BITRUSH CORP.

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NOTICE

November 11, 2015 - Further to its press releases of October 30, 2015 and November 2, 2015, BitRush Corp. ("**BitRush**" or the "**Company**") will be (i) re-filing financial statements of MezzaCap GmbH for the financial year ended December 31, 2014 (and the management's discussion and analysis related thereto) that have been audited by an auditor that is a "participating audit firm" with the Canadian Public Accountability Board; and (ii) filing unaudited financial statements of MezzaCap GmbH for the period ending March 31, 2015 (and the management's discussion and analysis related thereto). The financial statements of MezzaCap GmbH were originally filed in the attached management information circular dated May 22, 2015 prior to the Company's acquisition of MezzaCap GmbH on September 8, 2015. In light of the foregoing announcement, the Company hereby withdraws its management information circular dated May 22, 2015. It is anticipated that the new financial statements of MezzaCap GmbH will be filed on or around November 20, 2015 within an amended management information circular (the "**Amended Circular**"). The Amended Circular will replace and supersede the management information circular of the Company dated May 22, 2015 and will be available on SEDAR at www.sedar.com. Except as described above, the Amended Circular will remain unchanged from the management information circular of the Company dated May 22, 2015.

For further information contact Peter Lukesch at: peter.lukesch@bitrush.co.

FORWARD LOOKING INFORMATION

This notice contains certain "forward-looking information". All statements, other than statements of historical fact, that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future (including, without limitation, statements relating to the anticipated date for filing of the Amended Circular) constitute forward-looking information.

This forward-looking information reflects the current expectations or beliefs of the Company based on information currently available to the Company as well as certain assumptions including, without limitation, the assumption that the Company will file the Amended Circular in a timely manner. Forward-looking information is subject to a number of significant risks and uncertainties and other factors that may cause the actual results of the Company to differ materially from those discussed in the forward-looking information, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on the Company. Factors that could cause actual results or events to differ materially from current expectations include, but are not limited to, the failure of the Company to complete the new financial statements and management's discussion and analysis of MezzaCap GmbH in a timely manner.

Any forward-looking information speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise. Although the Company believes that the assumptions inherent in the forward-looking information are reasonable, forward-looking information is not a guarantee of future performance and accordingly undue reliance should not be put on such information due to the inherent uncertainty therein.

NOTICE OF ANNUAL AND SPECIAL MEETING

AND

MANAGEMENT INFORMATION CIRCULAR

OF

THE STREETWEAR CORPORATION

FOR THE ANNUAL AND SPECIAL MEETING

TO BE HELD ON JUNE 26, 2015

TO CONSIDER THE PROSPOSED ACQUISITION OF

MEZZACAP GMBH AND RELATED MATTERS

DATED MAY 22, 2015

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS GIVEN that the annual and special meeting of the holders of common shares of The Streetwear Corporation ("**Streetwear**" or the "**Corporation**") will be held at Streetwear's corporate headquarters at 133 Richmond Street West, Suite 403, Toronto, Ontario M5H 2L3, on Friday, June 26, 2015, commencing at 10:00 a.m. (Toronto time), for the following purposes, each as described in the management information circular accompanying this notice of meeting:

1. to receive the financial statements of the Corporation for the year ended December 31, 2014 and the auditor's report thereon;

2. to appoint Wasserman Ramsay LLP Chartered Accountants as auditor of the Corporation for the financial year ended December 31, 2015, and authorize the board of directors to fix the remuneration of the auditor;

3. to approve the Corporation's stock option plan for the ensuing year;

4. to set the number of directors to be elected at five;

5. to elect the board of directors;

6. to amend the Articles of Incorporation to consolidate the issued and outstanding common shares by issuing one common share for three of the issued and outstanding common shares of the Corporation;

7. to approve the acquisition of MezzaCap GmbH as described in detail in the management information circular accompanying this notice of meeting as well as to approve the name change of the Corporation to be Bitrush Corp.; and

8. to transact such other business as may be properly brought before the meeting or any adjournment thereof.

The board of directors has fixed May 22, 2015, as the record date ("**Record Date**") for the determination of shareholders entitled to notice of and to vote at the meeting and at any adjournment thereof. Only shareholders of record on the Record Date are entitled to receive notice of and to vote at the meeting.

A registered shareholder may appoint a proxyholder to attend and act at the meeting in accordance with the shareholder's instructions. A shareholder wishing to appoint a proxyholder should complete, date and sign the enclosed form of proxy and deposit it with Capital Transfer Agency Inc, 121 Richmond Street West, Suite 401, Toronto, Ontario M5H 2K1. Proxies must be deposited with Capital Transfer Agency Inc at least 48 hours, excluding Saturdays, Sundays and holidays, preceeding the meeting.

There are also procedures, described in the accompanying management information circular, for beneficial owners of shares to give voting instructions to the registered owners of those shares.

DATED at Toronto, Ontario, May 22, 2015.

By Order of the Board of Directors

(*signed*) *Peter Lukesch*
Chairman and Chief Executive Officer

FORWARD LOOKING STATEMENT

The content of this Filing Statement contain statements which, to the extent that they are not recitation of historical fact may constitute "forward-looking statements" within the meaning of the applicable securities legislation. Forward-looking statements may include financial and other projections, as well as statements regarding future plans, objectives or economic performance, or the assumption underlying any of the foregoing. This Filing Statement uses words such as "may", "would", "could", "will", "likely", "except", "anticipated", "believe", "intend", "plan", "forecast", "project", "estimate", and other similar expressions to identify forward-looking statements. Forward-looking statements involve certain risks, assumptions, uncertainties and other factors that may cause actual future results or anticipated events to differ materially from those expressed or implied in any forward-looking statement. In any case, these factors principally relate to the risks associated with the industry in which MezzaCap operates. For more detailed discussion of some of these risk factors, reference is made to the disclosures regarding risks as set out in "Risk Factors" in section 5.4. The Streetwear Corporation does not intend, nor undertake any obligation to update or revise any forward-looking statements to reflect subsequent information, events, results, circumstances or otherwise.

GLOSSARY

Unless otherwise indicated or context otherwise indicates, the following definitions are used in this Filing Statement. Capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the Exchange policies and applicable securities law.

"**Acquisition**" mean the Transaction as described below.

"**Affiliate**" means a Company that is affiliated with another Company as described below.

A Company is an "Affiliate" of another Company if:

(a) one of them is the subsidiary of the other; or

(b) each of them is controlled by the same Person.

A Company is "controlled" by a Person if:

(c) voting securities of the Company are held, other than by way of security only, by or for the benefit of that Person; and

(d) the voting securities, if voted, entitle the Person to elect a majority of the directors of the Company.

A Person beneficially owns securities that are beneficially owned by:

(e) a Company controlled by that Person; or

(f) an Affiliate of that Person or an Affiliate of any Company controlled by that Person.

"**Associate**" when used to indicate a relationship with a person or company, means:

(g) an issuer of which the person or company beneficially owns or controls, directly or indirectly, voting securities entitling him to more than 10% of the voting rights attached to outstanding securities of the issuer;

(h) any partner of the person or company;

(i) any trust or estate in which the person or company has a substantial beneficial interest or in respect of which a person or company serves as trustee or in a similar capacity;

(j) in the case of a person, a relative of that person, including:

(i) that person's spouse or child; or

(ii) any relative of the person or of his spouse who has the same residence as that person;

but,

(k) where the Exchange determines that two persons shall, or shall not, be deemed to be associates with respect to a Member firm, Member corporation or holding company of a Member corporation, then such determination shall be determinative of their relationships in the application of Rule D with respect to that Member firm, Member corporation or holding company.

"**CAD**" or "**$**" means the Canadian Dollar.

"**Company**" unless specifically indicated otherwise, means a corporation, incorporated association or organization, body corporate, partnership, trust, association or other entity other than an individual.

"**Completion of the Transaction**" means the date the Final Exchange Bulletin is issued by the Exchange.

"**Control Person**" means any person or company that holds or is one of a combination of persons or companies that holds a sufficient number of any of the securities of an issuer so as to affect materially the control of that issuer, or that holds more than 20% of the outstanding voting securities of an issuer except where there is evidence showing that the holder of those securities does not materially affect the control of the issuer.

"**Corporation**" means The Streetwear Corporation, a company incorporated under the *Business Corporations Act* (Ontario), also referred to as **"Streetwear"** or **"Issuer"**.

"**EUR**" or "**€**" means Euro, the common currency of the European Union.

"**Exchange**" means the Canadian Securities Exchange or the CSE.

"**Final Exchange Bulletin**" means the Exchange Bulletin which is issued following closing of the Transaction and the submission of all required documentation and that evidences the final Exchange acceptance of the Transaction.

"**Insider**" if used in relation to an Issuer, means:

(l) a director or senior officer of the Issuer;

(m) a director or senior officer of the Company that is an Insider or subsidiary of the Issuer;

(n) a Person that beneficially owns or controls, directly or indirectly, Voting Shares carrying more than 10% of the voting rights attached to all outstanding Voting Shares of the Issuer; or

(o) the Issuer itself if it holds any of its own securities.

"**Majority of the Minority Approval**" means the approval of the Transaction by the majority of the votes cast by shareholders, other than:

(p) Non Arm's Length Parties to the Corporation;

(q) Non Arm's Length Parties to the Transaction; or

(r) in the case of a Related Party Transaction:

  (i) if the Corporation holds its own shares, the Corporation; and

  (ii) a Person acting jointly or in concert with a Person referred to in paragraph (a) or (b) in respect of the transaction,

at a properly constituted meeting of the common shareholders of the Corporation.

"**MezzaCap**" means MezzCap GmbH, a company incorporated on October 15, 2013 in Austria (registered with FN 405032 k on November 12, 2013, at Commercial Court Vienna) pursuant to the laws of Austria having its registered office at Mooslackengasse 17, A-1190 Vienna, Austria

"**MobileUp**" means Mobileup GmbH, a company incorporated on February 9, 2011 in Austria (registered with FN 359035 v on February 18, 2011, at District Court of Korneuburg) pursuant to the laws of Austria having its registered office at Foehrengasse 10A, A-2102 Bisamberg, Austria

"**Non Arm's Length Party**" means in relation to a Company, a promoter, officer, director, other Insider or Control Person of that Company (including an Issuer) and any Associates or Affiliates of any of such

Persons. In relation to an individual, means any Associate of the individual or any Company of which the individual is a promoter, officer, director, Insider or Control Person.

"**Non Arm's Length Parties to the Transaction**" means the Vendor(s), any Target Company(ies) and includes, in relation to Significant Assets or Target Company(ies), the Non Arm's Length Parties of the Vendor(s), the Non Arm's Length Parties of any Target Company(ies) and all other parties to or associated with the Transaction and Associates or Affiliates of all such other parties.

"**Non Arm's Length Transaction**" means a proposed Transaction where the same party or parties or their respective Associates or Affiliates are Control Persons in both the Corporation and in relation to the Significant Assets which are to be the subject of the proposed Transaction.

"**Person**" means a Company or individual.

"**Resulting Issuer**" means MezzaCap Corporation that was formerly the Corporation that exists upon issuance of the Final Exchange Bulletin.

"**Shareholder**" means a holder of common shares of the Corporation.

"**Significant Assets**" means one or more assets or businesses which, when purchased, optioned or otherwise acquired by the Corporation, together with any other concurrent transactions, would result in the Corporation meeting the minimum listing requirements of the Exchange.

"**Sponsor**" has the meaning specified in Exchange Policy 2.2 – Sponsorship and Sponsorship Requirements.

"**Target Company**" means MezzaCap GmbH, a Company to be acquired by the Corporation as its Significant Asset pursuant to the Transaction.

"**Transaction**" means the proposed Acquisitions as described below.

"**Vendors**" means one or all of the beneficial owners of the Significant Assets (other than the Target Company(ies)).

SUMMARY OF THE PROPOSED TRANSACTION

The following is a summary of information relating to The Streetwear Corporation (the "Corporation" or "Streetwear"), MezzaCap GmbH. ("MezzaCap"), and the resulting issuer MezzaCap Corporation (the "Resulting Issuer") (assuming the completion of the proposed acquisition of MezzaCap (the "Proposed Acquisition" or "Transaction")) and should be read together with the more detailed information and financial data and statements contained elsewhere in this Management Information Circular and the Exhibits attached hereto.

Change of Business:	The corporation will change its business from mining and minerals exploration to the development and operation of bitcoin/cryptocurrency projects as well as the hosting, development and operation of bitcoin and cryptocurrency related websites and online services.
Consolidation of Streetwear's share Capital:	It is recommended to amend the Articles of Incorporation to consolidate the issued and outstanding common shares whereby one (1) common share will be issued for every three (3) pre-consolidation shares issued and outstanding.
Interests of Insiders, promoters or Control Persons:	There are no insiders or promoters or Control Persons of Streetwear with the exception of Peter Lukesch, Andrew McQuire, Franz Kozich, Warren Hawkins and Alfred Dobias who control directly 20,589,617 pre-consolidation (6,863,205 post-consolidation) common shares of Streetwear before Closing. Upon the Acquisition Alfred Dobias who is the beneficial owner of the Target Company will control indirectly an additional 83,287,265 post-consolidation common shares.
Arm's Length Transaction	The Acquisitions are not a Non-Arm's Length Transaction.
Selected Pro-Forma Financial Information:	The total capitalization before giving effect of the Transaction as of the filing date is 90,105,188 pre-consolidation (30,035,062 post-consolidation) fully diluted shares of which 74,021,098 pre-consolidated (24,673,699 post-consolidated) shares are issued and outstanding in addition to 16,084,90 pre-consolidation (5,361,363 post-consolidation) share purchase warrants and Nil options. After the Acquisition, the finders fee and the maximum financing the total capitalization will be up to 138,319,563 fully diluted post-consolidation shares (122,958,200 shares issued, up to 15,361,363 share purchase warrants, Nil options). Shareholders' equity is $156,599 as per December 31, 2014.
Exchange Listings:	The Securities of the Corporation have been trading on

	the Canadian Securities Exchange since September 2014 (CUSIP: 863303103, ISIN: CA8633031031, Ticker Symbol: ARP). In February 2015 the Securities of the Corporation have commenced trading on the Boerse-Frankfurt (Securities Identification Number: A110VM, Ticker Symbol: 0XS).
Conflicts of Interest:	There are no conflicts of interest in respect to the Transaction.

PROXY RELATED INFORMATION

Solicitation of Proxies

This management information circular (the "**Management Information Circular**") is furnished in connection with the solicitation by and on behalf of the management of Streetwear of proxies to be used at the Annual and Special Meeting of Shareholders of the Corporation (the "**Meeting**") to be held at the time and place and for the purposes set forth in the accompanying notice of meeting (the "**Notice of Meeting**"). It is expected that such solicitation will be primarily by mail. Solicitations may also be supplemented by telephone or other means of telecommunications or personally by directors, officers or designated agents of the Corporation. The Corporation may also pay brokers, investment dealers, custodians or nominees holding common shares in their names or in the names of their principals for their reasonable expenses in forwarding proxy solicitation material to their principals who are beneficial holders of common shares of the Corporation. The cost of solicitation by management or on behalf of management of the Corporation will be borne by the Corporation.

No person is authorized to give any information or to make any representations other than those contained in this Management Information Circular and, if given or made, such information must not be relied upon as having been authorized.

Effective Date

Unless otherwise noted herein, all information contained in this Management Information Circular herein is as of December 31, 2014 (the "**Effective Date**").

Appointment and Revocation of Proxies

The persons named in the enclosed form of proxy represent management of the Corporation. **A shareholder desiring to appoint some other person to represent him or her at the meeting may do so** by filling in the name of such person in the blank space provided in the proxy or by completing another proper form of proxy and, in either case, depositing the completed proxy with the Corporation's transfer agent and registrar, on or before 10:30 AM (Toronto time) on the second business day prior to the meeting or if the meeting is adjourned, at least 48 hours prior to the time set for the adjourned meeting, or delivering it to the Chairman of the meeting prior to the commencement of the meeting or any adjournment thereof. A proxy should be executed by the shareholder or his or her attorney duly authorized in writing, or if the shareholder is a corporation, by an officer or attorney thereof duly authorized.

In addition to any other manner permitted by law, a proxy may be revoked before it is exercised by instrument in writing executed in the same manner as a proxy and deposited at the registered office of the Corporation at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof, at which the proxy is to be used or with the Chairman of the meeting on the day of such meeting or any adjournment thereof and thereupon the proxy is revoked.

A shareholder executing the enclosed form of proxy has the power to revoke it at any time before it is exercised. The *Business Corporations Act* (Ontario) ("**BCAO**") sets out a procedure for revoking proxies by the deposit of an instrument in writing at the registered office of the Corporation at any time up to and including the last business day preceding the day of the Meeting, or any adjournments thereof at which the proxy is to be used or, with the Chairman of the Meeting on the day of the Meeting or any adjournment thereof or in any other manner permitted by law.

Advice to Beneficial Shareholders

The non-registered shareholders of the Corporation should review the information set forth in this section carefully. Shareholders who do not hold their shares in their own name (referred to in this Management Information Circular as "Beneficial Shareholders") should note that only proxies deposited by shareholders who appear on the records maintained by the Corporation's registrar and transfer agent as registered holders of shares will be recognized and acted upon at the Meeting. If shares are listed in an account statement provided to a shareholder by a broker, those shares will, in all likelihood, not be registered in the shareholder's name. Such shares will more likely be registered under the name of the shareholder's broker or an agent of that broker. In Canada, the vast majority of such shares are registered under the name of CDS & Co. (the registration name for The Canadian Depositary for Securities Limited, which acts as nominee for many Canadian brokerage firms). In the United States, the vast majority of such shares are registered in the name of CEDE & Co. (the registration name for The Depository Trust Company, which acts as nominee for many U.S. brokerage firms). Shares held by brokers (or their agents or nominees) on behalf of a broker's client can only be voted at the direction of the Beneficial Shareholder. Without specific instructions, brokers and their agents and nominees are prohibited from voting shares for the broker's clients. Therefore, each Beneficial Shareholder should ensure that voting instructions are communicated to the appropriate person well in advance of the Meeting.

National Instrument 54-101 of the Canadian Securities Administrators requires brokers and other intermediaries to seek voting instructions from Beneficial Shareholders in advance of shareholders' meetings. The various brokers and other intermediaries have their own mailing procedures and provide their own return instructions to clients, which should be carefully followed by Beneficial Shareholders in order to ensure that their shares are voted at the Meeting. The form of proxy supplied to a Beneficial Shareholder by its broker (or the agent of the broker) is substantially similar to the form of proxy provided directly to registered shareholders by the Corporation. However, its purpose is limited to instructing the registered shareholder (i.e., the broker or agent of the broker) how to vote on behalf of the Beneficial Shareholder. The vast majority of brokers now delegate responsibility for obtaining instructions from clients to ADP Investor Communications ("**ADPIC**") in Canada. ADPIC typically prepares a machine-readable voting instruction form, mails those forms to Beneficial Shareholders and asks Beneficial Shareholders to return the forms to ADPIC, or otherwise communicate voting instructions to ADPIC (by way of the Internet or telephone, for example). ADPIC then tabulates the results of all instructions received and provides appropriate instructions respecting the voting of shares to be represented at the Meeting. A Beneficial Shareholder who receives an ADPIC voting instruction form cannot use that form to vote shares directly at the Meeting. The voting instruction forms must be returned to ADPIC (or instructions respecting the voting of shares must otherwise be communicated to ADPIC) well in advance of the Meeting in order to have the shares voted. If you have any questions respecting the voting of shares held through a broker or other intermediary, please contact that broker or other intermediary for assistance.

Although a Beneficial Shareholder may not be recognized directly at the Meeting for the purposes of voting shares registered in the name of his or her broker (or an agent of such broker), a Beneficial Shareholder may attend the Meeting as proxyholder for the registered shareholder and vote the shares in that capacity. Beneficial Shareholders who wish to attend the Meeting and indirectly vote their shares as proxyholder for the registered shareholder, should enter their own names in the blank space on the proxy form provided to them by their broker (or the broker's agent) and return the same to their broker (or the broker's agent) in accordance with the instructions provided by such broker (or the broker's agent).

Exercise of Discretion by Proxies

Proxies received in favour of management will be voted and where a choice is specified, will be voted in accordance with the choice so specified in the proxy. **Where no choice is specified, the proxy will be voted in favour of all of the matters set out in the accompanying proxy, all the more particularly described in the Management Information Circular.**

The enclosed form of proxy confers discretionary authority upon the persons named therein with respect to amendments or variations to matters identified in the notice of meeting and with respect to other matters which may properly come before the meeting. At the time of printing of this Management Information Circular the management of the Corporation knows of no such amendments, variations or other matters to come before the meeting other than the matters referred to in the notice of meeting. **However, if other matters which are not known to the management should properly come before the meeting the accompanying proxy will be voted on such matters in accordance with the best judgment of the person or persons voting.**

Voting of Shares and Principal Holders Thereof

As of the Effective Date, the Corporation had 74,021,098 common shares issued and outstanding, each of which carries one (1) vote.

Holders of common shares of Corporation at the close of business on May 22, 2015 (the "**Record Date**") will be entitled to one vote for each share held by them except to the extent that a person has transferred any common shares after the Record Date and the transferee of such common shares established proper ownership and demands, not less than 10 days before the Meeting, to be included in the list of shareholders entitled to vote at the Meeting, in which case the transferee will be entitled to vote such common shares.

To the knowledge of the directors and senior officers of the Corporation as of the Effective Date, there is no person beneficially owning, directly or indirectly, or exercising control or discretion over the voting securities carrying in excess of 10% of the voting rights attached to the securities of the Corporation with the exception of Peter Lukesch, Chief Executive Officer.

PARTICULARS OF MATTERS TO BE ACTED UPON

Appointment of Auditors

Wasserman Ramsay LLP, Chartered Accountants, have been the auditors of the Corporation since October 2013. Shareholders of the Corporation are asked to vote in favour of the appointment of Wasserman Ramsay LLP, Chartered Accountants, as the Corporation's auditors, to hold office until the close of the next annual meeting of shareholders of the Corporation and have the remuneration to be fixed by the board of directors of the Corporation.

Unless a proxy specifies that the shares it represents should be withheld from voting in the appointment of auditors, the proxy holders named in the accompanying proxy intend to use it to vote FOR the appointment of Wasserman Ramsay LLP, Chartered Accountants, as auditors of the Corporation, to hold office until the close of the next annual meeting of shareholders.

Special Business –Stock Option Plan

Management is asking the shareholders of the Corporation to approve the stock option plan (the "**Plan**"), authorizing the issuance of incentive stock options to directors, officers, employees and consultants of up to 10% of the issued and outstanding shares of the Corporation, from time to time.

The material terms of the Plan are as follows:

The Plan is administered by the board of directors or by a committee appointed by the board in accordance with terms of the Plan.

The term of any options granted under the Plan will be fixed by the board of directors at the time such options are granted, provided that the options will not be permitted to exceed a term of five (5) years.

The exercise price of any options granted under the Plan will be determined by the board of directors, in its sole discretion, but shall not be less than the last closing price of the Corporation's common shares on the day before the date on which the directors grant such options less the maximum discount permitted under the policies of the Exchange.

All options will be non-assignable and non-transferable except (i) as permitted by applicable securities laws, or (ii) as otherwise specifically provided in the Plan.

No more than (i) 5% of the issued shares may be granted to any one individual in any 12 month period; and (ii) 2% of the issued shares may be granted to a consultant, or an employee performing investor relations activities, in any 12 month period.

If the option holder ceases to be a director, officer consultant or employee of the Corporation or ceases to be employed by the Corporation (other than by reason of disability, death or termination for cause), as the case may be, then the option granted shall expire on no later than the 90th day following the date that the option holder ceases to be a director, officer, consultant, or employee or ceases to be employed by the Corporation, subject to terms and conditions set out in the Plan. However, if the option holder is engaged in investor relations activities the options must expire within 30 days after the option holder ceases to be employed by the Corporation to provide investor relations activities, in accordance with the policies of the Exchange.

Options will be subject to anti-dilution provisions in the event of any consolidation, subdivision conversion or exchange of the Corporation's common shares.

Reference should be made to the full text of the Plan attached hereto as "**Schedule D**". The Plan is subject to receipt of Exchange acceptance.

Attached to this Circular as "**Schedule C**" is the resolution to be considered by the Corporation's shareholders implementing the Stock Option Plan requiring the approval of a majority of the votes cast by shareholders who vote in respect of the resolution. **In the absence of a contrary instruction, the persons designated by management of the Corporation in the enclosed form of proxy intend to vote proxies received by the Corporation in favour of the resolution approving the Plan.** Management does not contemplate any amendment to the resolution, but if such an amendment should occur at or prior to the Meeting, the common shares represented by proxies received in favour of management nominees will be voted in accordance with the discretion of such nominees.

Special Business - Number of Directors

In order to elect the five (5) Proposed Directors, as is set out in the section entitled Election of Directors below, the shareholders will first be asked to consider and, if thought advisable, pass, with or without variation, a special resolution, the full text of which is attached to this Management Information Circular as "**Schedule E**", to fix the numbers of directors at five (5) and to empower the board of directors to determine from time to time the number of directors of the Corporation, such determination to be made by resolution of the board of directors. Approval of such special resolution requires the affirmative vote of not less than two thirds of the votes cast by shareholders of the Corporation who vote in respect thereof, in person or by proxy, at the Meeting.

Election of Directors

Subject to approval by the shareholders of the Corporation at the Meeting, the number of directors to be elected at the Meeting is five (5) directors. The persons named in the enclosed form of proxy intend to vote for the election of those nominees whose names are set forth below (the "**Proposed Directors**"). All of the Proposed Directors are now members of the board of directors and have been so since the dates indicated. Management does not contemplate that any of the Proposed Directors will be unable to serve as a director, but if such an event should occur for any reason prior to the Meeting, the persons named in the enclosed form of proxy reserve the right to vote for another nominee in their discretion, unless authority to vote the proxy for the election of directors has been withheld. Each director elected will hold office until the next annual meeting of shareholders, until their resignation, or until their successor is duly elected, unless the office is earlier vacated in accordance with the by-laws of the Corporation.

The following table and the notes thereto state the names of all the Proposed Directors to be nominated by the Nominating Committee for the election as directors, all other positions and offices with the Corporation now held by them, their principal occupations or employments, the period or periods of service as directors of the Corporation and the approximate number of voting securities of the Corporation beneficially owned, directly or indirectly, or over which control of direction is exercised by each of them as of the date hereof.

Name of Director and present position with the Issuer	Position held with Issuer since	Current Principle Occupations	Number of post consolidation shares owned, controlled or directed at the date hereof
Peter Lukesch (1), (2) & (3) Chairman of the Board, and Chief Executive Officer	30-0ct-13	CEO of Streetwear Private Consultant	11,561,499
Andrew McQuire (1), (2)	30-Oct-13	Private Consultant	Nil
Franz Kozich (3) Director, and Corporate Secretary	24-Nov-14	CEO of Richmond Minerals Inc.	6,528,118
Warren Hawkins (1) , (2) & (3) Director	30-Oct-13	Consulting Geologist	1,000,000
Alfred Dobias Director (designated)	26-Jun-15	Private Consultant	1,500,000

Notes:

(1) Denotes member of the Audit Committee.
(2) Denotes members of the Corporate Governance and Nomination Committee.
(3) Denotes members of the Compensation Committee.

The directors will devote their time and expertise as required by the Corporation, however, it is not anticipated that any director will devote 100% of his time.

The term of office of each director will be from the date of the Meeting at which the director is elected until the resignation of such director, the next annual meeting of shareholders of the Corporation, or until his successor is elected or appointed.

Proxies received in favour of management will be voted for the election of the above-named nominees, unless the shareholder has specified in the proxy that his or her shares are to be withheld from voting in respect thereof. Management has no reason to believe that any of the nominees will be unable to serve as a director but, if a nominee is for any reason unavailable to serve as a director, proxies in favour of management will be voted in favour of the remaining nominees and may be voted for a substitute nominee unless the shareholder has specified in the proxy that his or her shares are to be withheld from voting in respect of the election of directors.

Special Business – Approval of Amendment of Articles for a Consolidation of Shares

Management seeks approval of a special resolution to amend the Articles of Incorporation for a share consolidation by changing up to three (3) of the issued and outstanding common shares into one (1) common share (the "**Consolidation**"). For the Consolidation to be approved in accordance with applicable law , the special resolution must be approved by the affirmative vote of not less than two-thirds of the votes vast at the annual meeting by the shareholders present in person or by proxy.

The board believes that the Consolidation is beneficial to the Corporation and its ability to attract financing and it is appropriate and in the best interest for the Corporation to approve the Consolidation.

Special Business – Approval of the Proposed Acquisition of MezzaCap

Management seeks the approval of a special resolution to acquire 100% of MezzaCap constituting a fundamental change in accordance with CSE Policy 8. The business of MezzaCap is described in detail under Part II of this Management Information Circular.

The board believes that the Acquisition is beneficial to the Corporation and will enhance shareholder value and it is appropriate and in the best interest for the Corporation to approve the Acquisition.

STATEMENT OF EXECUTIVE COMPENSATION

Compensation Discussion and Analysis

The Corporation's compensation policy is consistent with a junior issuer.

The Corporation's process for determining executive compensation is very simple. Due to the Corporation's early stage of development and small size of its management team and board, the Board's Nominating and Compensation Committee has maintained the Corporation's practice of not compensating executives or board members, other than the reimbursement of direct expenditures.

Summary Compensation Table

The following table (presented in accordance with Form 51-102F6 – Statement of Executive Compensation ("**Form 51-102F6**") under National Instrument 51-102 – Continuous Disclosure Obligations) sets forth all direct and indirect compensation for, or in connection with, services provided to the Corporation and its subsidiaries for the three financial years ended December 31, 2014 in respect of the Chief Executive Officer, the Chief Financial Officer and the Corporate Secretary of the Corporation (the "**Named Executive Officers**")

Name and Principle Position	Year	Salary ($)	Share-based Awards ($)	Options Granted (#)	Option-based Awards ($)	Non-equity Incentive Plan Compensation		All other Compensation ($)	Total Compensation ($)
						Annual Incentive Plans ($)	Long-term Incentive Plans ($)		
Peter Lukesch CEO	2012	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2014	Nil	Nil	Nil	Nil	Nil	Nil	$30,000	$30,000
Andrew McQuire CFO	2012	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2014	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Franz Kozich Corp. Secr.	2012	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2014	Nil	Nil	Nil	Nil	Nil	Nil	$30,000	$30,000

Incentive Plan Awards

The Corporation does not currently have any issued and outstanding Incentive Stock Options

The following table (presented in accordance with Form 51-102F6) sets forth for the Named Executive Officer all awards outstanding at the end of the most recently completed financial year ended December 31, 2014, including awards granted before the most recently completed financial year.

	Option-based Awards				Share-based Awards	
Name (a)	Number of securities underlying unexercised options (#) (b)	Option exercise price ($) (c)	Option expiration date (d)	Value of unexercised in-the-money options ($) (e)	Number of shares or units of shares that have not vested (#) (f)	Market or payout value of share-based awards that have not vested ($) (f)
Peter Lukesch, Andrew McQuire, Franz Kozich	Nil	N/A	N/A	Nil	Nil	Nil

Incentive Plan Awards – Value Vested or earned During the Year

There have not been any incentive stock option grants during the most recently completed financial year ended December 31, 2014 to the Named Executive Officers.

Name (a)	Option-based awards -Value vested during the year ($) (b)	Share-based awards - Value vested during the year ($) (c)	Non-equity incentive plan compensation - Value earned during the year ($) (d)
Peter Lukesch, Andrew McQuire, Franz Kozich	Nil	Nil	Nil

Pension Plan Benefits

The Corporation does not current have any pension plans for the benefit of its directors, officers or employees.

Termination and Change of Control

There is no employment agreement, compensatory plan or other arrangement in place with the Named Executive Officers, nor are there any agreements between the Corporation and the Named Executive Officers that provide for payment to the Named Executive Officers in connection with any termination, resignation, retirement, change in control of the Corporation or change in responsibilities of the Named Executive Officers.

Remuneration of Directors

During the financial period ended December 31, 2014, directors were not paid any compensation. Outside directors are entitled to be reimbursed for their direct out of pocket expenses incurred to attend each board of directors meeting or subcommittee meeting which they attend.

Incentive Plan Awards

The following table (presented in accordance with Form 51-102F6) sets forth for each Non-executive director all awards outstanding at the end of the most recently completed financial year, including awards granted before the most recently completed financial year.

	Option-based Awards				Share-based Awards	
Name (a)	Number of securities underlying unexercised options (#) (b)	Option exercise price ($) (c)	Option expiration date (d)	Value of unexercised in-the-money options ($) (e)	Number of shares or units of shares that have not vested (#) (f)	Market or payout value of share-based awards that have not vested ($) (f)
Warren Hawkins	Nil	N/A	N/A	$ Nil	Nil	Nil

Directors' and Officers' Liability Insurance

The Corporation does not currently maintain insurance for the benefit of its directors and officers against certain liabilities incurred by them in their capacity as directors or officers of the Corporation. However, it is anticipated that upon completion of the proposed Qualifying Transaction, the Corporation may purchase such insurance policy.

Stock Options

Renewal of the Corporation's Stock Option Plan (the "**Plan**") is being presented to the shareholders for their approval at the Meeting. Please see "**Approval of the Stock Option Plan**" herein. The Plan permits the Corporation to issue stock options to directors, officers, employees and consultants upon approval by the Compensation Committee. The purpose of issuing stock options will be to provide incentives to certain of the Corporation's directors, officers, employees and consultants.

	Number of common shares to be issued upon exercise of outstanding options	Weighted average exercise price of outstanding options ($)	Number of post-consolidated common shares remaining available for future issuance under the plan
Equity Compensation Plans Approved By Shareholders - Stock Option Plan	Nil	Nil	2,467,370 (1)
Equity Compensation Plans Not Approved By Shareholders	Nil	Nil	Nil
Total	Nil	Nil	2,467,370

Notes:

(1) Based on 10% of the issued and outstanding common shares as at December 31, 2014 for a total of 24,673,699 post-consolidated (74,021,098 pre-consolidated) common shares.

APPOINTMENT OF AUDITORS

Management of the Corporation intends to seek the reappointment of Wasserman Ramsey as the auditor of the Corporation. Wasserman Ramsey, LLP was first appointed as auditor of the Corporation in 2013. There were no reservations in the auditor's reports of April 24, 2015 and no reportable event has occurred. The Reporting Package prescribed in NI 51-102 Continuous Disclosure Obligations is attached hereto as Exhibit H. Shareholders are asked to appoint Wasserman Ramsey LLP as auditor of the Corporation to hold office until the next annual meeting of the shareholders.

PROXIES RECEIVED IN FAVOUR OF MANAGEMENT WILL BE VOTED IN FAVOUR OF THE APPOINTMENT OF WASSERMAN RAMSEY LLP, CHARTERED ACCOUNTANTS, AS AUDITORS OF THE CORPORATION TO HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF SHAREHOLDERS AND THE AUTHORIZATION OF THE DIRECTORS TO FIX THEIR REMUNERATION, UNLESS THE SHAREHOLDER HAS SPECIFIED IN THE PROXY THAT HIS OR HER SHARES ARE TO BE WITHHELD FROM VOTING IN RESPECT THEREOF.

AUDITED FINANCIAL STATEMENTS

The audited financial statements for the fiscal year ended December 31, 2014 and the report of the auditors thereon will be submitted to the meeting of shareholders. Receipt at such meeting of the auditors' report and the Corporation's financial statements for its last completed fiscal period will not constitute approval or disapproval of any matters referred to therein

OTHER MATTERS WHICH MAY COME BEFORE THE MEETING

Management knows of no matters to come before the meeting of shareholders other than as set forth in the notice of meeting. HOWEVER, IF OTHER MATTERS WHICH ARE NOT KNOWN TO THE MANAGEMENT SHOULD PROPERLY COME BEFORE THE MEETING, THE ACCOMPANYING PROXY WILL BE VOTED ON SUCH MATTERS IN ACCORDANCE WITH THE BEST JUDGMENT OF THE PERSONS VOTING THE PROXY APPOINTMENT AND REVOCATION OF PROXIES

The persons named in the enclosed form of proxy represent management of the Corporation. A SHAREHOLDER DESIRING TO APPOINT SOME OTHER PERSON, WHO NEED NOT BE A SHAREHOLDER OF THE CORPORATION, TO REPRESENT HIM/HER AT THE MEETING MAY DO SO by filling in the name of such person in the blank space provided in the proxy or by completing another proper form of proxy. A shareholder wishing to be represented by proxy at the meeting or any adjournment thereof must, in all cases, deposit the completed proxy with the Corporation's transfer agent and registrar, Capital Transfer Agency Inc., 121 Richmond Street West, Suite 401, Toronto, Ontario, M5H 2Y2, on the second business day prior to the meeting or if the meeting is adjourned, at least 48 hours prior to the time set for the adjourned meeting, or deliver it to the chairman of the meeting on the day of the meeting or any adjournment thereof prior to the time of voting. A proxy should be executed by the shareholder or his or her attorney duly authorized in writing or, if the shareholder is a corporation, by an officer or attorney thereof duly authorized.

In addition to any other manner permitted by law, a proxy may be revoked before it is exercised by instrument in writing executed in the same manner as a proxy and deposited at the registered office of the Corporation at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof, at which the proxy is to be used or with the chairman of the meeting on the day of such meeting or any adjournment thereof and thereupon the proxy is revoked.

A shareholder attending the meeting has the right to vote in person and, if he does so, his or her proxy is nullified with respect to the matters such person votes upon and any subsequent matters thereafter to be voted upon at the meeting or any adjournment thereof.

AUDIT COMMITTEE

The audit committee is currently comprised of the following members: Mr. Peter Lukesch, Mr. Andrew McQuire, and Mr. Warren Hawkins. Each of the members of the audit committee is financial literate as per Multilateral Instrument 52-110. Mr. Lukesch and Mr. McQuire are officers of the Corporation, Mr. Hawkins is an independent director.

Below are the fees paid for the fiscal years ended on January 31, 2014, 2013 and 2012.

	2014	2013	2012
Audit Fees			
Wasserman Ramsay LLP	$ 9,500.00	$ 4,000.00	Nil
Audit-related Fees	Nil	Nil	Nil
Tax Fees			
Leonard Goldberg LLP	$ 2,394.84	Nil	Nil
All Other Fees	Nil	Nil	Nil

CORPORATE GOVERNANCE AND NOMINATING COMMITTEE

A corporate governance and nominating committee meets on governance matters as and when required.

INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS

The Corporation does not provide loans to its directors, executive officers or any of their associates or affiliates. No directors, executive officers or any of their associates or affiliates are indebted to the Corporation.

INTEREST OF INFORMED PERSONS IN MATERIAL TRANSACTIONS

No director, senior officer or associate of a director or senior officer nor, to the best of the knowledge of the directors and senior officers of the Corporation after having made reasonable inquiry, any person or company who beneficially owns, directly or indirectly, more than 10% of the outstanding voting securities of the Corporation as at the date hereof, or any associate or affiliate thereof, has any interest in any transaction, or in any proposed transaction, which in either such case has materially affected or will materially affect the Corporation, except as otherwise stated herein.

ADDITIONAL INFORMATION

Information for the most recently completed financial year is provided in the Corporation's financial statements attached to this Management Information Circular. Additional information relating to the Corporation is available on SEDAR at www.sedar.com or by contacting the Corporation at via telephone at 647-932-5002, courier at 101 West Beaver Creek, Suite 103, Markham, Ontario L4B 1M6 or email at: office@the-streetwear.co.

EXERCISE OF DISCRETION BY PROXIES

The shares represented by proxies in favour of management nominees will be voted or withheld from voting in accordance with the instructions of the shareholder on any ballot that may be called for and, if a shareholder specifies a choice with respect to any matter to be acted upon at the meeting, the shares represented by the proxy shall be voted accordingly. WHERE NO CHOICE IS SPECIFIED, THE PROXY WILL CONFER DISCRETIONARY AUTHORITY AND WILL BE VOTED FOR THE

ELECTION OF DIRECTORS, FOR THE APPOINTMENT OF AUDITORS AND THE AUTHORIZATION OF THE DIRECTORS TO FIX THEIR REMUNERATION AND FOR EACH ITEM OF SPECIAL BUSINESS, AS STATED ELSEWHERE IN THIS MANAGEMENT INFORMATION CIRCULAR. THE ENCLOSED FORM OF PROXY ALSO CONFERS DISCRETIONARY AUTHORITY UPON THE PERSONS NAMED THEREIN TO VOTE WITH RESPECT TO ANY AMENDMENTS OR VARIATIONS TO THE MATTERS IDENTIFIED IN THE NOTICE OF MEETING AND WITH RESPECT TO OTHER MATTERS WHICH MAY PROPERLY COME BEFORE THE MEETING IN SUCH MANNER AS SUCH NOMINEE IN HIS JUDGMENT MAY DETERMINE. At the time of printing this Management Information Circular, the management of the Corporation knows of no such amendments, variations or other matters to come before the meeting.

BOARD APPROVAL

The undersigned hereby certifies that the contents herein, and the sending hereof, of the Management Information Circular have been approved by the board of directors of the Corporation for mailing to the shareholders entitled to receive notice of the Meeting, to each director of the Corporation and to the auditors of the Corporation.

The undersigned hereby certifies that the contents of and the sending of this information circular has been approved by the Board of Directors of the Corporation.

DATED at Toronto, Ontario this 22nd day of May, 2015.

/s/ "Peter Lukesch"	*/s/ "Andrew McQuire"*
Peter Lukesch	Andrew McQuire
Director	Director

PART I - INFORMATION CONCERNING STREETWEAR

ITEM 1: CORPORATE STRUCTURE

1.1 Name and Incorporation

The Streetwear Corporation (the "**Corporation**") was incorporated pursuant to articles of amalgamation dated January 21, 1999 under the Business Corporations Act (Ontario). The principal and registered office of the Corporation is located at 133 Richmond Street West, Suite 403, Toronto, Ontario.

The Corporation was created by the amalgamation of The Streetwear Corporation and Conquest Capital Corp. continuing under the name of The Streetwear Corporation ("**Streetwear**" or the "**Corporation**"). The amalgamation was consummated on January 21, 1999.

The share capital of the Corporation consists of an unlimited number of Common Shares. As of the date hereof, there are 74,021,098 common shares of the Corporation that are issued and outstanding, in addition there are 16,084,090 share purchase warrants.

The Corporation is a reporting issuer in Ontario, and its common shares were previously quoted on the Canadian Dealer Network under the symbol WEAR, which ceased trading in July 2000. After the acquisition of the privately owned ARC Exploration Inc ("**ARC**"), a minerals exploration company in September 2014. Streetwear resumed trading on the Canadian Securities Exchange ("**CSE**") in September 2014 under the symbol ARP. In February 2015 TSC started trading at the Boerse Frankfurt under the symbol 0XS.

ITEM 2: GENERAL DEVELOPMENT OF THE BUSINESS

2.1 History of The Corporation

The Corporation which was originally in the merchandising and manufacturing business of knitted apparel having ceased its operations in 2004 acquired in December 2013 the privately owned ARC Exploration Inc., a minerals exploration company owning a 100% interest in 57 mining claims called Lac Colombet. Currently, the Corporation's only subsidiary is ARC Exploration Inc.

2.2 Voting Securities and Principal Holders of Voting Securities

At the date hereof, the Corporation has outstanding 74,021,098 common shares, each of which carries one vote. To the knowledge of the directors and officers of the Corporation, the only persons or corporations beneficially owning, directly or indirectly, or exercising control or direction over securities carrying in excess of 10% of the voting rights attached to any class of outstanding voting securities of the Corporation is Peter Lukesch owning 11,561,499 common shares of the Corporation.

2.3 Proposed Requalification following a Fundamental Change by acquiring MezzaCap

In conjunction with the Acquisition of Mezzacap the Corporation will consolidate its capital whereby one (1) common share will be issued for every three (3) pre-Consolidation shares issued and outstanding.

Immediately following the Consolidation of the common shares the corporation has agreed to acquire 100% of the issued and outstanding common shares of Mezzacap whereby Streetwear will issue 83,287,265 post-consolidated common shares to the sole shareholder of Mezzacap, MobileUp, which is owned 100% by Alfred Dobias, having its registered office at Foehrengasse 10A, A-2102 Bisamberg, Austria. Upon acceptance of the option MobileUp will own approximately 77% of the issued and outstanding shares of the Corporation. Such acquisition will constitute a fundamental change pursuant to CSE Policy 8 and is also referred to in this listing statement as "**Transaction**" or "**Acquisition**".

Mezzacap's principal business is the development and operation of bitcoin/cryptocurrency projects as well as the hosting, development and operation of bitcoin and cryptocurrency related websites and online services. Mezzacap has never been a reporting issuer and its common shares never traded or were quoted on a stock exchange or quotation system.

2.4 Financing

In conjunction with the Transaction, the Corporation proposes to complete an equity financing of up to 10,000,000 Units at a price of CA$0.05 per unit, where each unit consist of one post-consolidated common share of the Corporation and one share purchase warrant at a price of CA$0.10 per share for a period of 24 months from the closing, for gross proceeds of up to CA$500,000 (the "**Offering**"). The net proceeds of this Offering will be used to provide general working capital to the Resulting Issuer and possible acquisitions of companies offering bitcoin and cryptocurrency related services . Completion of the Transaction is not conditional on any minimum level of funds being raised pursuant to the Offering, but the Resulting Issuer must meet minimum listing requirements of the Exchange.

ITEM 3: SELECTED CONSOLIDATED FINANCIAL INFORMATION ANDMANAGEMENT DISCUSSION AND ANALYSIS

3.1 Financial Information

The following information is a summary of selected financial information for the Corporation:

	December 2014	December 2013	January 2013
Revenues	$ Nil	$ Nil	$ Nil
Operating income	(180,505)	(107,534)	(79,062)
Net income	(180,505)	(637,732)	(81,018)
Total assets	230,606	359,204	143,128
Total liabilities	74,007	122,837	151,422
Shareholders' equity	156,599	236,679	(8,293)
Loss per share	0.00	0.02	0.00
Dividends per share	0.00	0.00	0.00

3.2 Management's Discussion and Analysis

For the period ended December 31, 2014 versus December 31, 2013

During the year ended December 31, 2014, the Corporation commenced trading activities on the CSE in September 2014 after having received the conditional approval by the exchange in May 2014. During 2014 management tried to identify business opportunities to be acquired resulting in in-depth negotiations with the principle shareholder of MezzaCap during the months of November and December 2014 with the objective to acquire a 51% interest of this company. The complete takeover of MezzaCap was not intended in those early negotiations; however, subsequently, during the months of January and February 2015 terms and conditions to acquire a 100% of MezzaCap became the subject of the negotiations.

During the year ended December 31, 2013, the Corporation completed a significant transaction between The Streetwear Corporation and ARC Exploration Inc. This transaction was accounted for as a reverse takeover as the former shareholders of ARC acquired the control of the Corporation. Therefore, these consolidated financial statements include the accounts of the Corporation and its subsidiary, ARC. Although legally, The Streetwear Corporation is regarded as the parent or continuing company, ARC, whose shareholders now hold more than 50% of the voting shares of the Corporation at the time of the transaction, is treated as the acquirer under International Financial Reporting Standards ("**IFRS**"). Consequently, The Streetwear Corporation is deemed a continuation of ARC and control of the assets and business of The Streetwear Corporation is deemed to have been acquired in consideration for the issuance of the shares.

It is anticipated that TSC will have an initial moderate operating cash flow once MezzaCap will have been acquired, and will show an exponential growth rate during the years thereafter, subject to general market conditions.

For the year ended December 31, 2014, the Corporation had administrative expenditures of $100,012 versus $66,534 the year earlier, for an increase of $33,478 or 50.3%. The increase is attributable to mainly attributable to an increase of $24,450 in consulting fees compared to 2014.

For the year ended December 31, 2014, the Corporation had professional expenditures of $ 73,361 versus $34,055 the year earlier, for an increase of $39,306 or 115.4%. The increase is due increased advising efforts for the RTO in fiscal year 2014.

For the period ended December 31, 2014, the Corporation had an operating loss of $180,505 versus $107,534 the year earlier, an increase of $72,971 or 67.9%. Investors can anticipate this amount to increase as the Corporation invests further in the business and does not anticipate any revenues to offset its expenditures.

For the period ended December 31, 2014, the Corporation had no foreign exchange activity.

For the period ended December 31, 2013, the Corporation had other expenses of $530,198 the relating to the reverse acquisition. There was no corresponding item in the prior period.

The net loss for the period ended December 31, 2014 was $180,505 for a loss per share of $0.00 based on 70,194,114 weighted average shares outstanding for the period versus $637,732 for a loss per share of $0.02 based on 32,250,828 weighted average shares outstanding for the previous period.

During the period ended December 31, 2014, the Corporation issued 2,336,854 common shares valued at $46,737 to convert outstanding loans into common shares. It also issued 1,200,000 common shares for services that it received from various consultants with a value of $24,000, and it issued 1,500,000 shares for a cash consideration of $30,000

The Corporation's had a cash balance at the end as at December 31, 2014 was $30,667 (2013 - $108,979), with working capital of $74,557 (2013 –$154,325).

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ITEM 4: DESCRIPTION OF THE SECURITIES

The Corporation is authorized to issue an unlimited number of common shares without nominal or par value, of which, as at the date of this Information Circular, 74,021,098 are issued and outstanding as fully paid and non-assessable. There are no incentive stock options or compensation options that were previously granted and remain outstanding. In addition, there are 16,084,090 share purchase warrants that were previously issued and remain outstanding.

The holders of the Corporation's common shares are entitled to dividends as and when declared by the board of directors of the Corporation, to one vote per share at meetings of shareholders of the Corporation and, upon liquidation, to receive such assets of the Corporation as are distributable to the holders of such common shares. All of the common shares to be outstanding on completion of this offering will be fully paid and non-assessable.

ITEM 5: STOCK OPTION PLAN

The Corporation has adopted an incentive stock option plan which provides that the board of directors of the Corporation may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers and employees of and technical consultants to the Corporation non-transferable options to purchase common shares of the Corporation provided that the number of common shares of the Corporation reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Corporation. Such options will be exercisable for a period of up to 5 years from the date of grant. In connection with the foregoing, the number of common shares of the Corporation reserved for issuance to: (a) any individual director or officer will not exceed 5% of the issued and outstanding common shares of the Corporation; (b) all technical consultants will not exceed 2% of the issued and outstanding common shares of the Corporation. Options may be exercised no later than 90 days following cessation of the optionee's position with the Corporation, provided that if the cessation of office, directorship or technical consultation arrangement was by reason of death, the option may be exercised within a maximum period of one year after such death, subject to the expiry date of such option.

Currently, there are no Options to acquire common shares of the Corporation.

ITEM 6: PRIOR SALES AND STOCK PRICE

6.1 Stock Exchange Price

The common shares of the Corporation have started trading in February 2015. The price of the stock is currently quoted at $0.05 per common share.

ITEM 7: ARM'S LENGTH TRANSACTIONS

The Proposed Transaction is not a Non-Arm's Length Transaction

ITEM 8: LEGAL PROCEEDINGS

To the knowledge of the directors of the Corporation, there is no legal proceeding, or legal proceedings known to be contemplated, that are material to the Corporation or to which any of its property is or may be subject to.

ITEM 9: AUDITOR, TRANSFER AGENTS AND REGISTRARS

The auditors of the Corporation are Wasserman Ramsay LLP, 3601 Highway 7, Suite 1008, Markham, Ontario, L3R 0M3.

The registrar and transfer agent of the Corporation is Capital Transfer Agency Inc., 121 Richmond Street West, Suite 401, Toronto, Ontario, M5H 2K1.

ITEM 10: MATERIAL CONTRACTS

The Corporation has not entered into any material contracts and will not enter into any material contracts prior to the closing of the Transaction, other than:

(1) The Transfer Agency and Registrar Agreement dated August 30, 2013 between the Corporation; and

(2) The Agreement in Principle between the Corporation and MezzaCap dated May 15, 2015

The material contracts described above may be inspected at 133 Richmond Street West, Toronto, Ontario M5H 2L3 during ordinary business hours until the closing of the Transaction and for a period of thirty days thereafter.

PART II - INFORMATION CONCERNING MEZZACAP

ITEM 11: CORPORATE STRUCTURE

MezzaCap GmbH (“**MezzaCap**” or “**Target Company**”) is a limited liability company incorporated on October 15, 2013 in Austria (registered with FN 405032 k on November 12, 2013, at Commercial Court Vienna) pursuant to the laws of Austria having its registered office at Mooslackengasse 17, A-1190 Vienna, Austria

The sole owner of MezzaCap is MobileUp GmbH (“**MobileUp**’), a company incorporated on February 9, 2011 in Austria (registered with FN 359035 v on February 18, 2011, at Commercial Court Korneuburg) pursuant yo the laws of Austria having its registered office at Foehrengasse 10A, A-2102 Bisamberg, Austria. The owner of MobileUp is Alfred Dobias, a businessman residing in Austria.

The Target Company is not a reporting issuer and its common shares have never traded or been quoted on a stock exchange or quotation system.

11.1 Inter-corporate Relationships

MezzaCap does not have any subsidiaries.

ITEM 12: GENERAL DEVELOPMENT OF THE BUSINESS

MezzaCap activities are the cryptocurrency and block chain technology business. The market segment of cryptocurrency is currently one of the fastest growing segments within the so-called Financial Technologies (FinTech). Many startups and investors are engaged in this field in order to develop new and safe payment methods that are suitable for the digital economy. The target Company is positioned as investment and business incubator company for cryptocurrency projects and startups. Particular areas of interest of the Corporation within the cryptocurrency segment are *cryptocurrency payment services* as well as *entertainment and gaming* projects. MezzaCap operates its own portals sites and websites as well as its “start-it affiliate network”. While the portal sites are positioned as *traffic aggregators* (attract many visitors), the "start-it affiliate network" is positioned to deliver *enabling services* to startups. This "two-sided" strategy is proven and has a successful role model in Amazon. Amazon on one hand offers goods and services to consumers (B2C) and also provides services (like AWS) for corporations (B2B services).

Currently MezzaCap operates more than 20 cryptocurrency sites and portals with a total traffic of more than 40 million page views and more than 8 million Bitcoin payment transactions per month.

The Corporation intends to raise in a concurrent financing $500,000, of which approximately $400,000 will be used to acquire bitcoin and cryptocurrency related services and $100,000 will be used for regular expenses. It is the Corporation’s objective to become cash neutral after a 6 – 12 months start-up period with strong positive cash flows in subsequent periods.

ITEM 13: NARRATIVE DESCRIPTION OF THE BUSINESS

The company is positioned as business incubator and business builder in the area of cryptocurrency.

The goal is to invest into promising cryptocurrency startups and/or to build promising cryptocurrency startups.

The market segment cryptocurrency is assigned to the market of Financial Technologies (FinTech). Within the FinTech market, the segment cryptocurrencies – established in 2009 – shows the highest growth rates.

Most cryptocurrency projects are based on the so-called block chain technology. This is a *peer-to-peer* computing architecture based on cryptography. The block chain is a public ledger that verifies and records bitcoin transactions carried without the involvement of any single, central authority. The computing power behind block chain is based on the connected computers (peers) running the open source bitcoin software.

It is estimated that the end of 2014 nearly 8 million active accounts Bitcoin (Bitcoin addresses) existed within the Bitcoin ecosphere.[i] This represents an increase of 149 percent over 2013. Similar growth rates are expected in the coming years. Technology as well as financial experts regard the peer-to-peer-based cryptocurrencies as the future payment form for the digital economy. Large IT companies such as IBM consider the block chain technology as the new generation of the Internet and a completely new approach to information technology.

Reportable operating segments

The company has developed a business model that focuses on the development of promising cryptocurrency startups and projects. For the efficient roll-out of this business model the company has implemented two complementary business areas:

- *Online Services*: Start-it IncubatorPlatform: incubate Cryptocurrency business
- *Offline Services*: Build Cryptocurrency business

13.1 Start-it CryptoBusiness Incubator Platform

General Description

The Corporation is about to implement a "Start-it CryptoBusiness Incubator Platform" (www.start-it.co) to support cryptocurrency startups with a variety of services. Based on this web platform the company will offer a portfolio of online services for cryptobusiness startups.

The company has developed the already up, running and revenue generating ad broker website CoinAdvert (www.coinadvert.net) as centerpiece of the platform. CoinAdverts works like Google Adsense and offers website operators the possibility to sell webspace on their websites. For each mediated advertising space CoinAdvert receives a fee from the respective website operators. The billing is done on "per view" or "per click" basis. This is similar to the Google AdSense approach.

The services offered on the platform are designed to support a cryptobusiness startup to set up und roll out its products and services in an efficient and synergetic way. The services offered on the start-it platform can be grouped into the following categories:

- Hosting & Domain services:
- Marketing Services
- Technology Services
- Other Operational Services

The start-it platform is operated in the Munich based data center of our hosting partner 1 & 1, a worldwide leader in hosting and domain services. The portfolio services are designed, offered and delivered in partnership with professional services companies, e.g. lawyers, auditors, private equity companies.

Milestones

The company already offers services to cryptobusiness startups and generates revenues from these services. These existing services along with new services are about to be consolidated into a “one stop shopping” service offered via the start-it web platform. The opening of the platform will be done in a 3-step-approach:

- *private beta* opening of the platform scheduled for Q2 2015,
- *public beta* opening scheduled for Q3/Q4 2015 and
- *public* availability scheduled for Q1/2015.

As the first services are already online, available to the public and thus revenue generating the company expects to be able to stick to the timeframe for the opening of the consolidated platform services.

Sales and Marketing

Services of start-it platform and the platform itself will be marketed via affiliate marketing. Operators of websites can participate in the start-it affiliate system and will get a referral fee as well as commission for revenues generated by startups referred by them. Affiliate systems are an established and efficient way to promote websites and their services in the internet ecosphere. The costs for the affiliate marketing system are calculated with 3 percent of the total revenue and are booked under “Sales and Marketing” expenses in the profit and loss statements.

Budget and Cash Flow

in USD	2015		2016		2017		2018	
Revenue Start-it Platform Services	**155,760**	*100.00%*	**528,156**	*100.00%*	**1,679,160**	*100.00%*	**3,722,220**	*100.00%*
Advertising Revenue	144,000	*92.45%*	330,000	*62.48%*	1,033,560	*61.55%*	2,309,472	*62.05%*
Payment Services	7,560	*4.85%*	170,156	*32.22%*	599,100	*35.68%*	1,344,498	*36.12%*
Hosting Services	1,200	*0.77%*	3,000	*0.57%*	9,000	*0.54%*	12,000	*0.32%*
Other Platform Services	3,000	*1.93%*	25,000	*4.73%*	37,500	*2.23%*	56,250	*1.51%*
Expenses	**363,364**	*100%*	**671,660**	*100%*	**1,014,208**	*100%*	**1,507,887**	*100%*
Administration	190,000	*52.29%*	312,000	*46.45%*	429,000	*42.30%*	551,385	*36.57%*
Infrastructure and Operation	90,000	*24.77%*	171,000	*25.46%*	227,700	*22.45%*	342,360	*22.70%*
Research and Development	60,000	*16.51%*	120,000	*17.87%*	172,800	*17.04%*	241,920	*16.04%*
Sales and Marketing	15,576	*4.29%*	42,253	*6.29%*	100,750	*9.93%*	186,111	*12.34%*
Other	7,788	*2.14%*	26,408	*3.93%*	83,958	*8.28%*	186,111	*12.34%*
EBIT	**-207,604**		**-143,504**		**664,952**		**2,214,333**	
Investments	**-50,000**		**-60,000**		**-72,000**		**-86,400**	
Cash Flow	**-257,604**		**-203,504**		**592,952**		**2,127,933**	
Cumulated Cash Flow	**-257,604**		**-461,108**		**131,844**		**2,259,777**	

13.2 Building CryptoBusiness Startups

General Description

As cryptobusiness incubator the company has been positioned to build and incubate cryptobusiness startups since its launch mid-2014. Since then the company has successfully started a portfolio of cryptocurrency related businesses with startup entrepreneurs. Based on the critical success factors for an internet project – unique users, page views, revenues – the company's projects are among the most successful projects on a global scale.

Some of the incubated cryptocurrency projects can be found on the following domains:

- **CoinAdvert** (www.coinadvert.net) – ad broker site
- **PinkTussy Coin World** (www.pinktussy.co) – a bitcoin gaming and entertaiment site
- **MezzaBank** (www.mezzabank.com) – a free Bitcoin site
- **Coincheckin** (www.coincheckin.com)– a Bitcoin gaming site
- **CoinDigger** (www.coindigger.co) – a Bitcoin gaming site
- **Dogecheckin** (www.dogecheckin.com) – a Dogecoin gaming site
- **Litecheckin** (www.litecheckin.com) – a Litecoin gaming site
- **Coins4America** (www.coins4america.com) – a free Bitcoin (faucet) site
- **Coins4Games** (www.coins4games.com) – a free Bitcoin (faucet) site
- **Happy Putin Coins** (www.happyputin.com) –free Bitcoin (faucet) site

In total, the company's incubated websites record more than 40 million page views per month and more than 250,000 unique visitors (Source Google Analytics) that perform up to 6 million Bitcoin payment transactions (Source: own database reportings) per month.

Milestones

The company has started its activities of incubating cryptobusiness startups mit 2014. In order to get in touch with startups, private equity companies and other market participants the company formed a partnership with FinTech Academy, a Vienna based non-profit organization. In a joint effort the company and FinTech organized the Bitcoin Expo Vienna 2015 in March 2015. The activities of the company are focused on the markets in the Central and Eastern Europe (CEE).

The first agreements with cryptobusiness startups have been signed in April 2015. In 2015 the company plans to invest up to USD 230,000 into cryptocurrency startups using the proceeds of the concurrent financing.

The company expects to sell the first investments in 2018.

Sales and Marketing

The company plans to sponsor cryptocurrency events to further develop its network and get in touch with promising startups.

The company positions itself as an *early stage investor*, providing seed financing as well as know-how to startups and developing startups up to next level in the corporate development (Series A, B and C rounds of financing). Thus the company will co-operate with private equity companies to search for and develop cryptocurrency startups.

Budget and Cash Flows

in USD	2015		2016		2017		2018	
Revenue Incubating Juniors	**355,000**	*100.00%*	**1,001,500**	*100.00%*	**2,913,500**	*100.00%*	**4,275,150**	*100.00%*
Revenues Majority Juniors	280,000	*78.87%*	735,000	*73.39%*	2,420,000	*83.06%*	3,760,000	*87.95%*
Management & Service Fees	75,000	*21.13%*	266,500	*26.61%*	493,500	*16.94%*	515,150	*12.05%*
Expenses	237,000	*100%*	584,000	*100%*	942,440	*100%*	1,509,200	*100%*
Administration	150,000	*63.29%*	270,000	*46.23%*	381,000	*40.43%*	410,280	*27.19%*
Business Development	64,000	*27.00%*	284,000	*48.63%*	497,440	*52.78%*	688,920	*45.65%*
Other	23,000	*9.70%*	30,000	*5.14%*	64,000	*6.79%*	410,000	*27.17%*
EBIT	**118,000**		**417,500**		**1,971,060**		**2,765,950**	
Investment	**-230,000**		**-300,000**		**-640,000**		**500,000**	
Cash Flow	**-112,000**		**117,500**		**1,331,060**		**3,265,950**	
Cumulated Cash Flow	-112,000		5,500		1,336,560		4,602,510	
Notes								
(1) planning is based on existing projects only, no new projects have been taken into account until YE 2018								
(2) financial planning is based on existing projectsuntil YE 2018								
(3) revenue 2018 excludes projected investment proceeds of USD 2.3 M								

ITEM 14: SELECTED CONSOLIDATED FINANCIAL INFORMATION AND MANAGEMENT'S DISCUSSION AND ANALYSIS ANNUAL INFORMATION

14.1 Annual Information

The following table sets out selected historical information for MezzaCap for the fiscal periods ended December 31, 2014,. Such data has been derived from the financial statements of MezzaCap and should be read in conjunction with MezzaCap's financial statements (Schedule I) and with the information under the heading "Management Discussion and Analysis for the year ended December 31, 2014 and with the information under the heading "Management Discussion and Analysis for the year ended December 31, 2014" below.

	December 2014 (EUR)	December 2014 (CAD) (1),	December 2013 (EUR)	December 2013 (CAD) (2),
Revenues	€ 50,361	$ 71,169	€ Nil	$ Nil
Operating income (loss) before interest, Taxes and Amortization	(6,938)	(9,805)	(42,517)	(62,807)
Net income (loss)	(7,191)	(10,162)	(42,644)	(62,994)
Total assets	199,332	281,694	188,613	278,622
Long term liabilities	220,000	310,902	220,000	324,988
Cash dividends declared	Nil	Nil	Nil	Nil

(1) Based on the EUR/CAD exchange rate of 1 : 41319 prevailing on December 31, 2014
(2) Based on the EUR/CAD exchange rate of 1 : 47722 prevailing on December 31, 2013

14.2 Quarterly Information

There are no quarterly statements available from MezzaCap.

14.3 Foreign GAAP

Mezzacap's operations are primarily in Austria. The financial reporting or accounting records are subject to the International Financial Reporting Standards, which is currently applied in Canada, as of January 1, 2011.

14.4 Trends

All significant trends have been discussed above under item 13 NARRATIVE DESCRIPTION OF THE BUSINESS.

ITEM 15: DESCRIPTION OF THE SECURITIES

The sole owner of MezzaCap is MobileUp owning all outstanding and issued shares of MezzaCap.

ITEM 16: CONSOLIDATED CAPITALIZATION

	Designation of Security and Authorized	Amount Outstanding or Authorized	Amount Outstanding as of December 31, 2014	Amount Outstanding as of May 15, 2015
Convertible Debenture Bank Debt	None	Nil	$310,902, Nil	$299,409 Nil
Capital Stock	Partnership Interest	100%	100%	100%

ITEM 17: PRIOR SALES

17.1 Prior Sales

This section is not applicable to a GmbH.

17.2 Stock Exchange Price

MezzaCap is not a reporting issuer and its partnership interests have never traded or been quoted on a stock exchange or quotation system.

ITEM 18: EXECUTIVE COMPENSATION

18.1 Disclosure

The following table sets out the annual compensation paid to the most highly paid executive officers for the fiscal periods ending December 31, 2014 and 2013.

Name and Principal Position	Year	Salary ($)	Share-based Awards ($)	Options Granted (#)	Option-based Awards ($)	Non-equity Incentive Plan Compensation		All other Compensation ($)	Total Compensation ($)
						Annual Incentive Plans ($)	Long-term Incentive Plans ($)		
Alfred Dobias, Managing Director	2014	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

18.2 Management Contracts

There are no management functions performed by personnel other than the senior management of the Company. Currently, ARC has not entered in to any employment agreements with any of its key management personnel.

ITEM 19: NON-ARM'S LENGTH PARTY TRANSACTIONS

MezzaCap has not been a party to any non-arm's length transactions.

ITEM 20: LEGAL PROCEEDINGS

To the knowledge of the directors of MezzaCap and its Management, there are no legal proceedings or legal proceedings known to be contemplated, that are material to MezzaCap or to which any of its property is or may be subject to.

ITEM 21: AUDITOR

The auditors of MezzaCap are Wasserman Ramsay LLC Chartered Accountants, .3601 Highway 7, Suite 1008, Markham, Ontario, L3R 0M3.

ITEM 22: MATERIAL CONTRACTS

MezzaCap has not entered into any material contracts and will not enter into any material contracts prior to the closing of the Transaction, other than:

(1) The Agreement in Principle between the Corporation and MobileUp and Mezzacap, respectively dated May 15, 2015

The material contract described above may be inspected at 133 Richmond Street, Suite 403, Toronto, Ontario M5H 2L3 during ordinary business hours until the closing of the Transaction and for a period of thirty days thereafter.

PART III - INFORMATION CONCERNING THE RESULTING ISSUER

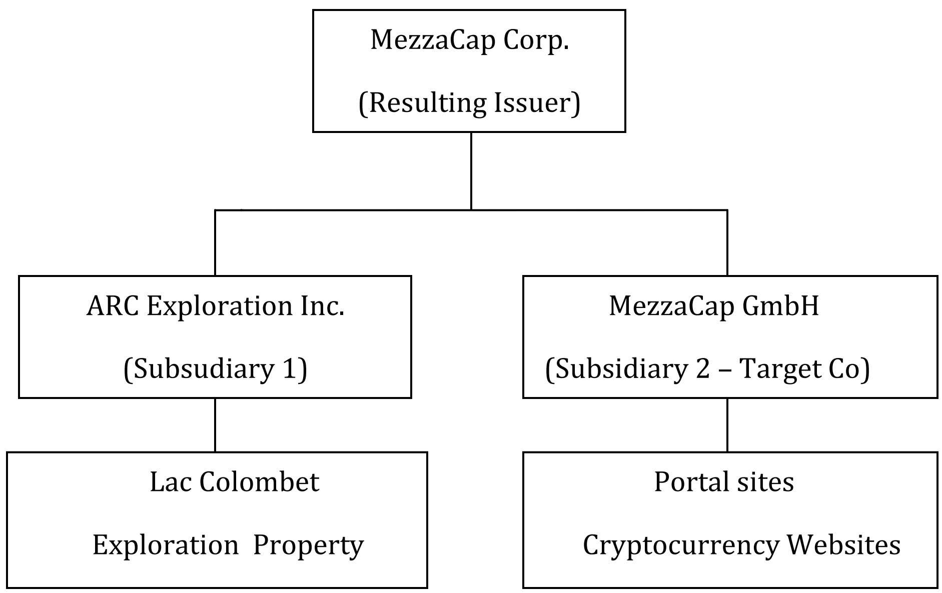
ITEM 23: CORPORATE STRUCTURE

23.1 Name and Incorporation

The Corporation plans to change its name to Bitrush Corp. (the "**Resulting Issuer**") upon completion of the Proposed Acquisition. The Resulting Issuer will continue to be incorporated pursuant to articles under the *Business Corporations Act* (Ontario). The registered office of the Resulting Issuer will be located at 133 Richmond Street West, Suite 403, Toronto, Ontario, M5H 2LR.

23.2 Inter-corporate Relationships

Upon completion of the Transaction, the Resulting Issuer will have two wholly-owned subsidiaries; MezzaCap Gmbh and ARC Exploration Inc. (ARC owns a 100% interest in the Lac Colombet Property, being a contiguous group of 57 mining claim units located in the Province of Quebec, Canada).



ITEM 24: NARRATIVE DESCRIPTION OF THE BUSINESS

The business of the Resulting Issuer will be the same as MezzaCap's Business described in Part II – Item 13 (NARRATIVE DESCRIPTION OF THE BUSINESS).

It is intended to sell the exploration property and liquidate ARC Exploration Inc, thus, concentrating on the Target Company's business.

ITEM 25: DESCRIPTION OF THE SECURITIES

The share structure of the Resulting Issuer will be the same as the share structure of the Corporation and the rights associated with each class of shares of the Resulting Issuer will be the same as the rights associated with each class of shares of the Corporation. (See "Part I - Item 4 Description of Securities"). Following the completion of the Transaction there will be 122,958,200 post-consolidated common shares outstanding. In addition there will be sufficient common shares reserved for issuance of 15,361,363 warrants that will be outstanding and exercisable.

ITEM 26: PRO FORMA CONSOLIDATED CAPITALIZATION

26.1 Pro Forma Consolidated Capitalization

Please be referred to Part VI, Schedule J of this Management Information Circular.

26.2 Fully Diluted Share Capital

Following the completion of the Transaction, the capitalization of the Resulting Issuer will be as follows (post-consolidated):

Issuance	Common Shares
Common shares issued and outstanding per December 31, 2014	24,173,699
Pricate Placement (January 2015)	500.000
Shares issued upon the acquisition of 51% of the Mezzacap shares	83,287,265
Concurrent Financing	10.000.000
Total shares issued after the completion of the Transaction	**117,960,964**
Maximum shares issued as Finder's Fee (6% of all shares issued to MezzaCap)	4,997,236
Total shares issued and outstanding after the Transaction, the Bonus Arrangement and the Finder's Fee	**122,958,200**
Warrants issued per December 31, 2014	4,861,363
Warrants issued in January 2015	500.000
Warrants to be issued in conjunction with the Concurrent Financing	10.000.000
Total warrants issued after the Transaction	**15,361,363**
Fully diluted shares after the Transaction and the Finder's Fee	**138,319,563**

ITEM 27: PRINCIPAL SECURITYHOLDERS

To the knowledge of the directors and senior officers of the Corporation and MezzaCap as of the date hereof, excluding securities depositories, none of the shareholders is anticipated to beneficially own, directly or indirectly, or exercise control or direction over voting securities carrying more than 5% of the voting rights attached to any class of voting securities of the Resulting Issuer, except the following person:

Name of Security Holder	Municipality of Residence of Security Holder	Type of Ownership	Number of post-consolidated Voting Shares After giving Effect to the Transaction	Percentage of Voting Shares owned Prior to giving Effect to the Transaction	Percentage of Voting Shares owned After giving Effect to the Transaction and the maximum shares issued
Alfred Dobias	Bisamberg, Austria	Direct	500,000	0.4%	67.7%
		Indirect	83,287,265		

ITEM 28: DIRECTORS, OFFICERS AND PROMOTERS

Name of Director, municipality of residence and position to hold for the Resulting Issuer	Position held with Streetwear since	Current Principle Occupations	Past Principle Occupations	Number of post-consolidated Shares owned after the Completion of the Transaction	Number of Shares reserved under Option
Peter Lukesch (1), (2) & (3) Vienna, Austria Chairman of the Board, Chief Executive Officer	October 30, 2014	CEO of Streetwear; Private Consultant	CEO of Foccini International Ltd. President of Richmond Minerals Inc. President of ACI Industries Ltd.	3,853,833	Nil
Andrew McQuire (1), (2) Ontario, Canada Director, Chief Financial Officer	October 30, 2014	Private Consultant	President of Knomex Resources Ltd.; Senior Mining Engineer of Aaron Oil Corporation; Executive Vice President of Broad Oak Associates Ltd.	Nil	Nil
Franz Kozich (3) Ebenfurth, Austria Director, Corporate Secretary	October 30, 2014	CEO of Richmond Minerals Inc.	CEO of Vendome Resources Corp. Private Consultant	2,176,039	Nil
Warren Hawkins (1) , (2) & (3 Toronto, Ontario Director	October 30, 2014	Private Consultant	President of Richmond Minerals Inc.	333,333	Nil

Name of Director, municipality of residence and position to hold for the Resulting Issuer	Position held with Streetwear since	Current Principle Occupations	Past Principle Occupations	Number of post-consolidated Shares owned after the Completion of the Transaction	Number of Shares reserved under Option
Alfred Dobias Bisamberg, Austria Director	N/A	Managing Director of MobileUp GmbH; Private Consultant	Private Consultant	83,787,265	500,000

Notes:

(1) Denotes member of the Audit Committee.
(2) Denotes members of the Corporate Governance and Nomination Committee.
(3) Denotes members of the Compensation Committee.

The directors will devote their time and expertise as required by the Corporation, however, it is not anticipated that any director will devote 100% of his time.

The directors and officers, as a group, beneficially will own and control 6,863,205 post-consolidated common shares, which represents 27.8% of the issued and outstanding post-consolidated common shares of the Corporation before giving effect to this offering.

The directors and officers, as a group, beneficially will own and control 90,150,470 common shares of the Resulting Issuer upon completion of the maximum share issuance, assuming no further common shares are purchased by directors and officers under this offering, and before the exercise of the Incentive Stock Options representing 73.3% of the issued and outstanding common shares of the Resulting Issuer.

28.1 Management

The following is a brief description of the principal occupations of the above named individuals during the last five years:

Peter Lukesch, PhD, graduated in 1975 with a masters degree in business administration and obtained a doctoral degree in economics in 1977 from the University of Economics in Vienna. From 1978 to 1984, he worked for Amax, Inc., a large mining, smelting and metals refining company in Greenwich, Conn., first as a financial analyst, then as a raw materials purchasing agent for two of Amax's facilities. Between 1984 and 1986, he was a metals trader for Wogen Resources in London, England and Norore Corporation in New York, N.Y. leading to the establishment of ACI Industries, Ltd, a metals trading and recovery company in Columbus, Ohio, specializing in metal scraps and residues; he served as the president of ACI Industries Ltd. until 1995 when the annual sales volume had reached $8M. Also in 1986, he founded Traude Corporation, a real estate development company which continues to operate in Columbus, Ohio. In 1995, he became a partner in the Vienna, Austria based Circle Trade GmbH, a company trading in capital goods and commodities. From 2003 to 2005, Mr. Lukesch has served on the board of directors of Foccini International, a Vienna based merchandising company. Mr. Lukesch also has public company experience with Richmond Minerals Inc. (formerly Aavdex Corp.), where he served as President and a director from June to November of 2004. In 2005, he joined Batcon GmbH as partner; Batcon is involved in consulting and coaching activities for large Austrian corporations. 2011 he became a partner in Pindt & Partner Slovakia k.s., a management consulting firm specialized in the financing of small and medium enterprises. He is further acting as the European representative of Gateway International Group, a China based consulting and publishing company.

Andrew L McGuire has worked as a private consultant and is a director of a number of public companies since 1996. Currently, he is on the board of Richmond Minerals Inc., a minerals exploration company. In 1990 Mr. McQuire had joined Broad Oak Associates and remained as their Executive Vice President until 1996. Prior to this position he was a Senior Gold Analyst RCB Financial Group and a portfolio Manager for Sunlife Financial.

Franz Kozich studied communications in 1969. He spent one year in Cardiff, UK expanding his knowledge in electronics. In 1972, he received his trading business licenses and started a wholesale and retail business in the fashion and textile business. In early 1991, he started to focus on venture capital business in junior mining companies trading on the Toronto Stock Exchange and the TSX Venture Exchange. Since 2010, he has been serving on the board of Vendome Resources Corp. as Chief Executive Officer, and in 2011 he became the Chief Executive Officer of Richmond minerals after having served on its board since 2005. He is also a board member of ArtKing Engineering Ltd., a Hong Kong based mining exploration company, responsible for public relations.

Warren Hawkins is a Professional Geological Engineer and Qualified Person (QP) as defined by National Instrument 43-101. Mr. Hawkins graduated from the University of Waterloo in 1989 with a B.A.Sc in Geological Engineering. He has worked in the Canadian Investment Industry as an Investment advisor for 10 years. He presently works in the North American mining exploration industry as a QP managing exploration programs for several public companies.

Alfred Dobias is an experienced financial advisor, business angel and investor. He has successfully financed a number of startups and projects. Via his company MobileUp GmbH – shareholder of MezzaCap GmbH - he has focused his activities on the development and financing of Internet startups. He has extensive experience in digital payment systems.

As an early believer in cryptocurrency Alfred Dobias started to invest into Bitcoins in 2012. As founder and CEO of MezzaCap he established his focus on the development of startups in the cryptocurrency area. Alfred Dobias may be referred as cryptocurrency pioneer in the German speaking markets.

28.2 Promoters

The following persons may be considered to have been promoters of the Resulting Issuer, the Corporation, or ARC for the preceding two years or as of the date of this Filing Statement.

Name	Period	Quantity of Shares of the Resulting Issuer (after Consolidation)	Percentage of Shares of the Resulting Issuer after the maximum issuance of shares	Annual remuneration received or to be Received by the Promoter
Franz Kozich	July 1, 2014 to Present	2,176,039	1,8%	$60,000
Peter Lukesch	July 1, 2014 to Present	3,853,833	3.1%	$60,000

28.3 Corporate Cease Trade Orders or Bankruptcies

During the past 10 years, none of the directors, officers, insiders or promoters of the Resulting Issuer or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation, was a director, officer, insider or promoter of any other issuer that, while that person was acting in that capacity, was the subject of a cease trade order or similar order or an order that denied that issuer access to any exemptions under applicable securities legislation for a period of more than 30 consecutive days, or became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of that person, except for Mr. Lukesch, who was a director of Foccini International Inc. (TSXV: FOI) when a cease trade order was issued against it by the Ontario Securities Commission and British Columbia Securities Commission in July 2005 for failure to file its audited and interim financial statements and related management's discussion and analysis within the required time period. These orders were revoked in November 2005 upon Foccini International Inc. filing such financial statements and related management's discussion and analysis.

28.4 Penalties or Sanctions

None of the directors, officers, insiders or promoters of the Resulting Issuer, or a shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Resulting Issuer, has been subject to any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into settlement agreement with securities authority, or has been subject to any other penalties or sanctions imposed by a court or regulatory or self-regulatory authority that would likely be considered important to a reasonable investor in making an investment decision, except for Mr. Hawkins, who was a junior broker for Research Capital Corp in 1997 failed to act as independent market maker for Findore Minerals, a junior exploration company listed on the Canadian dealing network. In May 2005 Mr. Hawkins reached a settlement agreement with the Ontario Securities Commission (OSC) involving his surrendering of his registration with the OSC for five years. In May 2010 Mr. Hawkins was eligible to reregister with the OSC.

28.5 Personal Bankruptcies

None of the directors, officers or promoters of the Resulting Issuer, nor a shareholder holding sufficient number of securities of the Resulting Issuer to affect materially the control of the Resulting Issuer, nor a personal holding company of any such person has, within the past 10 years before the date of this Filing Statement, become bankrupt, made a proposal under or insolvency legislation or been subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold their assets.

28.6 Conflicts of Interest

There are potential conflicts of interest to which directors, officers, insiders and promoters of the Resulting Issuer will be subject in connection with the operations of the Resulting Issuer. Some of the directors, officers, insiders and promoters have been and will continue to be engaged in the identification and evaluation, with a view to potential acquisitions, of interests in businesses and corporations on their own behalf and on behalf of other corporations, and situations may arise where some or all of the directors, officers, insiders and promoters will be in direct competition with the Resulting Issuer. Conflicts, if any, will be subject to the procedures and remedies prescribed by the *Business Corporations Act* (Ontario), the Exchange and applicable securities law, regulations and policies.

28.7 Other Reporting Issuer Experience

The proposed directors and proposed officers of the Resulting Issuer named in this Filing who have been directors, officers and/or promoters of other reporting issuers in Canada or the United States within the last five years prior to the date of this Filing, including the periods during which they have acted in such capacity, are:

Name	Name of Reporting Issuer	Name of Exchange or Market	Position	From	To
Peter Lukesch	Foccini International Inc.	TSXV	Director Chief Executive Officer	2003-03 2003-03	2005-08 2005-08
	Richmond Minerals Inc.	TSXV	Director President	2004-06 2004-06	2004-11 2004-11
Andrew McQuire	Crowflight Minerals Inc.	TSXV	Director	2003 – 10	2005 - 05
	Exploration Brex	TSXV	Director	1997-03	2006-04
	Fort Chimo Minerals	TSXV	Director	2005 - 01	Present
	Hornby Bay Exploration	TSXV	Director	1999-06	2004-03
	Tandem Resources	TSXV	Director	1998-06	2006-04
	Richmond Minerals Inc. (formerly Aavdex Corporation)	TSXV	Director	2006 - 06	Present
	Vendome Resources Corp	TSXV	Director Chief Financial Officer	2010-04 2011-05	2013-11 2013-11
Franz Kozich	Richmond Mineral Inc	TSXV	Director Chief Executive Officer	2005-10 2011-05	Present Present
	Vendome Resources Corp	TSXV	Director Chief Executive Officer	2010-04 2010-04	2013-11 2013-11
Warren Hawkins	Richmond Minerals Inc.	TSXV	Director President	2006-03 2006-03	2007-07 2007-07

ITEM 29: EXECUTIVE COMPENSATION

The following table sets out the proposed annual compensation to be paid for the 12 month period following the completion of the Transaction:

Name and Principal Position	Annual Compensation			Long-Term Compensation			
				Awards		Pay-outs	
	Salary ($)	Bonus ($)	Other Annual Compen-sation ($)	Options/SARs Granted (#)	Restricted Shares or Share Units (#)	LTIP Pay-out ($)	Total Compen-sation ($)
Peter Lukesch Chairman and CEO	Nil	Nil	60,000	Nil	Nil	Nil	Nil
Andrew McGuire Director and Chief Financial Officer	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Franz Kozich Director and Corporate Secretary	Nil	Nil	60,000	Nil	Nil	Nil	Nil
Warren Hawkins Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil

ITEM 30: INDEBTEDNESS OF DIRECTORS AND OFFICERS

As of December 31, 2014 and the date hereof, no director or officer has any debt obligations to the Corporation or to MezzaCap.

ITEM 31: RISK FACTORS

Investment in the Corporation must be considered highly speculative due to the fact that the Corporation's does not currently have any operations, and thus should be considered as a new company with limited operating history along with its current formative stage of development, its current financial position and its lack of an earnings record. The following is a summary of the risk factors to be considered:

- Price Volatility of Publicly Traded Securities: in recent years and especially in the recent months, the securities markets in Canada and the United States have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those considered to be development stage companies, have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies.

- Possible Failure to Realize Anticipated Benefits of Future Acquisitions: the Corporation is seeking to complete acquisitions. Achieving the benefits of any future acquisitions depends, in part, on successfully consolidating functions and integrating operations, procedures and personnel in a timely and efficient manner, as well as the Corporation’s ability to realize the anticipated growth opportunities and synergies from combining the acquired businesses and operations with its own and other operations that it acquires subsequently.

- Operational Risks: as the Corporation does not currently have any operations it will need to established proper systems and controls as it completes its acquisition.

- Substantial Capital Requirements; Liquidity: the Corporation may have to make substantial capital expenditures for its acquisition in the future.

- Issuance of Debt: from time to time the Corporation may enter into transactions to acquire assets or shares of other corporations. These transactions may be financed partially or wholly through debt, which may increase debt levels above industry standards that it will be operating within.

- Dilution: the Corporation's common shares, including incentive stock options, rights, warrants, special warrants, subscription receipts and other securities to purchase, to convert into or to exchange into common shares of the Corporation, may be created, issued, sold and delivered on such terms and conditions and at such times as the board of the Corporation may determine.

- Net Asset Value: the Corporation's net asset value will vary dependent upon a number of factors which include but not limited to: number of common shares, value of the assets owned by the Corporation which would be based on the demand and supply of the assets owned by the Corporation.

- Reliance on Management: Shareholders of the Corporation will be dependent on the management of the Corporation in respect of the administration and management of all matters relating to the Corporation and its operations.

- Conflicts of Interest: Certain of the directors and officers of the Corporation may also be directors and officers of other reporting issuers involved in similar activities, and conflicts of interest may arise between their duties as officers and directors of the Corporation, as the case may be, and as officers and directors of such other companies.

- No Dividends: to date, the Corporation has not paid any dividends, and it is not anticipated that the Corporation will pay any dividends in the near future.

- Changes in Legislation: it is possible that the Canadian federal and provincial government or regulatory authorities could choose to change the Canadian federal income tax laws, royalty regimes, environmental laws or other laws applicable to Corporation and that any such changes could materially adversely affect the Corporation and the market value of the Corporation securities.

- Early Stage Development Risks: the Corporation has no certain history of operations.

- Future Financing Requirements: the Corporation may need additional financing to continue in business and there can be no assurance that such financing will be available or, if available, will be on reasonable terms.

The Corporation is mitigating its risks by having identified the acquisition of MezzaCap, an operating business that will facilitate the proposed concurrent financing as well as additional executives and directors to assist the Corporation in its development plans. However, the business of block chain technologies and providing payment services with cryptocurrencies carry their own risks which will be summarized as follows:

- MezzaCap commenced operations in November 2013. Accordingly, the company only has a limited operating history. However, since incorporation, it has grown rapidly and the business model has changed significantly. The company and its business prospects must be viewed against the background of the risks, expenses and problems frequently encountered by companies in the early stages of their development, particularly companies in new and rapidly evolving markets such as the cryptocurrency market.

- MezzaCap has not made profits since its incorporation and it is expected that it will not be profitable for the entire year 2015. Its future profitability will, in particular, depend upon its success in developing and managing a significant number of cryptocurrency internet platforms and to the extent to which any of these platforms themselves are able to generate significant revenues. Because of the limited operating history, the changes in the business and the uncertainties regarding the development of the cryptocurrency market, the company does not believe that the operating results to date should not be regarded as indicators for Mezzacap's future performance.

- Changes in or more aggressive enforcement of laws and regulations could adversely impact the Corporation's business. Failure or delays in obtaining necessary approvals could have a materially adverse effect on the Corporation's financial condition and results of operations. Furthermore, changes in government, regulations and policies and practices could have an adverse impact on the Corporation's future cash flows, earnings, results of operations and financial condition.

- The Corporation may be unable to enforce its legal rights in certain circumstances In the event of disputes arising at or in respect of, the Corporation's foreign or domestic operations the Corporation may be subject to the exclusive jurisdiction of foreign or domestic courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada or other jurisdictions. The Corporation may also be hindered or prevented from enforcing its rights with respect to a governmental entity or instrumentality because of the doctrine of sovereign immunity.

- The Corporation has a limited operating history, and there is no assurance that it will be capable of consistently producing positive cash flows.

- The Corporation's prospects depend on its ability to attract and retain key personnel: Recruiting and retaining qualified personnel is critical to the Corporation's success. The number of persons skilled in the development of cryptocurrency projects is limited and competition for such persons is intense. As the Corporation's business activity grows, it will require additional key financial, administrative, marketing and public relations personnel as well as additional staff on the operations side. Although the Corporation believes that it will be successful in The attracting and retaining qualified personnel, there can be no assurance of such success.

- Difficulties of managing growth: Since commencement of the operations, MezzaCap has experienced rapid growth of revenues and demand for it's services and this growth is expected to continue in future years. Growth and expansion of the business places a continuous and significant strain on management, operational and financial resources. The Corporation's ability to continue to grow will depend on a number of factors, including the following:
    - To attract sufficient numbers of qualified management, technical and other personnel;
    - To establish and manage successfully business relationships with strategic partners, suppliers and customers;
    - To maintain a competitive position through the further development and expansion of the Corporation's range of services;
    - To penetrate new markets; and
    - To finance such growth internally and externally.

It is not assured that the Corporation will be able to manage and control this expected growth effectively.

- Development of Cryptocurrency: It is intended to focus the business on the development and servicing of cryptocurrency-based platforms. Cryptocurrency is a young and rapidly growing business area. Although it is widely predicted that cryptocurrency will become a leading means of digital payment, it cannot be assured that this will in fact occur. Our future success is dependent on the widespread acceptance of cryptocurrency as a means of payment within the digital economy. For a number of reasons, including, for example, the lack of recognized security technologies, inefficient processing of payment transactions, problems in the handling of warranty claims, limited user-friendliness, inconsistent quality, lack of availability of cost-efficient high-speed services and lack of clear universally applicable regulation as well as uncertainties regarding proprietary rights and other legal issues, it can't be ruled out that such cryptocurrency activities may prove in the long run to be an unprofitable means for businesses.

- Dependence on Third Party Relationships: The Corporation is highly dependent on a number of third party relationships to conduct its business and implement expansion plans. it cannot be assured that all of these partnerships will tum out to be as advantageous as currently anticipated or that other partnerships would not have proven to be more advantageous. In addition, it is impossible to assure that all associated partners will perform their obligations as agreed or that any strategy agreement will be specifically enforceable by the Corporation.

- Corporate liability for online content; legal uncertainties. There is a risk that claims may be made against either of these associated companies for defamation, negligence, copyright or trademark infringement, or other matters based on the nature, content, publication and distribution of information materials provided on their websites. These associated companies may also be exposed to claims made with respect to the offering of third party content that may be accessible through their websites. Even to the extent that any such claim does not result in liability to one of our associated companies, it could incur significant costs in investigating and defending against such claim. Any costs or liability arising from such claims which is not covered by insurance could, through the Corporation's equity holdings in these associated companies, also harm the Corporation's core business, results of operations and financial condition. There is also a risk that similar claims could be made directly against the Corporation in its capacity as application service provider to any of the companies for whom they act as such. Any costs or liability arising from such claims which is not covered by insurance could harm our business, results of operations and financial condition. An increasing number of laws, regulations and directives are being passed which relate to the internet and e-commerce. In addition, efforts are being made to introduce rules and regulations governing the use of cryptocurrencies. Some legal uncertainty exists concerning the applicability of current legislation to cryptocurrency. In particular in relation to issues such as trade law, intellectual property rights, consumer protection and the protection of personal privacy, and as to the application of the laws of other countries whose citizens use products offered over the internet by companies based outside their jurisdiction.

- Dependence on Internet Infrastructure; Risk of System Failures, Security Risks and Rapid Technological Change: The success as a developer of cryptocurrency-based platforms will depend by and large upon the continued development of a stable public infrastructure, such as a block chain with the necessary speed, data capacity and security, and the timely development of complementary products such as high-speed modems for providing reliable internet access and services.

Cryptocurrency has experienced, and is expected to continue to experience significant growth in the number of users, amount of content and bandwidth availability. It cannot be assured that the cryptocurrency infrastructure will continue to be able to support the demands placed upon it by this continued growth or that the performance or reliability of the technology will not be adversely affected by this continued growth. It is further not assured that the infrastructure or complementary products or services necessary to make cryptocurrency a viable medium for digital payments will be developed in a timely manner, or that such development will not result in the requirement of incurring substantial costs in order to adapt the Corporation's services to changing technologies.

- Intellectual Property Rights: The only significant intellectual property rights are certain domain names which Mezzacap owns as well as the licenses which has to be in accordance with certain industry standards. The Corporation does not believe that it is dependent on any of these intellectual property rights; however, the loss of several of them at any one time could harm its business, results of operations and its financial condition. Although the Corporation is not aware of violating commercial and other proprietary rights of third parties it cannot be assured you that all of its r products do not violate proprietary rights of third parties or that third parties will not assert or claim that such violation has occurred. Although no legal disputes in this respect or perceptible detrimental effects on the Mezzacap's business have arisen to date, any such claims and disputes arising may result in liability for substantial damages which in turn could harm our business, results of operations and financial condition.

ITEM 32: INVESTOR RELATIONS ARRANGEMENTS

As of the date hereof, no formal investor relationship arrangement has been entered into. However, MezzaCap and the Corporation are in the process to select a public relation company from a number of candidates.

ITEM 33: OPTIONS TO PURCHASE SECURITIES

33.1 Options to Purchase Securities

No options to purchase common shares of the Resulting Issuer have been issued.

33.2 Stock Option Plan

Currently, the Corporation has a stock option plan that will become the stock option plan of the Resulting Issuer.

Pursuant to the regulations of the Exchange, the number of common shares of the Resulting Issuer reserved for issuance pursuant to the exercise of options cannot exceed 10% of the total number of issued and outstanding common shares of the Resulting Issuer with an expiry date not to exceed five (5) years from the date of granting such option. Furthermore, the number of common shares reserved for the issuance to any individual director, officer or employee of the Resulting Issuer cannot exceed 5% of the issued and outstanding common shares of the Resulting Issuer and the number of common shares reserved for issuance to technical consultants, if any, cannot exceed, in the aggregate, 2% of the issued and outstanding common shares of the Resulting Issuer.

The options may be exercised no later than 90 days following the date the optionee ceases to be a director, officer, employee or consultant of the Resulting Issuer, provided that is the cessation of office, directorship, or technical consulting arrangement is by reason of death, the option may be exercised within a maximum period of one year after such death, subject to the expiry date of such option.

ITEM 34: ESCROWED SECURITIES

Upon the acquisition of 100% of the MezzaCap shares as well as all the performance parameters will have been met, the following security holders will be subject to an escrow agreement:

Security Holder	Post-consolidated common shares held in Escrow
MobileUp GmbH	83,287,265
Peter Lukesch	3,853,833
Franz Kozich	2,176,039
Alfred Dobias	500.000
Warren Hawkins	250.000

ITEM 35: AUDITOR(S), TRANSFER AGENT AND REGISTRAR

The auditors of the Corporation are Wasserman Ramsay LLP Chartered Accountants, 3601 Highway 7, Suite 1008, Markham, Ontario, L3R 0M3.

The registrar and transfer agent of the Corporation is Capital Transfer Agency Inc., 121 Richmond Street Street West, Suite 401, Toronto, Ontario, M5H 2K1.

PART IV - GENERAL MATTERS

ITEM 36: EXPERTS

36.1 Opinions

An NI 43-101 report was issued on November 7, 2013 by Melville William Rennick, P. Geo for ARC covering technical and geological aspects of Lac Colombet, the minerals exploration property owned by ARC.

36.2: Interest of Experts

The author of the NI 43-101 report is Melville William Rennick, P. Geo. There is no relationship between Melville William Rennick, P.Eng. and the Corporation and/or ARC or MezzaCap.

ITEM 37: OTHER MATERIAL FACTS

There are no other material facts relating to the Corporation or MezzaCap as well as the Transaction not disclosed elsewhere in this Information Circular.

ITEM 38: BOARD APPROVAL

The contents and submission of this Filing Statement to the Exchange have been approved by the directors of the Corporation. Where information contained in this Filing Statement rests particularly within the knowledge of a person other than the Corporation, the Corporation has relied upon information furnished by such person.

PART V - FINANCIAL STATEMENT REQUIREMENTS

ITEM 39: FINANCIAL STATEMENTS OF THE CORPORATION

39.1 Audited Annual Financial Statements of the Corporation dated December 31, 2014

Please be referred to Schedule H

39.2 Additional Financial Statements or Financial Information of the Issuer Filed or Released

As of the Record Date no additional financial statements or financial information have been filed or released. However, at the time of the Meeting the financial statement for the first quarter 2015 as well as the corresponding Management Discussion & Analysis will be available on SEDAR (www.sedar.com) or via email (office@the-streetwear.co).

ITEM 40: FINANCIAL STATEMENTS OF THE TARGET COMPANY

40.1 Annual Financial Statements of MezzaCap dated December 31, 2014

Please be referred to Schedule I

40.2 Additional Financial Statements or Financial Information of MezzaCap Filed or Released

As of the Record Date no additional financial statements or financial information have been filed or released.

ITEM 41: FINANCIAL STATEMENTS OF THE RESULTING ISSUER

40.1 Pro Forma Financial Statements for the Resulting Issuer dated December 31, 2014

Please be referred to Schedule J

CERTIFICATE OF THE STREETWEAR CORPORATION

Date: May 22, 2015

The foregoing Information Circular and the schedules thereto constitute full, true and plain disclosure of all material facts relating to the securities of The Streetwear Corporation assuming the Completion of the Transaction.

THE STREETWEAR CORPORATION

/s/ "Peter Lukesch"	*/s/ "Franz Kozich"*
Peter Lukesch	Franz Kozich
Chief Executive Officer	Director

ON BEHALF OF THE BOARD OF DIRECTORS

The board of directors of the Corporation has approved the content and the filing of this Information Circular.

/s/ "Peter Lukesch"	*/s/ "Franz Kozich"*
Peter Lukesch	Franz Kozich
Director	Director

CERTIFICATE OF MEZZACAP GMBH

Date: May 22, 2015

The foregoing Information Circular and the schedules thereto constitute full, true and plain disclosure of all material facts relating to the securities of MezzaCap GmbH assuming the Completion of the Transaction.

MEZZACAP GMBH

/s/ "Alfred Dobias"	*/s/ "Werner Boehm"*
Alfred Dobias Managing Director	Werner Boehm Director

ON BEHALF OF THE BOARD OF DIRECTORS

The board of directors of the Corporation has approved the content and the filing of this Information Circular.

/s/ "Alfred Dobias"	*/s/ "Werner Boehm"*
Alfred Dobias Managing Director	Werner Boehm Director

PART VI - SCHEDULES

SCHEDULE A: CHARTER FOR CORPORATE GOVERNANCE AND NOMINATING COMMITTEE

Form 58-101F2 Corporate Governance Disclosure
The Streetwear Corporation. (the "Corporation")

Effective June 30, 2005, National Instrument 58-101 - Disclosure of Corporate Governance Practices ("**NI 58-101**") was adopted by the Canadian Securities Administrators. NI 58-101 requires issuers to disclose their governance practices in accordance with that instrument. The Company is a "**Venture Issuer**" within the meaning of NI 58-101. A discussion of the Company's governance practices within the context of NI 58-101 is set out below:

Board of Directors
All of the Company's directors are independent with the exception of Mr. Peter Lukesch who is the Chief Executive Officer and Chairman of the Board, Mr. Andrew Mcquire who is the Chief Financial Officer and Mr. Franz Kozich who is the Corporate Secretary.

Directorships
The following directors of the Corporation following the proposed transaction are also currently a director of other reporting issuers:

Director	Reporting Issuer
Franz Kozich	Richmond Minerals Inc.
Andrew McQuire	Fort Chimo Minerals Inc. Richmond Minerals Inc.

Orientation and Continuing Education
The Corporate Governance and Nominating Committee, with the assistance of the management of the Company, is responsible for providing an orientation for new directors. Director orientation and ongoing training will include presentations by senior management to familiarize directors with the Company's strategic plans, its significant financial, accounting and risk management issues, its compliance programs, its principal officers and its internal and independent auditors.

Ethical Business Conduct
The Company does not currently have a written code of ethical business conduct approved by the Board of Directors for its directors, officers and employees. Each director, officer and employee is expected to comply with relevant corporate and securities laws and, where applicable, the terms of their employment agreements.

Nomination of Directors

When a Board vacancy occurs or is contemplated, any director or officer may make recommendations to the Corporate Governance and Nominating Committee as to qualified individuals for nomination to the Board.

In identifying new candidates, the Corporate Governance and Nominating Committee will take into account the mix of director characteristics and diverse experiences, perspectives and skills appropriate for the Company at that time.

Compensation

The Company's Compensation Committee reviews the compensation of the directors and executive officers. The Compensation Committee also administers the Company's stock option plan.

The Compensation Committee receives recommendations from the management of the Corporation and reviews and makes recommendations to the Board regarding the granting of stock options to directors and executive officers of the Company as well as compensation for executive officers of the Company as well as compensation for executive officers and directors fees, if any, from time to time. Executive officers and directors may be compensated in cash and/or equity for their expert advice and contribution towards the success of the Company.

The form and amount of cash such compensation will be evaluated by the Compensation Committee, which will be guided by the following goals:

Compensation should be commensurate with the time spent by executive officers and directors in meeting their obligations and reflective of the compensation paid by companies similar in size and business to the Company; and

the structure of the compensation should be simple, transparent and easy for shareholders to understand.

Shareholders will be given the opportunity to vote on all new or substantially revised equity compensation plans for directors as required by regulatory policies.

Other Board Committees

The Board has no other standing committees other than the Audit Committee, Compensating Committee and the Corporate Governance and Nominating Committee.

Assessments

The Board of Directors of the Company does not conduct any formal evaluation of the performance and effectiveness of the members of the Board, the Board as a whole or any committee of the Board.

SCHEDULE B: AUDIT COMMITTEE CHARTER

Form 52-110F2 – Disclosure by Venture Issuers
The Streetwear Corporation (the "Corporation")

The Audit Committee Charter

1.1 Continuation of the Audit Committee
The Board of Directors ("**Board**") bears responsibility for the stewardship of the Corporation and in this regard, the Board supervises and directs management of the Corporation in carrying out the business of the Corporation, in the interest and for the benefit of the Corporation's shareholders.

To assist the Board in its monitoring of the Corporation's financial reporting and disclosure and to assist the Board in the identification and oversight of the management of financial risk, the Board has established, and hereby continues the existence of, a committee of the Board known as the Audit Committee (the "**Committee**"). The Committee's existing mandate is hereby repealed and replaced by this Charter.

1.2 Composition of Committee
(a) The Committee will be appointed annually by the Board and consist of at least three (3) members from among the Directors of the Corporation, at least two (2) of whom shall be, in the opinion of the Board, both an unrelated director within the meaning of Exchange and an independent director under section 1.4 of Multilateral Instrument 52-110 "**Audit Committees**" ("MI 52-110).

(b) No member of the Committee may (other than in his or her capacity as a member of the Committee, the Board or another Board committee) accept any consulting, advisory or other compensatory fee from the Corporation or be an affiliated person of the Corporation or any subsidiary.

All members of the Committee shall be financially literate (i.e. have the ability to read and understand the Corporation's financial statements and notes). At least one member of the Committee shall have accounting or related financial experience (i.e. the ability to analyze and interpret financial statements and notes in accordance with Canadian generally accepted accounting principles) and shall be an audit committee financial expert under the MI 52-110.

(d) Officers of the Corporation, including the Chairman of the Board unless he or she is an unrelated director, should not serve as a member of the Committee.

(e) The Board will designate the Chairman of the Committee. The Chairman shall have responsibility for overseeing that the Committee fulfills its mandate and its duties effectively.

1.3 Responsibilities and Duties of the Committee
The Board mandates the Committee to monitor and be responsible for the supervision of the Corporation's financial reporting and disclosure obligations. To fulfill this role, the Committee shall have the following responsibilities and duties:

(a) To oversee compliance by the Corporation with all legal, regulatory and contractual requirements relating to financial reporting and disclosure and to oversee the accounting and financial reporting processes and audits of the financial statements of the Corporation;

(b) To review the financial statements and other financial information of the Corporation with management and the external auditors to gain reasonable assurance that they present fairly (in accordance with generally accepted accounting principles in Canada) in all material respects the financial condition, results of operations and cash flows of the Corporation as of, and for, the periods presented, and report thereon to the Board before same are approved by the Board;

To review with management and the external auditors the financial statements of any significant subsidiary of the Corporation;

(d) To review with management the representation letter provided to the external auditors, to receive from management any additional representations required by the Committee, and to receive from the external auditors reports on their audit of the annual and their review of the quarterly financial statements of the Corporation;

(e) To review news releases and reports to shareholders to be issued by the Corporation containing earnings guidance or containing financial information based on the Corporation's financial statements;

(f) To review the Corporation's annual and quarterly "management's discussion and analysis" with management and report thereon to the Board before it is approved by the Board;

(g) To review the financial information in prospectuses, annual reports, material change disclosures of a financial nature, annual information forms and similar disclosure documents to be issued by the Corporation;

(h) To review with management and the external auditors the acceptability, appropriateness and quality of the Corporation's accounting principles;

(i) To review an annual report by the external auditors describing:

(i) all critical accounting practices and policies to be used;

(ii) all alternative treatments of financial information within generally accepted accounting principles that have been discussed with management, the impact of the alternative treatments, and the treatment preferred by the external auditors; and

(iii) other material written communications between the external auditors and management, and to meet with the external auditors to discuss the said annual report;

(j) To review with management the principal financial risks facing the Corporation and gain reasonable assurance that financial risk is being effectively managed or controlled;

(k) To review with management significant contingent liabilities;

(l) To review with management and the external auditors the Corporation's internal financial control system for its effectiveness and integrity and to oversee management's reporting on that system;

(m) To review with management the Corporation's management information systems for their effectiveness and their integrity;

(n) To approve hiring, the remuneration and the terms of engagement of the external auditors as set forth in their engagement letter and, if necessary, their termination, and to review the performance of the external auditors as required. The Committee shall also require that the lead or responsible audit partner of the external auditors in charge of the Corporation's audit, is rotated every 5 years and that other rules relating to the audit partner as enacted by securities regulatory authorities of Canada and the United States are followed;

(o) To review regularly with the external auditors their independence, including pre-approval of all engagements (and fees related thereto) for non-audit services with the Corporation, and to ensure disclosure of any such non-audit services annually but in no event shall any of the following non-audit services be performed by the external auditors:

(i) book-keeping or other services related to the accounting records or financial statements;

(ii) financial information systems design and implementation;

(iii) appraisal or valuation services, fairness opinions or contribution-in-kind reports;

(iv) actuarial services;

(v) internal audit outsourcing services;

(vi) management functions or human resources;

(vii) broker or dealer, investment advisor or investment banking services;

(viii) legal services and expert services unrelated to the audit; and

(ix) other services prescribed by legislation;

(p) To review with the external auditors the scope of the audit, the areas of special emphasis to be addressed in the audit, the materiality levels which the external auditors propose to employ and other issues which are appropriate in the view of either the Committee or the external auditors;

(q) To put in place procedures to receive and handle complaints or concerns received by the Corporation about accounting, internal accounting controls and audit matters including those submitted anonymously by an employee of the Corporation;

To review with management periodically the Corporation's code of ethics for senior financial officers;

(s) To ensure that an external auditor cannot act as auditor of the Corporation if the Chief Executive Officer, President, Controller, Chief Financial Officer or person serving in an equivalent position was employed by the external auditor and participated in any capacity in the audit of the Corporation during a 1 year period preceding the date of initiation of the audit; and

(t) To perform any other matters referred to the Committee or delegated to it by the Directors.

1.4 Operating Principles

The Committee will fulfill its responsibilities within the context of the following operating principles:

(a) Committee Duties

Committee members are required to act honestly and in good faith with a view to the best interests of the Corporation and to exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

(b) Committee Values

The Committee expects management of the Corporation to operate in compliance with all corporate policies and codes, and all laws and regulations governing the Corporation and to maintain strong financial reporting and control processes.

Communications

The Chairman and all members of the Committee expect to have direct, open and frank communications throughout the year with management, other committee chairmen, the external auditors, the internal auditor, if any, the chairman of the audit committee of any subsidiaries, where applicable, and other key Committee advisors, as applicable.

(d) External Resources

To assist the Committee in discharging its responsibilities, the Committee may, in addition to the external auditors, at the expense of the Corporation, retain one or more persons having special expertise. The Corporation shall pay all fees and expenses of the external auditors or other persons retained by the Committee.

(e) Reporting to the Board

The Committee, through its Chairman, will report regularly to the Board, and in any event no less frequently than on a quarterly basis.

(f) Time Commitment

Members of the Committee are expected to commit whatever time may be necessary to fulfill the mandate of the Committee. Members should prepare for Committee meetings by reviewing the materials sent to them by management for discussion at the meeting, as well as other material they feel is necessary.

Members are expected to attend (in person or by telephone) all meetings of the Committee and to participate in those meetings through the asking of relevant questions and the expression of opinions on items being discussed.

(g) External Auditors

The external auditors will be accountable to the Board, as representatives of shareholders, through the Committee. The Committee is directly responsible for recommending the appointment of the auditors to the Corporation's shareholders and for the compensation and oversight of the work of the external auditors, including resolution of disagreements between management and the external auditors regarding financial reporting. The external auditors will report all material issues or potentially material issues to the Committee.

(h) Reliance on Experts

In contributing to the Committee's discharging of its duties under this mandate, each member of the Committee will be entitled to rely in good faith upon:

(i) financial statements of the Corporation represented to him or her by an officer of the Corporation or in a written report of the external auditors to present fairly the financial position of the Corporation in accordance with Canadian generally accepted accounting principles; and

(ii) any report of a lawyer, accountant, engineer, appraiser or other person whose profession lends credibility to a statement made by any such person.

1.5 Operating Procedures

(a) Frequency of Meetings

The Committee will meet at least 4 times annually, and more frequently as circumstances dictate. Meetings will be held on at least 4 hours notice at the call of the Chairman, upon the request of any member of the Committee or at the request of the external auditors.

(b) Quorum

A quorum will be a majority of the members of the Committee present in person or by telephone.

Chairman

In the absence of the Chairman of the Committee, the members will appoint an acting Chairman.

(d) Secretary

Unless the Committee otherwise specifies, the Secretary of the Corporation will act as Secretary of all meetings of the Committee.

(e) Meeting Agenda

Committee meeting agendas shall be set by the Chairman of the Committee in consultation with Committee members, management if appropriate, and the external auditors if appropriate.

(f) In Camera Meetings

The members of the Committee shall meet at regularly scheduled sessions with the external auditors, select members of management, and by themselves, without either or both of management and the external auditors present.

(g) Background Material for Meetings

Members of the Committee should be provided with an agenda and sufficient background material prepared in a clear and concise manner relating to a forthcoming meeting as will allow them to understand the items to be discussed at the meeting. The material should contain sufficient information; to the extent such information is reasonably available to management, to enable the Committee members to make an informed decision if one is required. The agenda with this material should be received by the Committee members far enough in advance of the meeting as will allow them sufficient time to review the materials.

(h) Minutes

Minutes of each meeting of the Committee will be prepared by the Secretary of the meeting and be provided to each member of the Committee for review and approval at a subsequent Committee meeting. After being approved, a copy of the minutes will be provided to each director of the Corporation for information purposes.

1.6 Limitations on Committee Members' Duties

Nothing in this mandate is intended, or may be construed, to impose on any member of the Committee a standard of care or diligence that is in any way more onerous or extensive than the standard to which all Board members are subject. It is not the duty of the Committee to prepare financial statements, plan or conduct audits, act as auditors or to determine that the Corporation's financial statements and disclosures are complete and accurate and are in accordance with Canadian generally accepted accounting principles and applicable laws. These are the responsibilities of management and the external auditors. The external auditors are accountable to the Board and the Committee, being the representatives of the shareholders of the Corporation.

With regard to financial risk management, the Committee's responsibility is one of oversight only. Management is responsible to ensure proper financial risk management policies are in place and being adhered to.

Composition of the Audit Committee

The audit committee is comprised of the following members: Mr. Warren Hawkins (Chair), Mr. Peter Lukesch and Mr. Andrew McQuire. Mr. Hawkins is independent and, each of the members of the audit committee is financially literate.

Audit Committee Oversight

All recommendations of the audit committee to nominate or compensate an external auditor have been adopted by the board of directors since the commencement of the Corporation's most recently completed financial year.

Reliance on Certain Exemptions

The Corporation has not relied on the exemption in s.2.4 (De Minims Non-audit Services) or an exemption from Multilateral Instrument 52-110, in whole or in part, granted under Part 8, at any time since the commencement of the Corporation's most recently completed financial year.

Pre-approval Policies and Procedures

The audit committee has not adopted specific policies and procedures for the engagement of non-audit services.

External Auditor Service Fees (by category)

Exemption

The Corporation is relying on the exemption in section 6.1 of Multilateral Instrument 52-110.

SCHEDULE C: RESOLUTION FOR ADOPTION OF AN INCENTIVE STOCK OTION PLAN

RESOLUTION OF SHAREHOLDERS
OF
THE STREETWEAR CORPORATION.
(the "Corporation")

Adoption of Stock Option Plan

"Be it resolved as an ordinary resolution that:

1. the Stock Option Plan, in the form attached as Schedule D to the Information Circular of the Corporation dated as of May 22, 2015 be and is hereby approved and adopted with such modifications as may be required by the Exchange; and

2. any one director or officer of the Corporation be and is hereby authorized and directed to execute and deliver, under seal or otherwise, all such documents and instruments and to do all such other acts and things as in the opinion of such director or officer of the Corporation may be necessary or desirable to give effect to this resolution.

SCHEDULE D: INCENTIVE STOCK OPTION PLAN

STOCK OPTION PLAN
OF
THE STREETWEAR CORPORATION.
(the "Corporation")

1. Purpose of the Plan

1.1 Principal Purposes – The purpose of the Plan is to provide the Participants with an opportunity to purchase Common Shares and benefit from the appreciation thereof. This proprietary interest in the Corporation will provide an increased incentive for the Participants to contribute to the future success and prosperity of the Corporation, thus enhancing the value of the Common Shares for the benefit of all the shareholders and increasing the ability of the Corporation and its Subsidiaries to attract and retain individuals of exceptional skill.

2. Defined Terms

2.1 Defined Terms – For the purposes of this Plan, the following terms shall have the following meanings:

(a) "Acceleration Right" means the participant's right, in certain circumstances, to exercise their outstanding Option as to all or any of the Common Shares in respect of which such Option has not previously been exercised and which the Participant is entitled to exercise, including in respect of Common Shares not otherwise vested at such time;

(b) "Board" means the board of directors of the Corporation;

(c) "Common Shares" means the Common Shares of the Corporation or, in the event of an adjustment contemplated by Article 8 hereof, such shares to which a Participant may be entitled upon the exercise of an Option as a result of such adjustment;

(d) "Corporation" means The Streetwear Corporation, and includes any successor corporation thereof;

(e) "Exchange" means the Canadian National Stock Exchange or, if the Common Shares are not then listed and posted for trading on the Canadian National Stock Exchange, then on any stock exchange in Canada on which such shares are listed and posted for trading or any other regulatory body having jurisdiction as may be selected for such purpose by the Board;

(f) "Exercise Notice" means the notice in writing signed by the Participant or the Participant's legal personal representatives addressed to the Corporation specifying an intention to exercise all or a portion of the Option;

(g) "Expiry Time" means the time at which the Options will expire, being 4:00 p.m. (Toronto time) on a date to be fixed by the Board at the time the Option is granted, which date will not be more than five years from the date of grant;

(h) "Insider" has the meaning ascribed thereto in the Exchange Corporate Finance Manual;

(i) "Option" means an option to purchase Common Shares from treasury granted by the Corporation to a Participant, subject to the provisions contained herein;

(j) "Option Price" means the price per share at which Common Shares may be purchased under the Option, as the same may be adjusted herein;

(k) "Participants" means the directors, officers and employees of, and consultants to, the Corporation or its Subsidiaries, as defined by the relevant Exchange and, subject to compliance with the applicable requirements of the Exchange, the Personal Holding Companies of such persons, to whom an Option has been granted by the Board pursuant to the Plan and which Option or a portion thereof remains unexercised;

(l) "Personal Holding Company" means a company of which is wholly owned directly by a director, officer or employee of, or consultant to, the Corporation or its Subsidiaries;

(m) "Plan" means this Stock Option Plan of the Corporation, as the same way be amended or varied from time to time;

(n) "Subsidiary" means any corporation that is a subsidiary of the Corporation, as such term is defined under the Business Corporations Act (Ontario), as such provision is from time to time amended, varied or re-enacted; and

(o) "Take-Over Bid" has the meaning ascribed thereto in the Securities Act (Ontario), as such provision is from time to time amended, varied or re-enacted.

3. Administration of the Plan

3.1 The Board shall administer this Plan. Options granted under the Plan shall be granted in accordance with determinations made by the Board pursuant to the provisions of the Plan as to: the Participants to whom and the time or times at which the Options will be granted; the number of Common Shares which shall be the subject of each Option; any vesting provisions attaching to the Option; and, the terms and provisions of the respective stock option agreements, provided however, that each director, officer, employee or consultant shall have the right not to participate in the Plan and any decision not to participate therein shall not affect the employment by or engagement with the Corporation. The Board shall ensure that Participants under the Plan are eligible to participate under the Plan, and, if required by the Exchange, shall represent and confirm that the Participant is a bona fide employee, consultant or management company employee (as defined in the policies of the Exchange).

3.2 The Board may, from time to time, adopt such rules and regulations for administering the Plan as it may deem proper and in the best interests of the Corporation and may, subject to applicable law, delegate its powers hereunder to administer the Plan to a committee of the Board (the "Committee"). Such committee shall be comprised of two or more members of the Board who shall serve at the pleasure of the Board. Vacancies occurring on the Committee shall be filled by the Board.

3.3 The Committee (or the Board where the Committee has not been constituted) shall have the power to delegate to any member of the Board or officer so designated (the "Administrator"), with the power to determine which Eligible Persons are to be granted Options and to grant such Options, the number of Common Shares purchasable under each Option, the Option Price and the time or times when and the manner in which Options are exercisable, and the Administrator shall make such determinations in accordance with the provisions of this Plan and with applicable securities and stock exchange regulatory requirements, subject to final approval by the Committee or Board.

4. Granting of Option

4.1 Participants may be granted Options from time to time. The grant of Options will be subject to the conditions contained herein and may be subject to additional conditions determined by the Board from time to time. Each Option granted hereunder shall be evidenced by an agreement in writing, signed on behalf of the Corporation and by the Participant, in such form as the Board shall approve from time to time. Each such agreement shall recite that it is subject to the provisions of this Plan.

4.2 The aggregate number of Common Shares of the Corporation allocated and made available to be granted to Participants under the Plan shall not exceed 10% of the issued and outstanding Common Shares of the Corporation as at the date of grant (on a non-diluted basis). Common Shares in respect of which Options are cancelled or not exercised prior to expiry, for any reason, shall be available for subsequent Option grants under the Plan. No fractional shares may be purchased or issued hereunder.

4.3 The Corporation shall at all times, during the term of the Plan, reserve and keep available such number of Common Shares as will be sufficient to satisfy the requirements of the Plan.

4.4 Any grant of Options under the Plan shall be subject to the following restrictions:

(a) the aggregate number of Common Shares reserved for issuance pursuant to Options granted to any one Participant in any one year period may not exceed 5% of the issued and outstanding Common Shares (on a non-diluted basis);

(b) the aggregate number of Common Shares reserved for issuance pursuant to Options granted to Insiders may not exceed 10% of the issued and outstanding Common Shares (on a non-diluted basis), unless disinterested shareholder approval is obtained;

(c) the issuance of Common Shares to Insiders pursuant to the Plan and other share compensation arrangements within a one year period may not exceed 10% of the outstanding Common Shares (on a non-diluted basis), unless disinterested shareholder approval is obtained;

(d) the issuance of Common Shares to any one Insider and such Insider's associates pursuant to the Plan and other share compensation arrangements within a one year period may not exceed 5% of the outstanding Common Shares (on a non-diluted basis), unless disinterested shareholder approval is obtained;

(e) the issuance of Common Shares to any one Consultant within a one year period may not exceed 2% of the Outstanding Common Shares (on a non-diluted basis) at the date of grant; and

(f) the issuance of Common Shares to an Employee conducting Investor Relations Activities (as defined in the Canadian National Stock Exchange Policy 1.1) may not exceed, in the aggregate, 2% of the outstanding Common Shares.

The aforementioned limits of Common Shares reserved for issuance may be formulated on a diluted basis with the consent of the Exchange

4.5 All Options granted pursuant to this Plan shall be subject to rules and policies of the Exchange and any other regulatory body having jurisdiction.

4.6 A Participant who has been granted an Option may, if otherwise eligible, and if permitted under the policies of the Exchange, be granted an additional Option if the Board so determines.

5. Option Price

5.1 Subject to applicable Exchange approval, the Option Price shall be fixed by the Board at the time the Option is granted to a Participant. In no event shall the price be less than the Discounted Market Price (as defined in the policies of the Exchange). If a press release fixing the price is not issued, the Discounted Market Price is the closing price per Common Share on the Exchange on the last trading day preceding the date of grant on which there was a closing price (less the applicable discount) or, if the Common Shares are not listed on any stock exchange, a price determined by the Board; provided that, if the Board, in its sole discretion, determines that the closing price on the last trading day preceding the date of grant would not be representative of the market price of the Common Shares, then the Board may base the price on the greater of the closing price and the weighted average price per share for the Common Shares for five (5) consecutive trading days ending on the last trading day preceding the date of grant on which there was a closing price on the Exchange; the weighted average price shall be determined by dividing the aggregate sale price of all Common Shares sold on the Exchange during the said five (5) consecutive trading days, by the total number of Common Shares so sold.

5.2 Once the Option Price has been determined by the Board, accepted by the Exchange and the Option has been granted, if the Optionee is an Insider, the Option Price may only be reduced if "disinterested" shareholder approval is obtained; provided that such "disinterested" shareholder approval is then a requirement of the Exchange or other regulatory body having jurisdiction.

6. Term of Option

6.1 The term of the Option shall be a period of time fixed by the Board, not to exceed five years from the date of grant, and unless the Board determines otherwise, Options shall be exercisable in whole or in part at any time during this period in accordance with such vesting provisions, conditions or limitations (including applicable hold periods) as are herein contained or as the Board may from time to time impose or, as may be required by the Exchange, or under applicable securities law.

6.2 Each Option and all rights thereunder shall be expressed to expire at the Expiry Time, but shall be subject to earlier termination in accordance with Section 11 hereof.

6.3 Subject to any specific requirements of the Exchange, the Board shall determine the vesting period or periods within the Option term, during which a Participant may exercise an Option or a portion thereof.

6.4 In addition to any resale restriction under securities laws, an Option may be subject to a four month Exchange hold period commencing on the date the Option is granted.

7. Exercise of Option

7.1 Subject to the provisions of the Plan and the terms of any stock option agreement, an Option or a portion thereof may be exercised, from time to time, by delivery to the Corporation's principal office in Toronto, Ontario of the Exercise Notice. The Exercise Notice shall state the intention of the Participant or the Participant's legal personal representative to exercise the said Option or a portion thereof, and specify the number of Common Shares in respect of which the Option is then being exercised, and shall be accompanied by the full purchase price of the Common Shares which are the subject of the exercise. Such Exercise Notice shall contain the Participant's undertaking to comply, to the satisfaction of the Corporation, with all applicable requirements of the Exchange and any applicable regulatory authorities.

8. Adjustments in Shares

8.1 If the outstanding shares of the Corporation are increased, decreased, changed into or exchanged for a different number or kind of shares or securities of the Corporation through a re-organization, plan of arrangement, merger, re-capitalization, re-classification, stock dividend, subdivision or consolidation, an appropriate and proportionate adjustment shall be made by the Board, in its discretion, in the number or kind of shares optioned and the exercise price per share, as regards previously granted and unexercised Options or portions thereof, and as regards Options which may be granted subsequent to any such change in the Corporation's capital.

8.2 Determinations by the Board as to what adjustments shall be made, and the extent thereof, shall be final, binding and conclusive. The Corporation shall not be obligated to issue fractional securities in satisfaction of any of its obligations hereunder.

9. Accelerated Vesting

9.1 In the event that certain events such as a liquidation or dissolution of the Corporation or a re-organization, plan of arrangement, merger or consolidation of the Corporation with one or more corporations, as a result of which the Corporation is not the surviving corporation, or the sale by the Corporation of all or substantially all of the property and assets of the Corporation to another corporation prior to the Expiry Time, are proposed or contemplated, the Board may, notwithstanding the terms of this Plan or any stock option agreements issued hereunder, exercise its discretion, by way of resolution, to permit accelerated vesting of Options on such terms as the Board sees fit at that time. If the Board, in its sole discretion, determines that the Common Shares subject to any Option granted hereunder shall vest on an accelerated basis, all Participants entitled to exercise an unexercised portion of Options then outstanding shall have the right at such time, upon written notice being given by the Corporation, to exercise such Options to the extent specified and permitted by the Board, and within the time period specified by the Board, which shall not extend past the Expiry Time.

9.2 An Option may provide that whenever the Corporation's shareholders receive a Take-over Bid, and the Corporation supports this bid, pursuant to which the "offeror" would, as a result of such Take-over Bid being successful, beneficially own in excess of 50% of the outstanding Common Shares of the Corporation, the Participant may exercise the Acceleration Right. The Acceleration Right shall commence on the date of the mailing of the Board circular recommending acceptance of the Take-over Bid and end on the earlier of:

(a) the Expiry Time; and

(b) (i) in the event the Take-over Bid is unsuccessful, on the expiry date of the Takeover Bid; and (ii) in the event the Take-over Bid is successful, on the tenth (10^{th}) day following the expiry date of the Take-over Bid.

9.3 At the time of the termination of the Acceleration Right, the original vesting terms of the Options shall be reinstated with respect to the Common Shares issuable thereunder which were not acquired by the holders of such Options pursuant to the terms thereof. Notwithstanding the foregoing, the Acceleration Right may be extended for such longer period as the Board may resolve.

9.4 Provided that the Corporation is listed on Tier 1 of the Exchange, as well as subject to Exchange approval, and it is in compliance with applicable Exchange requirements, the Corporation may satisfy any obligations to a Participant hereunder by paying to the Participant in cash the difference between the exercise price of all unexercised Options granted hereunder and the fair market value of the securities to which the Participant would be entitled upon exercise of all unexercised options, regardless of whether all conditions of exercise relating to continuous employment have been satisfied.

10. Decisions of the Board

10.1 All decisions and interpretations of the Board respecting the Plan or Options granted thereunder shall be conclusive and binding on the Corporation and the Participants and their respective legal personal representatives and on all directors, officers, employees and consultants of the Corporation who are eligible to participate under the Plan.

11. Ceasing to be a Director, Officer, Employee or Consultant

11.1 Subject to the terms of the applicable stock option agreements and subject to sections 11.2 and 11.5 hereof, in the event of the Participant ceasing to be a director, officer, employee or consultant of the Corporation or a Subsidiary for any reason other than death, including the resignation or retirement of the Participant or the termination by the Corporation or a Subsidiary of the employment of the Participant, prior to the Expiry Time, such Option (including an Option held by a Participant's Personal Holding Company) may be exercised as to such of the Common Shares in respect of which the Option has not previously been exercised (and as the Participant would have been entitled to exercise) at any time up to and including (but not after) the earlier of the Expiry Time and a date that is ninety (90) days following the effective date of such resignation or retirement or a date that is ninety (90) days following the date notice of termination of employment is given by the Corporation or a Subsidiary, whether such termination is with or without reasonable notice, and subject to such shorter period as may be otherwise specified in the stock option agreement, after which date the Option shall forthwith expire and terminate and be of no further force or effect whatsoever.

11.2 Options granted to any Optionee while the Corporation is a Capital Pool Company (as defined in Exchange Policy 2.4) (a "CPC") that does not continue as a director, officer, technical consultant or employee of the Resulting Issuer (being the Issuer that was formerly a CPC, which exists upon issuance of the Exchange Bulletin following closing of the Qualifying Transaction) (the "Resulting Issuer"), have a maximum term of the later of 12 months after the Completion of the Qualifying Transaction (as defined in Exchange Policy 2.4) and 90 days after -the Optionee ceases to become a director, officer, technical consultant or employee of the Resulting Issuer.

11.3 In consideration of the Option hereby granted, in the event of the resignation or retirement of the Participant or the termination of employment by the Corporation without cause, the Participant hereby covenants not to sue the Corporation for damages arising from the loss of rights granted hereunder and releases the Corporation from any damages.

11.4 Notwithstanding the foregoing, in the event of termination for cause, such Option (including an Option held by a Participant's Personal Holding Company) shall expire and terminate immediately at the time of delivery of notice of termination of employment for cause is given to the Participant by the Corporation or a Subsidiary and shall be of no further force or effect whatsoever as to the Common Shares in respect of which an Option has not previously been exercised.

11.5 In the event the Participant is engaged in Investor Relations Activities and ceases to provide such Investor Relations Activities to the Corporation or a Subsidiary for any reason, including the termination by the Corporation, a Subsidiary or the Participant of such services, prior to the Expiry Time, such Option (including an Option held by a Participant's Personal Holding Company) shall cease and terminate on the thirtieth (30~")d ay following the date notice of termination of such Investor Relations Activities is given by the Corporation, a Subsidiary or the Participant, and subject to such shorter period as may be otherwise specified in the stock option agreement, or at the Expiry Time, whichever occurs first, and shall be of no further force or effect whatsoever as to the Common Shares in respect of which an Option has not previously been exercised.

11.6 In the event of the death of a Participant on or prior to the Expiry Time, such Option (including an Option held by a Participant's Personal Holding Company) may be exercised as to such of the Common Shares in respect of which such Option has not previously been exercised (and as the Participant would have been entitled to purchase), by the legal personal representatives of the Participant at any time up to and including (but not after) a date one (1) year from the date of death of the Participant, unless otherwise specified in the stock option agreement or up to the Expiry Time, whichever occurs first, after which date the Option shall forthwith expire and terminate and be of no further force or effect whatsoever. 11.7 Options shall not be affected by any change of employment of the Participant where the Participant continues to be employed by the Corporation or any of its Subsidiaries.

12. Transferability

12.1 All benefits, rights and options accruing to any Participant in accordance with the terms and conditions of the Plan shall not be transferable or assignable unless specifically provided herein or to the extent, if any, permitted by the Exchange.

13. Amendment or Discontinuance of Plan

13.1 The Board may amend or discontinue the Plan at any time without the consent of the Participants, provided that such amendment shall not alter or impair any Option previously granted under the Plan except as permitted herein, and that such amendment or discontinuance has been approved by the Exchange, and where necessary, by the shareholders.

14. Participants' Rights

14.1 A Participant shall not have any rights as a shareholder of the Corporation until the issuance of a certificate for Common Shares, upon the exercise of an Option or a portion thereof, and then only with respect to the Common Shares represented by such certificate or certificates.

14.2 Nothing in the Plan or any Option shall confer upon any Participant any rights to continue in the employ of the Corporation or any Subsidiary or affect in any way the right of the Corporation or any such Subsidiary to terminate the employment of the Participant at any time; nor shall anything in the Plan or any option be deemed or construed to constitute an agreement, or an expression of intent, on the part of the Corporation or any such Subsidiary to extend the employment of any Participant beyond the time such Participant would normally retire pursuant to the provisions of any present or future retirement plan of the Corporation or any Subsidiary, or beyond the time at which he would otherwise be retired pursuant to the provisions of any contract of employment with the Corporation or any contract of employment with the Corporation or any Subsidiary.

15. Approvals

15.1 The Plan shall be subject, if applicable, to the approval of the Exchange or other regulatory body having jurisdiction at that time and, if so required thereby, to the approval of the shareholders of the Corporation.

15.2 Any Options granted prior to such approval and acceptance shall be conditional upon such approval and acceptance being given and no such Options may be exercised unless such approval and acceptance is given.

16. Government Regulation

16.1 The Corporation's obligation to issue and deliver Common Shares under any Option is subject to:

(a) the satisfaction of all requirements under applicable securities laws in respect thereof and obtaining all regulatory approvals as the Corporation shall determine to be necessary or advisable in connection with the authorization, issuance or sale thereof;

(b) the admission of such Common Shares to listing on any stock exchange on which such Common Shares may then be listed; and

(c) the receipt from the Participant of such representations, warranties, agreements and undertakings as to future dealings in such Common Shares as the Corporation determines to be necessary or advisable in order to safeguard against the violation of the securities laws of any jurisdiction.

16.2 In this regard, the Corporation shall take all reasonable steps to obtain such approvals and registrations as may be necessary for the issuance of such Common Shares and for the listing of such Common Shares on the Exchange, in compliance with applicable securities laws. If any shares cannot be issued to any Participant for whatever reason, the obligation of the Corporation to issue such shares shall terminate and the Option Price paid to the Corporation will be returned to the Participant.

17. Costs

17.1 The Corporation shall pay all costs of administering the Plan.

18. Interpretation

18.1 This Plan shall be governed by and construed in accordance with the laws of the Province of Ontario.

19. Compliance with Applicable Law

19.1 If any provision of the Plan or any Option contravenes any law or any order, policy, bylaw or regulation of any regulatory body or Exchange, then such provision shall be deemed to be amended to the extent required to bring such provision into compliance therewith.

SCHEDULE E: RESOLUTION FOR NUMBER OF DIRECTORS

RESOLUTION OF SHAREHOLDERS
OF
THE STREETWEAR CORPORATION.
(the "Corporation")

Be it resolved as a special resolution that:

1. the number of directors of the Corporation be fixed at five (5), and that the board of directors of the Corporation be empowered to determine from time to time the number of directors of the Corporation, such determination to be made by resolution of the board of directors; and

2. any one director or officer of the Corporation be and is hereby authorized and directed to execute and deliver, under seal or otherwise, all such documents and instruments and to do all such other acts and things as in the opinion of such director or officer of the Corporation may be necessary or desirable to give effect to this resolution.

SCHEDULE F: RESOLUTION TO CONSOLIDATE SHARES

RESOLUTION OF SHAREHOLDERS
OF
THE STREETWEAR CORPORATION.
(the "Corporation")

Be it resolved as a Special Resolution that:

1. The Articles of Incorporation shall be amended to reflect a consolidation of the issued and outstanding common shares by issuing three (3) of the outstanding and issued common shares into one (1) common share of the Corporation (the "Consolidation").

2. The Comsolidation will be effected in conjunction with the approval of the Acquisition of MezzaCap GmbH pursuant to a Special Resolution as per Schedule G.

SCHEDULE G: RESOLUTION TO APPROVE THE ACQUISITION OF MEZZACAP AND THE NAME CHANGE TO BITRUSH CORP

SCHEDULE G: RESOLUTION OF SHAREHOLDERS
OF
THE STREETWEAR CORPORATION.
(the "Corporation")

Be it resolved as a Special Resolution that:

1. Upon approval of the Consolidation pursuant to a Special Resolution per Schedule F the Corporation shall acquire 100% of MezzaCap GmbH in consideration of issuing 83,287,265 common shares to MobileUp GmbH, the sole owner of Mezzacap GmbH. In addition, The corporation shall issue 6% of such shares to be issued as finders fee.

2. The beneficial owner of MobileUp GmbH is Alfred Dobias who will serve on the board of directors of the Corporation commencing with the approval of this Resolution.

3. The name of the Corporation shell be changed to Bitrush Corp.

SCHEDULE H: FINANCIAL STATEMENTS OF STREETWEAR

The financial statements of the Issuer ("The Streetwear Corporation") for the years ending December 2014 and 2013, dated April 22, 2015 are attached hereto (Exhibit 1).

SCHEDULE I: FINANCIAL STATEMENTS OF MEZZACAP

The financial statements of the Target Company ("MezzaCap GmbH") for the years ending December 2014 and 2013, dated May 18, 2015 are attached hereto (Exhibit 2).

SCHEDULE J: PROFORMA STATEMENTS

The financial statements of the Resulting Issuer for the year ending December 2014 are attached hereto (Exhibit 3).

EXHIBIT 1

THE STREETWEAR CORPORATION

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2014 AND 2013

THE STREETWEAR CORPORATION

CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2014

CONTENTS

Management's Responsibility

To the Shareholders of The Streetwear Corporation. (the "**Corporation**"):

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors is composed of Directors who may be neither management nor employees of the Corporation. The Board is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving financial information. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Board is also responsible for recommending the appointment of the Corporation's external auditors.

Wasserman Ramsey, an independent firm of Chartered Accountants, is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Board and management to discuss their audit findings.

April 24, 2015

/s/ Peter Lukesch

Peter Lukesch

Chief Executive Officer and President

Wasserman Ramsay

Chartered Accountants

3601 Hwy 7 East, Suite 1008, Markham, Ontario L3R 0M3
Tel. 905-948-8637 Fax 905.948.8638
email: wram@wassermanramsay.ca

INDEPENDENT AUDITORS' REPORT

To the Shareholders of
The Streetwear Corporation:

We have audited the accompanying consolidated financial statements of The Streetwear Corporation and its subsidiary, which comprise the consolidated statements of financial position as at December 31, 2014 and 2013 and the consolidated statements of loss and comprehensive loss, equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of The Streetwear Corporation and its subsidiary as at December 31, 2014 and 2013 and the results of its operations, changes in equity and cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of matter

Without qualifying our opinion, we draw attention to note 1 in the consolidated financial statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Wasserman Ramsay

Markham, Ontario
April 24, 2015

Chartered Accountants
Licensed Public Accountants

The Streetwear Corporation
Consolidated Statements of Financial Position
(All Amounts are in Canadian Dollars)

As at December 31,	2014	2013
	$	$
ASSETS		
CURRENT		
Cash	30,667	108,979
Sundry receivables	19,907	8,376
Related party receivables (Note 12)	96,157	152,657
Prepaid expenses and deposits	1,833	7,150
	148,564	277,162
Evaluation and Exploration properties (Note 5)	82,042	82,042
TOTAL ASSETS	230,606	359,204
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilites (Note 12)	72,707	35,109
Notes payables (Note 6)	1,300	87,728
	74,007	122,837
SHAREHOLDERS´EQUITY (DEFICIENCY)		
Capital Stock (Note 7)		
Issued and Outstanding (2014 - 74,021,098, 2013 - 68.984.244)	992,315	896,878
Contributed Surplus (Note 8)	130,849	125,549
Accumulated Deficit	(966,565)	(786,060)
	156,599	236,367
TOTAL LIABILITIES AND EQUITY	230,606	359,204

Note 1 - Nature of organization
Note 15 - Contingencies
Note 21 Subsquent Events

Approved by the Board of Directors:

(s) "Peter Lukesch"
Peter Lukesch, Director

(s) "Franz Kozich"
Franz Kozich, Director

The accompanying notes form an integral part of these consolidated financial statements

The Streetwear Corporation
Consolidated Statements of Changes in Equity
(All Amounts are in Canadian Dollars)

	Number of Common Shares	Amount of Common Shares $	Contributed Surplus $	Deficit $	Shareholders` Equity $
Balance, December 31, 2012	24,849,351	54,709	85,326	(148,328)	(8,293)
Common share issuance for cash	8,232,538	170,897	40,223		211,120
Common share issuance of evaluation and exploration assets	2,000,000	40,000			40,000
Common share issuance for services	7,392,450	184,811			184,811
Issuance of common shares in the acquisition of ARC Exploration Inc.	26,509,905	530,198			530,198
Costs of raising funds		(83,737)			(83,737)
Net loss for the period				(637,732)	(637,732)
Balance, December 31, 2013	68,984,244	896,878	125,549	(786,060)	236,367
Common share issuance for debt settlement	3,536,854	70,737			70,737
Common shares issued for cash	1,500,000	24,700	5,300		30,000
Net loss for the period				(180,505)	(180,505)
Balance, December 31, 2014	74,021,098	992,315	130,849	(966,565)	156,599

The accompanying notes form an integral part of these consolidated financial statements

The Streetwear Corporation
Consolidated Statements of Operations and Comprehensive Loss
(All Amounts are in Canadian Dollars)

For the years ended December 31,	2014	2013
	$	$
Expenses		
Administrative expenses (Notes 10 and 12)	100,012	66,534
Business development expenses (Note 10)	7,132	6,945
Professional fees	73,361	34,055
	180,505	107,534
INCOME (LOSS) BEFORE UNDERNOTED	(180,505)	(107,534)
Share listing and transaction costs	-	(530,198)
NET LOSS AND COMPREHENSIVE LOSS	(180,505)	(637,732)
NET INCOME (LOSS) PER COMMON SHARE		
Basic	(0.003)	(0.020)
Diluted	(0.003)	(0.020)
Weighted Average Common Shares Outstanding	70,194,114	32,250,828

The accompanying notes form an integral part of these consolidated financial statements

The Streetwear Corporation
Consolidated Statements of Cash Flows
(All Amounts are in Canadian Dollars)

For the years ended December 31,	2014	2013
	$	$
Net income (loss) for the year	(180,505)	(637,732)
Add: Items not requiring an outlay of cash		
Management fees	60,000	-
Listing expenses	-	530,198
Share based payments	-	184,811
	(120,505)	77,277
Change in non-cash working capital items:		
Sundry receivables	(11,531)	(8,376)
Prepaid expenses and deposits	5,317	(1,500)
Accounts payable and accrued liabilities	37,598	8,045
CASH FLOWS PROVIDED BY(USED IN) OPERATING ACTIVITIES	(89,121)	75,446
CASH FLOWS FROM FINANCING ACTIVITIES		
(Increase) decrease in restricted cash	-	108,212
Related party	(3,500)	(152,657)
Issuance (decrease) of notes payables	(15,691)	(20,484)
Issuance of share capital (net of costs)	30,000	127,383
CASH FLOWS FROM FINANCING ACTIVITIES	10,809	62,454
CASH FLOWS FROM INVESTING ACTIVITES		
Investment in exploration and evaluation assets	-	(32,042)
CASH FLOWS FROM INVESTING ACTIVITES	-	(32,042)
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS FOR THE YEAR	(78,312)	105,858
CASH AND CASH EQUIVALENTS		
Beginning of the year	108,979	3,121
End of the Year	30,667	108,979
SUPPLEMENTAL INFORMATION		
Interest received	-	-
Interest paid	-	-
Income Taxes Paid	-	-
NON-CASH TRANSACTIONS		
Management fees	60,000	-
Listing expenses	-	530,198
Issuance of common shares for exploration and evaluation assets	-	40,000
Issuance of common shares for services	24,000	184,811
Issuance of common shares for debt	46,737	-

The accompanying notes form an integral part of these consolidated financial statements

1. Nature of Organization

Description of the Business

The Streetwear Corporation (the "**Corporation**") is incorporated under the laws of the Province of Ontario and is governed by the Business Corporation Act (Ontario). The Corporation's principal offices are located at 133 Richmond Street West, Suite 403, Toronto, Ontario.

The Corporation was created by the amalgamation of The Streetwear Corporation and Conquest Capital Corp. continuing under the name of The Streetwear Corporation. The amalgamation was consummated on January 21, 1999. Effective December 30, 2013, the Corporation completed a transaction with ARC Exploration Inc. ("**ARC**"), an entity incorporated under the Business Corporations Act (Ontario). This transaction was accounted for as a reverse takeover as the control of the Corporation was acquired by the former shareholders of ARC.

The business of the Corporation is that of an exploration company with mineral evaluation and exploration property in Canada.

These financial statements of the Corporation were authorized for issue in accordance with a resolution of the directors on April 24, 2015

Basis of Operations and Going Concern

These financial statements have been prepared in accordance with IFRS applied on a going concern basis, which assumes that the Corporation will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. As at December 31, 2014 the Corporation had no sources of operating cash flows. The Corporation will therefore require additional funding which, if not raised, would result in the curtailment of activities and project delays. The Corporation had a working capital of $ 74,557 as at December 31, 2014, and has incurred losses since inception, resulting in an accumulated deficit of $966,565 as at December 31, 2014. The Corporation's ability to continue as a going concern is uncertain and is dependent upon its ability to continue to raise adequate financing. There can be no assurances that the Corporation will be successful in this regard, and therefore, there is doubt regarding the Corporation's ability to continue as a going concern, and accordingly, the use of accounting principles applicable to a going concern. These financial statements do not reflect adjustments that would be necessary if the "going concern" assumption were not appropriate. If the "going concern" assumption were not appropriate for these financial statements, then adjustments to the carrying values of the assets and liabilities, the expenses and the balance sheet classifications, which could be material, would be necessary.

As an exploration company, funding to meet its exploration budget as well as working capital is dependent on the Corporation's ability to issue common shares or borrow funds. While the Corporation currently has sufficient funds on hand to meet its current budget for the foreseeable future, there is no certainty that the Corporation will be able to raise sufficient funds beyond this period.

The business of exploration involves a high degree of risk and capital commitment and there can be no assurance that current exploration programs will result in eventual profitable commercial mining operations. The Corporation has no source of revenue, and has significant cash requirements to meet its exploration costs and administrative overhead. Therefore, the Corporation will have to rely on its ability to raise additional funds by way of share issuances from its treasury and short term advances of capital from its directors and officers.

2. Summary of Significant Accounting Policies

Statement of Compliance
The financial statements of the Company as at and for the year ended December 31, 2014 have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("**IASB**") and interpretations of the International Financial Reporting Interpretations Committee ("**IFRIC**") in effect as of December 31, 2014.

These financial statements have been prepared on a historical cost basis except for certain financial assets, which are recorded at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

Basis of Measurement
These financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Use of Estimates and Judgments
The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to the financial statements are disclosed in note 3.

Functional and presentation currency
These financial statements are presented in Canadian dollars, which is the Corporation's functional currency.

Cash and Cash Equivalents
Cash and cash equivalents include demand deposits with banks, money market accounts, and other short-term investments with original maturities of 90 days or less.

Transactional Costs
The costs incurred relating to transactional costs are expensed as incurred.

*Exploration and evaluation ("**E&E**") assets*
The Corporation capitalizes all costs related to investments in E&E assets on a property-by-property basis in accordance with IFRS 6, Exploration for and Evaluation of Mineral Resources. Such costs include mineral property acquisition costs and exploration and development expenditures, net of any recoveries, and are monitored for indications of impairment. Where there are indications of a potential impairment, an assessment is performed for recoverability. Capitalized costs are charged to the statements of operations and comprehensive loss to the extent that they are not expected to be recovered. Exploration expenditures relate to the initial search for deposits with economic potential and to detailed assessments of deposits or other projects that have been identified as having economic potential. . Costs incurred prior to the Company obtaining legal rights to explore an area are expensed as incurred as required under the provisions of IFRS 6.

2. Summary of Significant Accounting Policies - continued

Once an economically-viable reserve has been determined for an area and the decision to proceed with development has been approved, exploration and evaluation assets attributable to that area are first tested for impairment and then reclassified to construction in progress within property, plant and equipment. Subsequent recovery of the resulting carrying value depends on successful development or sale of the undeveloped project. If a project does not prove viable, all irrecoverable costs associated with the project, net of any impairment provisions, are written off.

From time to time the Corporation may acquire or dispose of an exploration property pursuant to the terms of an option agreement. As the options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as exploration property costs and recoveries when the payments are made or received.

Environmental Rehabilitation
An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest and can be the result of a legal or constructive obligation. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflect the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the unit-of-production or loss over the economic life of the related asset, through amortization using either the unit-of-production or the straight-line method. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

The Corporation has no material restoration, rehabilitation and environmental costs as the disturbance to date is minimal.

Deferred Financing Costs
Financing costs related to the Corporation's proposed financing are recorded as deferred financing costs. These costs will be deferred until the financing is completed, at which time the costs will be charged against the proceeds received. If the financing does not close, the costs will be charged to statements of operations and comprehensive loss.

Incremental costs incurred in respect of raising capital are charged against equity or debt proceeds raised. Costs associated with the issuance of common share are charged to capital stock upon the raising of equity. Costs associated with the issuance of debt are amortized using the effective interest method over the life of the debt.

2. Summary of Significant Accounting Policies - continued

Income Taxes
Income tax expense comprises current and deferred tax. Income tax is recognized in the statements of operations and comprehensive loss except to the extent it relates to items recognized in other comprehensive income or directly in equity.

Current Income Tax
Current tax is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and tax laws that were enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred Tax
Deferred tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the statement of financial position. Deferred tax is calculated using tax rates and laws that have been enacted or substantively enacted at the end of the reporting period, and which are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax liabilities:

- are generally recognized for all taxable temporary differences; and
- are recognized for taxable temporary differences arising on investments in subsidiaries except where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future.

Deferred tax assets:

- are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized; and
- are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are not recognized in respect of temporary differences that arise upon initial recognition of goodwill or arise on initial recognition of assets and liabilities acquired other than in a business combination where at the time of transaction effects neither accounting profit or taxable income (tax loss).

2. Summary of Significant Accounting Policies - continued

Earnings (Loss) Per Share
Earnings (loss) per share is calculated by dividing the net loss applicable to common shares by the weighted average number of shares outstanding during the period. Diluted earnings (loss) per share is computed by dividing the net loss applicable to common shares by the diluted weighted average number of shares which assumes that all outstanding stock options granted with an exercise price below the average market value are exercised during the period. The difference between the number of shares assumed and the number of shares assumed purchased is then included in the denominator of the diluted earnings per share computation.

Non-derivative Financial Instruments
Non-derivative financial instruments are recognized when the Corporation becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Corporation has substantially transferred all risks and rewards of ownership. Non-derivative financial instruments are recognized initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transaction costs.

Financial assets are classified into the following categories: financial assets ‘at fair value through profit or loss’ (“**FVTPL**”), ‘held-to-maturity investments‘, ‘available-for-sale‘ financial assets and ‘loans and receivables‘. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Fair Value Through Profit or Loss
A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Derivatives are also included in this category unless they are designated as hedges.

Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the statement of operations. Gains and losses arising from changes in fair value are presented in the statement of operations within other gains and losses in the period in which they arise.

Financial assets and liabilities at fair value through profit or loss are classified as current except for the portion expected to be realized or paid beyond twelve months of the balance sheet date, which is classified as non-current.

Loans and Receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. Loans and receivables are initially recognized at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method.

2. Summary of Significant Accounting Policies - continued

Other Financial Liabilities
Other financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

Impairment of financial assets
Financial assets are assessed at each reporting date in order to determine whether objective evidence exists that the assets are impaired as a result of one or more events which have had a negative effect on the estimated future cash flows of the asset.

If there is objective evidence that a financial asset has become impaired, the amount of the impairment loss is calculated as the difference between its carrying amount and the present value of the estimated future cash flows from the asset discounted at its original effective interest rate. Impairment losses are recorded in earnings. If the amount of the impairment loss decreases in a subsequent period and the decrease can be objectively related to an event occurring after the impairment was recognized, the impairment loss is reversed up to the original carrying value of the asset. Any reversal is recognized in earnings.

The following is a summary of significant categories of financial instruments outstanding at December 31, 2014:

Cash and cash equivalents	Fair value through profit and loss
Sundry receivables	Loans and receivables
Accounts payable and accrued liabilities	Other financial liabilities
Notes payables	Other financial liabilities

Carrying value and fair value of financial assets and liabilities are summarized as follows:

Classification	Carrying Value	Fair value
Fair value through profit and loss	$ 30,667	$ 30,667
Loans and receivables	116,064	116,064
Other financial liabilities	74,007	74,007

Fair Value Hierarchy
The Corporation classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that prioritizes the inputs to valuation technique used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

2. Summary of Significant Accounting Policies - continued

Impairment of non-financial assets
The Corporation's assets are reviewed for indications of impairment at each statement of financial position's date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash generating units and then to reduce the carrying amount of the other assets the unit on a pro-rata basis.

Share-based Payments
Stock options issued by the Corporation are accounted for in accordance with the fair value based method. The fair value of options issued to directors, officers, employees of and consultants to the Corporation is charged to earnings over the vesting period of each tranche (graded vesting) with the offsetting amount recorded to contributed surplus. The historical forfeiture rate is also factored in to the calculations. When options are exercised, the amount received together with the amount previously recorded in contributed surplus, are added to capital stock. The fair value of warrants issued to agents in conjunction with a public offering is charged to share issue costs with an offsetting amount recorded to contributed surplus. Fair value is measured using the Black-Scholes option pricing model.

Equity Instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Corporation are recorded at the proceeds received, net of direct issue costs.

Warrants
The Corporation measures the fair value of warrants issued using the Black-Scholes option pricing model. The fair value of each warrant is estimated based on their respective issuance dates taking into account volatility, expected life, the dividend rate, and the risk free interest rate. The fair value of warrants issued in conjunction with an offering is charged to share issue costs with an offsetting amount recorded to contributed surplus. The fair value of warrants exercised is recorded as share capital, and the fair value of any expired warrants is recorded as contributed surplus general account.

Recent Accounting Pronouncements
Unless otherwise noted, the following new and revised standards and amendments are effective for the annual periods beginning on or after January 1, 2015. Management is evaluating the impact the adoption of these standards and amendments will have on the financial position of the Corporation.

2. Summary of Significant Accounting Policies - continued

IFRS 9, Financial Instruments is effective for annual periods beginning after January 1, 2018. The standard is the first part of a multi-phase project to replace IAS 39, Financial Instruments: Recognition and Measurement. The Company is currently assessing the impact, if any, adoption of this standard will have on the financial statements**.**

3. Summary of Accounting Estimates and Assumptions

The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the financial statements are:

Fair Value of Financial Instruments
The estimated fair value of financial assets and liabilities, by their very nature, are subject to measurement uncertainty.

Share-Based Payment Transactions
The Corporation measures the cost of share-based payment transactions with employees by reference to the fair value of the equity instruments. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determining and making assumptions about the most appropriate inputs to the valuation model including the expected life, volatility, dividend yield and forfeiture rate of the share option.
Income Taxes
Provisions for income taxes are made using the best estimate of the amount that is expected to be paid based on a qualitative assessment of all relevant factors. The Corporation reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were initially recorded, such differences will affect the tax provisions in the period in which such determinations are made.

(All Amounts are in Canadian Dollars)

4. Reverse Take-Over of the Corporation

As a result of the acquisition of ARC by the Corporation effective as of December 30, 2013, the former shareholders of ARC own 61.57% of the outstanding shares of the Corporation. In accordance with IFRS 3, the substance of this transaction is a reverse take-over of a non-operating company. This transaction does not constitute a business combination, as The Streetwear Corporation, prior to the reverse take-over, did not meet the definition of a business.

Accordingly, the take-over of The Streetwear Corporation is accounted for under IFRS 2 at the fair value of the equity instruments of the Company granted to the shareholders of ARC. The difference between the net assets acquired and the fair value of the consideration granted has been classified as a share listing and transaction cost expense on the consolidated statement of income (loss) and comprehensive income (loss).

The fair value of the consideration is determined based on the percentage of ownership of The Streetwear Corporation have in the combined entity after the reverse take-over. This represents the fair value of the shares the ARC would have issued for the ratio of ownership interest in the combined entity to be the same, if the transaction had taken the legal form of ARC acquiring 100% of the shares of the Corporation.

Based on the statements of financial position of The Streetwear Corporation at the time of the reverse take-over, the net assets at estimated fair value that were acquired by ARC were $Nil and the resulting share listing and transaction cost expense charged to the consolidated statement of income (loss) and comprehensive income (loss) is as follows:

Consideration		
Deemed issue of ARC shares	$	530,198
Identifiable assets acquired	$	Nil
Deemed share listing expense	$	530,198

5. Evaluation and Exploration Assets

On October 1, 2011, the Corporation entered into an Earn-in Option Agreement with Richmond Minerals Inc. (“**Richmond**” or the “**Vendor**”) for the Lac Colombet Property (the "**Property**"). The Agreement will permit the Corporation to earn a 100% interest in the Property as described, upon the payment of $10,000 and the issuance of 1,000,000 common shares of the Corporation to the Vendors, as well as the expenditure of a minimum of $250,000 in exploration costs prior to the second anniversary of the closing.

On January 15, 2013, a new agreement that would supersede the previous one was entered in to by Richmond and the Corporation that required total payments to be $15,000, inclusive of the $10,000 previously paid, and the issuance of 2,000,000 common shares of the Corporation at a deemed value of $0.02 per common share. The Corporation paid the additional $5,000 in March 2013 and issued the common shares in October 2013. No change took place in 2014. (see Note 21 Subsequent Events)

		Lac Colombet Property
Cash payments	$	15,000
Issuance of common shares		40,000
Acquisition costs		27,042
	$	82,042

(All Amounts are in Canadian Dollars)

6. Notes Payable

The notes payable are comprised of the cash advanced by third parties that are due on demand and as non-interest bearing loans.

As at December 31, 2014, there were $1,300 (2013 - $ 87,728) in notes payable.

7. Capital Stock

The Corporation is authorized to issue an unlimited number of common shares.

On September 22, 2014, the Corporation listed its common shares on the Canadian Stock Exchange (“CSE”), and in accordance with CSE policies the common shares held by insiders were placed in escrow, being 19,485,617common shares. As of December 31, 2014, 14,614,215 common shares remained in escrow and will be released as follows:

Date	Quantity
March 22, 2015	2,922,843
September 22, 2015	2.922,843
March 13, 2016	2,922,843
September 22, 2016	2,922,843
March 13, 2016	2,912,843

In November 2014 the Corporation issued 3,536,854 common shares at a deemed value of $ 0.02 per common share or $70,737 in total, to settle debt with arms-length individuals.

In December 2014, the Corporation closed a non-brokered private placement of $30,000 by issuing 1,500,000 units at a value of $0.02 per unit. Each unit consisted of one common share and one share purchase warrant to purchase a further common share at a price of $0.10 per share expiring on December 31, 2016.

8. Contributed Surplus

The Corporation’s contributed surplus consists of the following:

	General	Incentive Stock Option	Warrants	Total
Balance, December 31, 2012	$ ---	$ ---	$ 85.326	$ 85.326
Issuance of warrants	---	---	40.223	40.223
Balance, December 31, 2013 and 2014	$ ---	$ ---	$ 125.549	$ 125.549
Issuance of warrats	---	---	5,300	5,300
			$ 130,849	$ 130,849

(All Amounts are in Canadian Dollars)

9. Warrants

The fair value of the warrants issued iwas based on the Black Scholes option-pricing model. The following assumptions were used to value them:

	Fiscal 2013
Number of warrants	7,897,509
Exercise price	$ 0.10
Average Expected life	2.60 years
Weighted average risk-free interest rate	1.72%
Weighted average expected volatility	100%
Dividend yield	0.0%
Forfeiture rate	0.0%
Average Fair value	$0.007

	Fiscal 2014
Number of warrants	1,500,000
Exercise price	$0.10
Average Expected life	2.00 years
Weighted average risk-free interest rate	1.72%
Weighted average expected volatility	100%
Dividend yield	0.0%
Forfeiture rate	0.0%
Average Fair value	$0.004

The warrants activity is summarized below:

	Number	Weighted Average Exercise Price
Balance, January 1, 2013	6,686,581	$ 0.10
Issued	7,897,509	0.10
Exercised	-	N/A
Expired	-	N/A
Forfeited	-	N/A
Balance, December 31, 2013	14,584,090	$ 0.10
Issued	1,500,000	0.10
Exercised	-	N/A
Expired	-	N/A
Forfeited	-	N/A
Balance December 31, 2014	16,084,090	$ 0.10

(All Amounts are in Canadian Dollars)

The warrants that are issued and outstanding as at December 31, 2014 are as follows:

Number of Warrants	Type	Issuance Date	Expiry Date
3,195,385	Warrant	April 2011	December 31, 2015
200,000	Warrant	May 2011	December 31, 2015
500,000	Warrant	September 2011	December 31, 2015
376,594	Warrant	December 2011	December 31, 2015
1,892,041	Warrant	January 2012	December 31, 2015
100,000	Warrant	August 2012	December 31, 2015
400,000	Warrant	October 2012	December 31, 2015
22,561	Warrant	November 2012	December 31, 2015
437,222	Warrants	January 2013	December 31, 2015
4,000,000	Warrants	February 2013	December 31, 2015
62,500	Warrants	June 2013	December 31, 2015
410,635	Warrants	July 2013	December 31, 2015
337,227	Warrants	October 2013	December 31, 2015
2,649,925	Warrants	December 2013	December 31, 2015
1,500,000	Warrants	December 2014	December 31, 2016

10. General and Administrative Expenses

	2014	2013
Bank charges	$ 325	$ 169
General	108	173
Management fees	60,000	57,324
Consulting fees	24,450	-
Regulatory and filing fees	15,129	8,868
	$ 100,012	$ 66,534

11. Business Development Expenses

	2014	2013
Shareholder communications	$ 1,690	$ 4,702
Meals & entertainment	823	224
Travel	4,619	2,019
	$ 7,132	$ 6,945

(All Amounts are in Canadian Dollars)

12. Related Party Transactions

Amounts due from and to the related parties, are a result of transactions with entities controlled by shareholders, officers or directors of the Corporation. These amounts are non-interest bearing, unsecured and not subject to specific terms of repayment unless stated.

As at December 31, 2014, the Corporation owed $1,300 (2013 - $Nil) resulting from a short term loan from a board member. In addition, the Corporation had a receivable from entities with common directors of $ 96,157 (2013 – $152,657). During the year ended December 31, 2014 the Corporation incurred management expense in the amount of $ 60,000 (2013 - $57,324), which were charged against the above stated amounts receivables. Included in accounts payable and accrued liabilities is $5,660 owing to Peter Lukesch, the President and CEO of the Company.

During the year ended December 31, 2014, the Corporation settled related party loans in the amount of $46,737 (2013 - $Nil), via the issuance of 2,336,854 common shares at a deemed value of $0.02 per common shares and issued 1,200,000 common shares to the same related parties at a deemed value of $0.02 for services provided in the amount of $24,000.

13. Income Taxes

The Corporation's effective income tax rate differs from the amount that would be computed by applying the combined federal and provincial statutory rate of 26.5% (2013 – 26.5%) to the net loss for the periods. The reason for the difference is as follows:

		2014		2013
Statutory Rate		26.5%		26.5%
Loss before income taxes	$	(180,505)	$	(637,732)
Recovery of income taxes based on statutory rate		(47,830)		(168,999)
Adjustment to income taxes:				
Non-deductible items				- 140,502
Change in deferred tax assets not recognized		47,830		28,497
Income tax recovery	$	- - -	$	- - -

The Corporation's deferred income tax asset, computed by applying a future federal and provincial statutory rate of 26.5% (2013 – 26.5%), comprises the following:

		2014		2013
Non-capital losses carried forward	$	111,400	$	89,369
Exploration and evaluation assets		20,500		-
Deferred tax assets not recognized		(90,900)		(89,369)
	$	- - -	$	- - -

At December 31, 2014, the Corporation has a non-capital loss of $510,716 (2013 - $337,245) available for carry-forward, which has not been recognized in these financial statements. These losses expire starting in fiscal years ending in 2031 through to 2034.

Deferred tax assets have not been recognized because at this stage of the Corporation's development, it is not determinable that future taxable profit will be available against which the Corporation can utilize such deferred income tax asset.

14. Commitment

The Corporation has not entered in to any contract that requires a minimum payment.

15. Contingencies

From time to time, the Corporation may be exposed to claims and legal actions in the normal course of business, some of which may be initiated by the Corporation. As of December 31, 2014 and 2013, no material claims were outstanding.

16. Financial Instruments and Risk Management

Risk Management

In the normal course of business, the Corporation is exposed to financial risk that arises from its indebtedness, including fluctuations in interest rates and in the credit quality of its customers. Management's involvement in operations helps identify risks and variations from expectations.

The Corporation does not manage risk through the use of hedging transactions. As a part of the overall operation of the Corporation, management takes steps to avoid undue concentrations of risk. The Corporation manages the risks, as follows:
The Corporation manages its common shares, stock options and warrants as capital. The Corporation's objectives when managing capital is to safeguard the Corporation's ability to continue and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Corporation may prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions

Liquidity Risk

Liquidity risk is the risk that the Corporation cannot meet its financial obligations associated with financial liabilities in full. The primary source of liquidity is net operating income, which is used to finance working capital and capital expenditure requirements, and to meet the Corporation's financial obligations associated with financial liabilities.

Additional sources of liquidity are debt and equity financing, which is used to fund additional operating and other expenses and retire debt obligations at their maturity.

Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates may have an effect on the cash flows associated with some financial instruments, known as interest rate cash flow risk, or on the fair value of other financial instruments, known as interest rate price risk.

Obtaining long-term debt with fixed interest rates minimizes interest rate cash flow risk.

The Corporation does not trade in financial instruments and is not exposed to and significant interest rate price risk.

17. Financial Instruments and Risk Management - continued

Market Risk
Market risk is the risk that changes in market price, such as foreign exchange rates, commodity prices, and interest rates will affect the Corporation's net income or the value of financial instruments. These risks are generally outside the control of the Corporation. The objectives of the Corporation are to mitigate market risk exposure within acceptable limits, while maximizing returns.

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Credit Risk
Credit risk related to accounts receivable arises from the possibility that debtors may be unable to fulfill their commitments. For a financial asset, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. The Corporation mitigates this risk by regularly monitoring the financial health and aging of any amounts due from its debtors.
As of the date of these financial statements the Corporation's only debtors are the government of Canada for the harmonized goods and services ("**HST**") receivable and therefore the Corporation does not believe it is currently exposed to any significant credit risk and related party balances.

Commodity Risk
The nature of the Corporation's operations results in exposure to fluctuations in commodity prices. As at December 31, 2014, the Corporation did not have any significant exposure to derivative financial instrument agreements or fixed physical contracts. The Corporation is particularly exposed to the risk of movements in the price of base metals. Declining market prices for base metals could have a material effect on the Corporation's future profitability and ability to raise capital if and when required, and the Corporation's current policy is not to materially hedge its exposure to base metals in order to provide a more direct exposure for shareholders.

Currency Risk
Currency risk is the risk that changes in foreign exchange rates may have an effect on future cash flows associated with financial instruments. At December 31, 2014 and 2013, the Corporation did not have any foreign denominated currencies**.**

Other Price Risk
Other price risk is the risk that changes in market prices, including commodity or equity prices, will have an effect on future cash flows associated with financial instruments. The cash flows associated with financial instruments of the Corporation are not exposed to other price risk.

Fair Values
Financial instruments include cash, sundry receivable, and accounts payable and accruals. The carrying values of these financial instruments approximate fair value due to the short term nature of financial instruments.

18. Capital Management and Liquidity

The Corporation manages its cash, common shares, stock options and warrants as capital. The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Corporation prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

In order to maximize ongoing exploration efforts, the Corporation does not pay out dividends. The Corporation's investment policy, in general, is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with maturities of 365 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. The nature of the industry in which the Corporation operates is very capital intensive. As a result, the Corporation prepares annual capital expenditure budgets and utilizes authorizations for expenditures for projects to manage capital expenditures.

The Corporation's strategy is to satisfy its liquidity needs using cash on hand, cash flows generated from operating activities and through its revolving advances facility. Revenue, available cash balances, draws on the revolving advances credit facility and financing of indebtedness are the Corporation's principal sources of capital used to pay operating expenses and recurring capital and leasing costs in its business.

The principal liquidity needs for periods beyond the next twelve months are for non-recurring capital expenditures, development costs and potential mining expansion. The Corporation's strategy is to meet these needs with one or more of the following:

- cash flows from operations;
- common share and warrants offering;
- proceeds from sales of assets; and
- revolving advances facility.

The following table presents the contractual maturities of the Corporation's financial liabilities as at December 31, 2014:

			Payments by Periods		
	Total	< 1 Year	1 - 3 Years	4 - 5 Years	After 5 Years
Accounts payable and accrued liabilities	$ 72,707	$ 72,707	$ - - -	$ - - -	$ - - -
Notes payable	1,300	1,300	- - -	- - -	- - -

(All Amounts are in Canadian Dollars)

19. Financial Instruments

The Corporation's operations expose the Corporation to market risk, credit risk, and liquidity risk. The Corporation manages its exposure to these risks by operating in a manner that minimizes these risks. Senior management employs risk management strategies and policies to ensure that any exposure to risk is in compliance with the Corporation's business objectives and risk tolerance levels. The Board of Directors has overall responsibility for the establishment and oversight of the Corporation's risk management framework. The Board has established policies in setting risk limits and controls and monitors these risks in relation to market conditions.

Fair Value of Non-Derivative Financial Instruments

Fair value is the amount that willing parties would accept to exchange a financial instrument based on the current market for instruments with the same risk, principal and remaining maturity. The fair value of interest bearing financial assets and liabilities is determined by discounting the contractual principal and interest payments at estimated current market interest rates for the instrument. Current market rates are determined by reference to current benchmark rates for a similar term and current credit spreads for debt with similar terms and risk. The carrying value and fair value of financial instruments being of equal value are as follows:

	2014	2013
Financial assets		
Cash and cash equivalents	$ 30,667	$ 108,979
Sundry receivable	19,907	8,376
Related party receivables	96,157	152,657
Financial liabilities		
Accounts payable and accrued liabilities	72,707	35,109
Notes payable		87,728
Related party payable	1,300	-

(b) Fair Value Hierarchy

The Corporation values instruments carried at fair value using quoted market prices, where available. Quoted market prices represent a Level 1 valuation. When quoted market prices are not available, the Corporation maximizes the use of observable inputs within valuation models. When all significant inputs are observable, the valuation is classified as Level 2. Valuations that require the significant use of unobservable inputs are considered Level 3.

The following table outlines financial assets and liabilities measured at fair value in the consolidated financial statements and the level of the inputs used to determine those fair values in the context of the hierarchy as defined above:

	Level 1	Level 2	Level 3	Total
Assets				
Cash and cash equivalents	$ 30,667	$ - - -	$ - - -	$ 30,667
Sundry receivables	- - -	19,907	- - -	19,907
Related party receivable	- - -	96,157	- - -	96,157
Total Assets	$ 30,667	$ 116,064	$ - - -	$ 146,731

(All Amounts are in Canadian Dollars)

20. Financial Instruments - continued

	Level 1	Level 2	Level 3	Total
Liabilities				
Accounts payable and accrued liabilities	$ 72,707	$ - - -	$ - - -	$ 72,707
Related party payables	- - -	1,300	- - -	1,300
Total liabilities	$ 72,707	$ 1,300	$ - - -	$ 74,007

Level 3 fair values are based on a number of valuation techniques other than observable market data. There are no level 3 values currently recorded on the balance sheet of the Corporation. .

21. Subsequent events

Following the balance sheet date the following material events took place:

Acquisition:

As of March 11, 2015 the Corporation announced that it has executed an agreement-in-principle ("AiP") with MezzaCap GmbH ("MezzaCap") and its sole shareholder, MobileUp GmbH ("MobileUp**"**) pursuant to which the Company will acquire from MobileUp 100% of the issued and outstanding shares of MezzaCap (the "MezzaCap Shares"), a private international investment company concentrating on "block chain" technologies and cryptocurrencies such as bitcoins (the "Transaction"). The Transaction will represent a "fundamental change" pursuant to the policies of the Canadian Securities Exchange ("**CSE**").

Pursuant to the AiP, Streetwear will acquire the MezzaCap Shares in consideration of an issuance to MobileUp of 83,287,265 common shares in the capital of the Company (the **"Share Consideration**"). Upon completion of the Transaction, the Share Consideration held by MobileUp will represent approximately 51% of the issued and outstanding common shares of the Company.

In addition, MobileUp can earn up to 83,746,586 common shares in the capital of the Company (the "Bonus Consideration") if certain performance milestones are met on or before December 31, 2015. If earned in full, and when issued, the Bonus Consideration, when added to the Share Consideration held by MobileUp, will represent 65% of the issued and outstanding common shares of the Company. All percentage ownership amounts of MobileUp assume that there are no further common share issuances other than issuances related to the financing and the finder's fee (the "**Finder's Fee**") described below.

A Finder's Fee of 6% of the issued and outstanding common shares issued to MobileUp will be reserved to be issued to an unrelated financial advisor once the Transaction is completed and the Bonus Consideration fully earned and paid.

Proposed financing:

The Company further announces a proposed non-brokered private placement financing of units (each, a "Unit") of securities of the Company for aggregate gross proceeds of up to $300,000 at a price of $0.05 per Unit with each Unit comprising one common share of the Company and one warrant to acquire one common share of the Company exercisable for a period of two years following the closing of the Offering at an exercise price of $0.10 per share. The proceeds of the Offering will be used to acquire privately owned companies that are in the business of providing services related to bitcoin applications.

Additionally, in connection with the completion of the Transaction, Streetwear will change its business focus to invest in "block chain" technologies and cryptocurrencies and attempt to expand on MezzaCap's recent success with "bitcoin" related projects and ownership of growth-oriented "bitcoin" payment websites.

The Company intends to change its name to "MezzaCap Corporation" upon the completion of the Transaction.
The completion of the Transaction is subject to the approval of the Canadian Securities Exchange and the Company's shareholders which the Company will pursue at the Annual Shareholder Meeting which will be held as soon as practicable.

Mining properties:

Upon closing of the above noted transaction the company plans to exit the mining business and will attempt to sell its exploration and evaluation assets. If the Company is unable to sell the claims the carrying value of the claims in the amount of will be written down to nil.

EXHIBIT 2

MezzaCap Corporation

FINANCIAL STATEMENTS

DECEMBER 31, 2014 AND 2013

THE MEZZACAP CORPORATION

FINANCIAL STATEMENTS

DECEMBER 31, 2014 AND 2013

CONTENTS

Management's Responsibility

To the Owner of MezzaCap Corporation. (the "**Corporation**"):

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors is composed of Directors who may be neither management nor employees of the Corporation. The Board is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving financial information. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Board is also responsible for recommending the appointment of the Corporation's external auditors.

Wasserman Ramsey, an independent firm of Chartered Accountants, is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Board and management to discuss their audit findings.

May 18 , 2015

/s/Alfred Dobias
Chief Executive Officer

STATEMENT OF FINANCIAL POSITION

For the years ended December 31, 2014 and 2013	2014	2013
ASSETS		
CURRENT		
Cash	2.686	11.239
Sundry receivables	0	501
Related party receivables	1.903	0
Deposits	504	0
	5.093	11.740
Fixtures and Furniture	546	953
Investments in intellectual property	254.403	265.930
Investments in joint ventures	6.306	0
Securities for sale	15.346	0
	21.651	0
Total	281.694	278.622
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilites	15.940	1.857
Related party payables	6.925	0
Other payables	4.221	0
	27.086	1.857
Convertible bonds	310.902	324.988
SHAREHOLDERS´EQUITY (DEFICIENCY)		
Paid in Capital	14.132	14.772
Accumulated Deficit	-70.425	-62.994
	-56.294	-48.222
TOTAL	281.694	278.623

STATEMENTS FOR THE CHANGES IN EQUITY

For the year ended December 31, 2014

	Share Capital	Deficit
Set up of the company		14.772
Net loss for the period	-62.994	-62.994
Balance, December 31, 2013	-62.994	**-48.222**
Net loss for the period	-10.162	-10.162
Balance, December 31, 2014	**-73.156**	**-58.384**

STATEMENTS OF OPERTIONS AND COMPREHENSIVE LOSS

For the years ended December 31, 2014 and 2013

	2014	2013
Bitcoin revenue		
Consulting and management fees	49.189	0
Advertising revenue	21.980	0
	71.169	0
Expenses		
Administrative expenses	-5.371	-2.272
Business development expenses	-172.449	-259.478
Selling expenses	-9.918	0
Professional fees	-637	-1.477
Other items (debt waiver)	107.402	200.420
	-80.974	-62.807
EBITDA	-9.805	-62.807
Interest Income/Loss	8	4
Depreciation/Amortization	-365	-191
Net Income	-10.162	-62.994

STATEMENT OF CASH FLOWS

For the years ended December 31, 2014 and 2013

	2014	2013
Net income (loss) for the year	-10.162	-62.994
Depreciation/amortization	365	191
Debt waiver	-107.402	-200.420
	-117.199	-263.224
Change in non-cash working capital items:		
Sundry receivables	479	-501
Prepaid expenses and deposits	-2.406	0
Accounts payable and accrued liabilities	132.712	1.857
CASH FLOWS PROVIDED BY(USED IN) OPERATING ACTIVITIES	13.585	-261.868
Investments in tangible assets	-15.346	-1.144
Investments in intangible assets	-6.306	-6.421
CASH FLOWS USED in TANGIBLE/INTANGIBLE ASSETS	-21.651	-7.565
CASH FLOWS FROM FINANCING ACTIVITIES		
(Increase) decrease in restricted cash	0	0
Issuance (decrease) of notes payables	0	265.900
Issuance of share capital (net of costs)	0	14.772
CASH FLOWS FROM FINANCING ACTIVITIES	0	280.672
CASH FLOWS USED IN OPERATING ACTIVITIES	13.585	-261.868
CASH FLOWS Paid for INVESTING ACTIVITES	-21.651	-7.565
CASH FLOWS FROM Financing ACTIVITES	0	280.672
DECREASE IN CASH AND CASH EQUIVALENTS FOR THE YEAR	-8.066	11.239
CASH AND CASH EQUIVALENTS		
Beginning of the year	10.752	0
End of the Year	2.686	11.239

SUPPLEMENTAL INFORMATION

Interest received

Interest paid

Income Taxes Paid

Exchange Rates EUR:CAD

1. Nature of Organization and Going Concern

Description of the Business

MezzaCap was incorporated on October 15, 2013 in Austria (registered with FN 405032 k at the Commercial Court in Vienna, Austria) pursuant to the laws of Austria and has its registered office at Mooslackengasse 17, A-1190 Vienna, Austria.

MezzaCap's principal business is the development and operation of bitcoin/cryptocurrency projects as well as the hosting, development and operation of bitcoin and cryptocurrency related websites and online services. Currently MezzaCap operates more than 20 cryptocurrency sites and portals:

- **Pink Tussy's Coinworld** (www.pinktussy.co)- a Bitcoin Infotainment Portal with an affiliate system,
- **MezzaBank Finance Portal(www.mezzabank.com)** –
- **JokerTimes** (www.jokertimes.co) – a Bitcoin Lottery Portal,
- **Golden Coins** (www.goldencoins.co) – a Bitcoin gaming portal,

In addition to its own portal page, MezzaCap is involved as incubator into promising startups operating the following cryptocurrency websites:

- Coincheckin – a Bitcoin gaming site
- CoinDigger – a Bitcoin gaming site
- Dogecheckin – a Dogecoin gaming site
- Litecheckin – a Litecoin gaming site
- Coins4America – a free Bitcoin (faucet) site
- Coins4Games – a free Bitcoin (faucet) site

As of this portal strategy, the company has developed an ad broker – CoinAdvert (www.coinadvert.net) - who brokers with ad space from websites. For each mediated advertising space CoinAdvert receives a fee from the respective websites. The billing is done on "per view" or "per click" basis. This is similar to the Google AdSense approach.

Basis of Operations and Going Concern

These financial statements have been prepared in accordance with IFRS applied on a going concern basis, which assumes that the Corporation will be able to realize its assets and discharge its liabilities in the normal course of business,

2. Summary of Significant Accounting Policies

Statement of Compliance

The financial statements of the Company as at and for the year ended December 31, 2014 have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("**IASB**") and interpretations of the International Financial Reporting Interpretations Committee ("**IFRIC**") in effect as of December 31, 2014.

These financial statements have been prepared on a historical cost basis except for certain financial assets, which are recorded at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

Basis of Measurement
These financial statements have been prepared on an accrual basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Use of Estimates and Judgments
The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates. Areas where estimates are significant to the financial statements are disclosed in note 3.

Functional and presentation currency
These financial statements are presented in Euros, which is the Corporation's functional currency.

Cash and Cash Equivalents
Cash and cash equivalents include demand deposits with banks, money market accounts, and other short-term investments with original maturities of 90 days or less.

Intangible Assets
Intangible assets acquired from third-parties are recognized at acquisition costs, amortization is accounted for to the extent that they were subject to wear and tear.

Intellectual Property
Investments in intellectual property represent acquired investments in domains and other intellectual properties related with the Bitcoin Business and are stated at acquisition cost.

Investments in joint ventures
Investments in joint ventures are accounted for at acquisition costs.

Securities (held for sale)
Securities for sale are accounted at market value.
The Company´s wholly-owned subsidiary, Campus Loosdorf set up in 2014 at a nominal value of $14,772 (€10.000*), concentrates on real-estate crowdfunding and is about to be sold at nominal value in the second quarter of this business year (therefore no consolidation was done for business year 2014).

Impairment assessment
At each financial position reporting date, the carrying amounts of the Corporations`s assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the assets are estimated in order to determine the extent of the impairment, if any. At Dec, 31, 2014, there were no indicators that suggested that the Corporations`s assets were impaired.

Income Taxes
Income tax expense comprises current and deferred tax. Income tax is recognized in the statements of operations and comprehensive loss except to the extent it relates to items recognized in other comprehensive income or directly in equity.

Current Income Tax
Current tax is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and tax laws that were enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred Tax
Deferred tax is recognized on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the statement of financial position. Deferred tax is calculated using tax rates and laws that have been enacted or substantively enacted at the end of the reporting period, and which are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax liabilities:

- are generally recognized for all taxable temporary differences; and
- are recognized for taxable temporary differences arising on investments in subsidiaries except where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future.

Deferred tax assets:

- are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized; and
- are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are not recognized in respect of temporary differences that arise upon initial recognition of goodwill or arise on initial recognition of assets and liabilities acquired other than in a business combination where at the time of transaction effects neither accounting profit or taxable income (tax loss).

Non-derivative Financial Instruments
Non-derivative financial instruments are recognized when the Corporation becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Corporation has substantially transferred all risks and rewards of ownership. Non-derivative financial instruments are recognized initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transaction costs.

Financial assets are classified into the following categories: financial assets 'at fair value through profit or loss' ("**FVTPL**"), 'held-to-maturity investments', 'available-for-sale' financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Fair Value Through Profit or Loss
A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Derivatives are also included in this category unless they are designated as hedges.

Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the statement of operations. Gains and losses arising from changes in fair value are presented in the statement of operations within other gains and losses in the period in which they arise.

Financial assets and liabilities at fair value through profit or loss are classified as current except for the portion expected to be realized or paid beyond twelve months of the balance sheet date, which is classified as non-current.

Loans and Receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. Loans and receivables are initially recognized at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method.

Revenue recognition
The Corporation generates advertising revenues in operating Bitcoin websites on a global scale. Advertising revenue is accounted for when credited by Google Adsense and other Bitcoin advertising systems.

Cryptocurrency
Bitcoin expenses are accounted for at the exchange rate at the date of the purchase of the Bitcoin. Bitcoin revenue are accounted for at the exchange rate ruling at the date when the Bitcoins are transferred to the Corporation´s wallet.

Other Financial Liabilities
Other financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

Impairment of financial assets
Financial assets are assessed at each reporting date in order to determine whether objective evidence exists that the assets are impaired as a result of one or more events which have had a negative effect on the estimated future cash flows of the asset.

If there is objective evidence that a financial asset has become impaired, the amount of the impairment loss is calculated as the difference between its carrying amount and the present value of the estimated future cash flows from the asset discounted at its original effective interest rate. Impairment losses are recorded in earnings. If the amount of the impairment loss decreases in a subsequent period and the decrease can be objectively related to an event occurring after the impairment was recognized, the impairment loss is reversed up to the original carrying value of the asset. Any reversal is recognized in earnings.

The following is a summary of significant categories of financial instruments outstanding at December 31, 2014:

Cash and cash equivalents	Fair value through profit and loss
Sundry receivables	Loans and receivables
Accounts payable and accrued liabilities	Other financial liabilities
Notes payables	Other financial liabilities

Carrying value and fair value of financial assets and liabilities are summarized as follows:

Classification	Carrying Value	Fair value
Cash	2,686	2,686
Loans and receivables	2,407	2,407
Accounts payable and accrued liabilities	27,086	27,086
Other financial liabilities	310,902	310,902

Fair Value Hierarchy
The Corporation classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that prioritizes the inputs to valuation technique used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

As of December 31, 2014 and 2013 cash and cash equivalents are measured at fair value and are classified within Level 1 of the fair value hierarchy.

Impairment of non-financial assets
The Corporation's assets are reviewed for indications of impairment at each statement of financial position's date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit and loss for the period. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to cash generating units and then to reduce the carrying amount of the other assets the unit on a pro-rata basis.

Equity Instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Corporation are recorded at the proceeds received, net of direct issue costs.

Recent Accounting Pronouncements
Unless otherwise noted, the following new and revised standards and amendments are effective for the annual periods beginning on or after January 1, 2014. Management is evaluating the impact the adoption of these standards and amendments will have on the financial position of the Corporation.

IFRS 9 - Financial Instruments
IFRS 9, "Financial Instruments" ("**IFRS 9**") was issued by the IASB in November 2009 and will replace IAS 39, "Financial Instruments: recognition and Measurement" ("**IAS 39**"). IFRS 9 replaces the multiple rules in IAS 39 with a single approach to determine whether a financial assets is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having two categories: amortized cost or fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and contractual cash flow characteristics of the financial assets.

Requirements for financial liabilities were added to IFRS 9 in October 2010 and they largely carried forward existing requirements in IAS 39, except that fair value change due to credit risk for liabilities designated at fair value through profit and loss are generally recorded in other comprehensive income. This standard is effective for annual periods beginning on or after January 1, 2015.

Foreign Exchange Rate
The statements were transferred from Euros into Canadian Dollars using the following foreign exchange rates (prevailing on December 31, 2014 and December 31, 2013, respectively):
2014: 1 Euro equaling 1.41319 Canadian Dollar
2013: 1 Euro equaling 1.47722 Canadian Dollar

3. Summary of Accounting Estimates and Assumptions

The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the financial statements are:

Fair Value of Financial Instruments
The estimated fair value of financial assets and liabilities, by their very nature, are subject to measurement uncertainty.

Income Taxes
Provisions for income taxes are made using the best estimate of the amount that is expected to be paid based on a qualitative assessment of all relevant factors. The Corporation reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were initially recorded, such differences will affect the tax provisions in the period in which such determinations are made.

4. Non Current Assets

Intellectual Property
Investments in intellectual property represent acquired investments in more than 15 domains and websites d operating in the Bitcoin Business

Investments in joint ventures
Investments in joint ventures represent acquisition costs for a 50% share of the following websites:
Coincheckin – a Bitcoin gaming site
CoinDigger – a Bitcoin gaming site
Coinadvert – a Bitcoin adbroker

Securities (held for sale)
The Company´s wholly-owned subsidiary, Campus Loosdorf set up in 2014 at a nominal value of €10.000 ($14,772), concentrates on real-estate crowdfunding and is about to be sold at nominal value in the second quarter of this business year (therefore no consolidation was done for business year 2014).

5. Long term debt

Convertibles

The long term debt are comprised of the cash advanced by third parties that are due on demand and are non-interest bearing loans, which can be converted on request by the lender in equity. The due date of the convertibles are September 30, 2018. The notice to convert the debt must be sent to the company as of December 31, 2017, at the latest.

As at December 31, 2014, there were $310,902 (2013 - €324,988) in notes payable.

6. Capital Stock

The Capital stock of the Company amounting to $ 14,132 (€ 10,000) is wholly owned by Mobileup GmbH, also located in Vienna Austria.

7. Business Development Expenses

	2014	2013
Cryptocurrencies spent	€ 17,987	Nil
Consulting expenses	154,462	- 259,478
	€ 172,449	259,478

8. Debt waiver

Mid October 2013 the Corporation bought domains and websites from Werner Boehm, a Bitcoin software developer for acquisition costs of $ 259,508. As of December 31, 2013 Werner Böhm waived $ 200,420 of his debt. In addition $ 59.089 were transformed to a convertible bond.

As of December 31, 2014 Werner Boehm agreed again on a debt waiver and on compensation from future profits for payables of the Corporation amounting to $ 107,402 (incurred in 2014).
Only if the Cash Flow of the Corporation would exceed a certain level during a two years period, $ 107,402 will have to be repaid.

9. Related Party Transactions

Amounts due from and to the related parties, are a result of transactions with entities controlled by shareholders, officers or directors of the Corporation. These amounts are non-interest bearing, unsecured and not subject to specific terms of repayment unless stated.

As at December 31, 2014, the Corporation owed $ 6,925 (2013 - €Nil) resulting from a short term loan from Campus Loosdorf GmbH (wholly owned subsidiary. In addition, the Corporation had a receivable from the holding company amounting to $ 1,902 (2013 – €nil).

10. Income Taxes

The Corporation's effective income tax rate differs from the amount that would be computed by applying the combined federal and provincial statutory rate of 25% (2013 – 25%) to the net loss for the periods. The reason for the difference is as follows:

	2014	2013
Statutory Rate	25%	25%
Loss before income taxes	$ (10,162)	(62,994)
Recovery of income taxes based on statutory rate	(2,541)	(16,118)
Adjustment to income taxes:		
Non-deductible items		- -
Change in deferred tax assets not recognized	2,541	16,118
Income tax recovery	$ - - -	- - -

The Corporation's deferred income tax asset, computed by applying a future federal and provincial statutory rate of 25% (2013 – 25%), comprises the following:

	2013	2013
Non-capital losses carried forward	16,118	
Deferred tax assets not recognized	(16,118)	
	$ - - -	- - -

Deferred tax assets have not been recognized because at this stage of the Corporation's development, it is not determinable that future taxable profit will be available against which the Corporation can utilize such deferred income tax asset.

11. Commitment

The Corporation has not entered in to any contract that requires a minimum payment.

12. Contingencies

From time to time, the Corporation may be exposed to claims and legal actions in the normal course of business, some of which may be initiated by the Corporation. As of December 31, 2014 and 2013, no material claims were outstanding.

13. Financial Instruments and Risk Management

Risk Management
In the normal course of business, the Corporation is exposed to financial risk that arises from its indebtedness, including fluctuations in interest rates and in the credit quality of its customers. Management's involvement in operations helps identify risks and variations from expectations.

The Corporation does not manage risk through the use of hedging transactions. As a part of the overall operation of the Corporation, management takes steps to avoid undue concentrations of risk. The Corporation manages the risks, as follows:

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

In order to facilitate the management of its capital requirements, the Corporation may prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions

Liquidity Risk

Liquidity risk is the risk that the Corporation cannot meet its financial obligations associated with financial liabilities in full. The primary source of liquidity is net operating income, which is used to finance working capital and capital expenditure requirements, and to meet the Corporation's financial obligations associated with financial liabilities.

Additional sources of liquidity are debt and equity financing, which is used to fund additional operating and other expenses and retire debt obligations at their maturity.

Interest Rate Risk

Interest rate risk is the risk that changes in market interest rates may have an effect on the cash flows associated with some financial instruments, known as interest rate cash flow risk, or on the fair value of other financial instruments, known as interest rate price risk.

Obtaining long-term debt with fixed interest rates minimizes interest rate cash flow risk.

The Corporation does not trade in financial instruments and is not exposed to and significant interest rate price risk.

Market Risk

Market risk is the risk that changes in market price, such as foreign exchange rates, commodity prices, and interest rates will affect the Corporation's net income or the value of financial instruments. These risks are generally outside the control of the Corporation. The objectives of the Corporation are to mitigate market risk exposure within acceptable limits, while maximizing returns.

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Credit Risk

Credit risk related to accounts receivable arises from the possibility that debtors may be unable to fulfill their commitments. For a financial asset, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. The Corporation mitigates this risk by regularly monitoring the financial health and aging of any amounts due from its debtors.
As of the date of these financial statements the Corporation's only debtors are the government of Canada for the harmonized goods and services ("**HST**") receivable and therefore the Corporation does not believe it is currently exposed to any significant credit risk and related party balances.

Commodity Risk

The nature of the Corporation's operations results in exposure to fluctuations in commodity prices. As at December 31, 2014, the Corporation did not have any significant exposure to derivative financial instrument agreements or fixed physical contracts. The Corporation is particularly exposed to the risk of movements in the price of base metals. Declining market prices for base metals could have a material effect on the Corporation's future profitability and ability to raise capital if and when required, and the Corporation's current policy is not to materially hedge its exposure to base metals in order to provide a more direct exposure for shareholders.

Currency Risk

Currency risk is the risk that changes in foreign exchange rates may have an effect on future cash flows associated with financial instruments. At December 31, 2014 and 2013, the Corporation did not have any foreign denominated currencies.

Other Price Risk
Other price risk is the risk that changes in market prices, including commodity or equity prices, will have an effect on future cash flows associated with financial instruments. The cash flows associated with financial instruments of the Corporation are not exposed to other price risk.

Fair Values
Financial instruments include cash, sundry receivable, and accounts payable and accruals. The carrying values of these financial instruments approximate fair value due to the short term nature of financial instruments.

14. Capital Management and Liquidity

The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going concern in order to pursue the business activities maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash.

The Corporation's strategy is to satisfy its liquidity needs using cash on hand, cash flows generated from operating activities and through its revolving advances facility. Revenue, available cash balances, draws on the revolving advances credit facility and financing of indebtedness are the Corporation's principal sources of capital used to pay operating expenses and recurring capital and leasing costs in its business.

The principal liquidity needs for periods beyond the next twelve months are for non-recurring capital expenditures, development costs and potential mining expansion. The Corporation's strategy is to meet these needs with one or more of the following:

- Cash flows from operations;
- Private placements via convertible debts;
- proceeds from sales of assets; and
- revolving advances facility.

The following table presents the contractual maturities of the Corporation's financial liabilities as at December 31, 2014:

				Payments by Periods		
		Total	< 1 Year	1 - 3 Years	4 - 5 Years	After 5 Years
Accounts payable and accrued liabilities	$	15,939	15,939	- - -	- - -	- - -
Long-term debts/convertibles	$	310,902		- - -	310,902	- - -

15. Financial Instruments

The Corporation's operations expose the Corporation to market risk, credit risk, and liquidity risk. The Corporation manages its exposure to these risks by operating in a manner that minimizes these risks. Senior management employs risk management strategies and policies to ensure that any exposure to risk is in compliance with the Corporation's business objectives and risk tolerance levels. The Board of Directors has overall responsibility for the establishment and oversight of the Corporation's risk management framework. The Board has established policies in setting risk limits and controls and monitors these risks in relation to market conditions.

Fair Value of Non-Derivative Financial Instruments

Fair value is the amount that willing parties would accept to exchange a financial instrument based on the current market for instruments with the same risk, principal and remaining maturity. The fair value of interest bearing financial assets and liabilities is determined by discounting the contractual principal and interest payments at estimated current market interest rates for the instrument. Current market rates are determined by reference to current benchmark rates for a similar term and current credit spreads for debt with similar terms and risk. The carrying value and fair value of financial instruments being of equal value are as follows:

		2014	2013
Financial assets			
Cash and cash equivalents	$	2,686	11,239
Sundry receivable and deposits		504	501
Related party receivables		1,903	0
Financial liabilities			
Accounts payable and accrued liabilities		20,161	1,857
Notes payable		310,902	324,988
Related party payable		6,925	-

(b) Fair Value Hierarchy

The Corporation values instruments carried at fair value using quoted market prices, where available. Quoted market prices represent a Level 1 valuation. When quoted market prices are not available, the Corporation maximizes the use of observable inputs within valuation models. When all significant inputs are observable, the valuation is classified as Level 2. Valuations that require the significant use of unobservable inputs are considered Level 3.

The following table outlines financial assets and liabilities measured at fair value in the consolidated financial statements and the level of the inputs used to determine those fair values in the context of the hierarchy as defined above:

		Level 1	Level 2	Level 3	Total
Assets					
Cash and cash equivalents	$	2,686	---	---	2,686
Sundry receivables		---	504	---	504
Related party receivable		---	1,903	---	1,903
Total Assets	$	2,686	2.407	---	5.093

	Level 1	Level 2	Level 3	Total
Liabilities				
Accounts payable and accrued liabilities	$ 20,161	---	---	20,161
Related party payables	---	6,925	---	6,925
Total liabilities	$ 20,161	6,925	---	27,086

Level 3 fair values are based on a number of valuation techniques other than observable market data. There are no level 3 values currently recorded on the balance sheet of the Corporation. .

EXHIBIT 3

PROFORMA

Consoliditated Statements Streetwear/MezzaCap
STATEMENT OF FINANCIAL POSITION
For the years ended December 31,

	Pro-Forma
ASSETS	
CURRENT	
Investment	
Cash	33.353
Sundry receivables	19.907
Related party receivables	98.060
Deposits	2.337
	153.657
NONCURRENT	
Goodwill	4.210.495
Fixtures and Furniture	546
Exploration Properties	82.042
Investments in intellectual property	254.403
	4.547.486
Investments in joint ventures	6.306
Securities for sale	15.346
	21.651
Total	4.722.794
LIABILITIES	
CURRENT	
Accounts payable and accrued liabilites	88.647
Related party payables	8.225
Other payables	4.221
	101.093
Convertible bonds	310.902
SHAREHOLDERS´EQUITY (DEFICIENCY)	
Paid in Capital	5.287.527
Accumulated Deficit	-976.727
	4.310.800
TOTAL	**4.722.795**

CONSOLIDATED STATEMENTS OF THE CHANGES IN EQUITY

For the year ended December 31, 2014

	Number of Common Shares	Amount of Common Shares	Contributed Surplus (Note)	Deficit	Shareholders` Equity
Balance, December 31, 2012	24.849.351	54.709	85.326	-148.328	-8.293
Common share issuance for cash	8.232.538	170.897	40.223		211.120
Common share issuance of evaluation	2.000.000	40.000			40.000
and exploration assets					
Common share issuance for services	7.392.450	184.811			184.811
Issuance of common shares in the acquisition of	26.509.905	530.198			530.198
ARC Exploration Inc.					0
Costs of raising funds		-83.737			-83.737
Net loss for the period				-637.732	-637.732
Acquisition of MezzaCap	83.287.260	1.082.734	3.081.629		4.164.363 Note 1
Balance, December 31, 2013	152.271.504	1.979.612	3.207.178	-786.060	4.400.730
Common share issuance for debt settlements	3.536.854	70.737			70.737
Common shares issued for cash	1.500.000	24.700	5.300		30.000
Net loss for the period			0	-190.667	-190.667
Balance, December 31, 2014	157.308.358	2.075.049	3.212.478	-976.727	4.310.800

Note 1: Acquisition of 100% investment in MezzaCap for 83.287.260 shares at price of 0,05CAN per Share.

For the years ended December 31, 2014

	Number of Common Shares	Amount of Common Shares	Contributed Surplus (Note)	Deficit	Shareholders` Equity
Balance, December 31, 2012	24.849.351	54.709	85.326	-148.328	-8.293
Common share issuance for cash	8.232.538	170.897	40.223		211.120
Common share issuance of evaluation	2.000.000	40.000			40.000
and exploration assets					
Common share issuance for services	7.392.450	184.811			184.811
Issuance of common shares in the acquisition of	26.509.905	530.198			530.198
ARC Exploration Inc.					0
Costs of raising funds		-83.737			-83.737
Net loss for the period				-637.732	-637.732
Balance, December 31, 2013	68.984.244	896.878	125.549	-786.060	236.367
Common share issuance for debt settlements	3.536.854	70.737			70.737
Common shares issued for cash	1.500.000	24.700	5.300		30.000
Net loss for the period			0	-180.505	-180.505
Balance, December 31, 2014	74.021.098	992.315	130.849	-966.565	156.599
Net loss for the period			0	-52.878	-52.878
Balance, December 31, 2014	74.021.098	992.315	130.849	-1.019.443	103.721

STATEMENT OF OPERATIONS AND COMPREHENSIVE LOSS

For the year ended December 31, 2014

Bitcoin revenue	
Consulting and management fees	49.189
Advertising revenue	21.980
	71.169
Expenses	
Administrative expenses	-105.383
Business development expenses	-179.581
Selling expenses	-9.918
Professional fees	-73.998
Other items (debt waiver)	107.402
	-261.479
Operating profit	**-190.310**
Interest Income/Loss	8
EBITDA	**-190.302**
Depreciation/Amortization	-365
EBIT	**-190.667**

STATEMENT OF CASH FLOWS

For the year ended December 31, 2014

Net income (loss) for the year	-190.667
Depreciation/amortization	365
Debt waiver	-47.402
	-237.704
Change in non-cash working capital items:	
Sundry receivables	-11.052
Prepaid expenses and deposits	2.911
Accounts payable and accrued liabilities	170.310
CASH FLOWS PROVIDED BY(USED IN) OPERATING ACTIVITIES	**-75.535**
Investments in tangible assets	-15.346
Investments in intangible assets	-6.306
CASH FLOWS USED in TANGIBLE/INTANGIBLE ASSETS	**-21.651**
CASH FLOWS FROM FINANCING ACTIVITIES	
(Increase) decrease in restricted cash	-3.500
Issuance (decrease) of notes payables	-15.691
Issuance of share capital (net of costs)	30.000
CASH FLOWS FROM FINANCING ACTIVITIES	**10.809**
CASH FLOWS USED IN OPERATING ACTIVITIES	-75.535
CASH FLOWS Paid for INVESTING ACTIVITES	-21.651
CASH FLOWS FROM Financing ACTIVITES	10.809
DECREASE IN CASH AND CASH EQUIVALENTS FOR THE YEAR	**-86.378**
CASH AND CASH EQUIVALENTS	**0**
Beginning of the year	**119.731**
End of the Year	33.353

SUPPLEMENTAL INFORMATION

Interest received

Interest paid

Income Taxes Paid