material adverse effect on our financial condition or results of operations. There is no action, suit, proceeding, inquiry or investigation before or by any court, public board, government agency, self-regulatory organization or body pending or, to the knowledge of the executive officers of our company or any of our subsidiaries, threatened against or affecting our company, our common stock, any of our subsidiaries or of our companies or our subsidiaries' officers or directors in their capacities as such, in which an adverse decision could have a material adverse effect.

### Item 1A. Risk Factors.

We are a Smaller Reporting Company (as defined in Rule 12b-2 of the Exchange Act) and are not required to provide the information under this item.

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

During the nine months ended September 30, 2014 we issued an aggregate of 7,359,700 shares of our common stock to approximately 17 consultants and other independent contractors.

The above issuances of securities during the nine months ended September 30, 2014 were exempt from registration pursuant to Section 4(2), and/or Regulation D promulgated under the Securities Act. These securities qualified for exemption under Section 4(2) of the Securities Act since the issuance securities by us did not involve a public offering. The offering was not a "public offering" as defined in Section 4(2) due to the insubstantial number of persons involved in the deal, size of the offering, manner of the offering and number of securities offered. We did not undertake an offering in which we sold a high number of securities to a high number of investors. In addition, these stockholders had the necessary investment intent as required by Section 4(2) since they agreed to and received share certificates bearing a legend stating that such securities are restricted pursuant to Rule 144 of the Securities Act. This restriction ensures that these securities would not be immediately redistributed into the market and therefore not be part of a "public offering." Based on an analysis of the above factors, we have met the requirements to qualify for exemption under Section 4(2) of the Securities Act for this transaction.

### Item 3. Defaults Upon Senior Securities.

None

### Item 4. Mine Safety Disclosures.

Not applicable

### Item 5. Other Information

None

## Item 6. Exhibits

| <b>Exhibit Number</b> | <b>Exhibit Title</b>   |
|-----------------------|--|
| 3.1                   | Certificate of Amendment to the Certificate of Incorporation affecting a 100 for one reverse stock split.  |
| 31.1                  | Certification of Principal Executive Officer and Principal Financial Officer, pursuant to 18 U.S.C. Section 1350 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 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. |
| 101.INS *             | XBRL Instance Document   |
| 101.SCH *             | XBRL Taxonomy Schema   |
| 101.CAL *             | XBRL Taxonomy Calculation Linkbase   |
| 101.DEF *             | XBRL Taxonomy Definition Linkbase  |
| 101.LAB *             | XBRL Taxonomy Label Linkbase   |
| 101.PRE *             | XBRL Taxonomy Presentation Linkbase  |

In accordance with SEC Release 33-8238, Exhibit 32.1 and 32.2 are being furnished and not filed.

\* Furnished herewith. XBRL (Extensible Business Reporting Language) information is furnished and not filed or a part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, is deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise is not subject to liability under these sections.

### 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.

Dated: November 14, 2014

**Endonovo Therapeutics, Inc.**

By: /s/ Alan Collier  
Alan Collier  
Chief Executive Officer  
(Duly Authorized Officer, Principal  
Executive Officer and Principal  
Financial Officer)



Certification of Principal Executive Officer and Principal Financial Officer  
Pursuant to 18 U.S.C. 1350  
(Section 302 of the Sarbanes-Oxley Act of 2002)

I, Alan Collier, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Endonovo Therapeutics, Inc.;
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 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 (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of 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 controls.

Dated: November 14, 2014

/s/ Alan Collier  
Chief Executive Officer , Interim Chief Financial Officer,  
Secretary and Director  
(Principal Executive, Financial and Accounting Officer)

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

The undersigned hereby certifies, in his capacity as the Chief Executive Officer and Interim Chief Financial Officer of Endonovo Therapeutics, Inc. (the "Company"), for the purposes of 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of his knowledge:

- (1) The Company's Quarterly Report on Form 10-Q for the period ended September 30, 2014 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: November 14, 2014

/s/ Alan Collier  
Chief Executive Officer, Interim Chief Financial  
Officer, Secretary and Director  
(Principal Executive, Financial and Accounting  
Officer)

This certification accompanies each Report pursuant to § 906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the Company for purposes of §18 of the Securities Exchange Act of 1934, as amended.

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.