

STIFEL FINANCIAL CORP

Form 424B3

September 23, 2008

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The information in this prospectus supplement and the accompanying prospectus is not complete and may be changed. This prospectus supplement and the accompanying prospectus are not an offer to sell these securities and are not soliciting an offer to buy these securities in any state where the offer or sale is not permitted.

**Filed Pursuant to Rule 424(b)(3)  
File No. 333-147515**

**Subject to Completion**

**Preliminary Prospectus Supplement dated September 23, 2008**

**PROSPECTUS SUPPLEMENT**

(To prospectus dated November 19, 2007)

**1,200,000 Shares**

**STIFEL FINANCIAL CORP.**

**Common Stock**

We are offering 1,000,000 shares of our common stock and the selling stockholder named in this prospectus supplement is offering 200,000 shares of our common stock. We will not receive any of the proceeds from the sale of common stock by the selling stockholder.

Our common stock is listed on the New York Stock Exchange ( NYSE ) under the symbol SF. On September 22, 2008, the last reported sale price of our common stock as reported on the NYSE was \$49.20 per share.

**Investing in our common stock involves risks that are described in the Risk Factors section beginning on page S-5 of this prospectus supplement.**

	<b>Per Share</b>	<b>Total</b>
Public offering price	\$	\$
Underwriting discount	\$	\$
Proceeds, before expenses, to us	\$	\$
Proceeds, before expenses, to selling stockholder	\$	\$

The underwriters may also purchase up to an additional 180,000 shares in aggregate from us and the selling stockholder at the public offering price, less the underwriting discount, within 30 days from the date of this prospectus supplement, to cover over-allotments.

*Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus supplement. Any representation to the contrary is a criminal offense.*

The shares will be ready for delivery on or about September , 2008.

**Stifel Nicolaus**

**Merrill Lynch & Co.**

**Keefe, Bruyette & Woods**

**Fox-Pitt Kelton Cochran Caronia Waller**

The date of this prospectus supplement is September , 2008.

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You should rely only on the information contained in or incorporated by reference into this prospectus supplement and the accompanying prospectus. We have not, the selling stockholder has not, and the underwriters have not, authorized any other person to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it. We are not, the selling stockholder is not, and the underwriters are not, making an offer to sell these securities in any jurisdiction where the offer and sale is not permitted. You should assume that the information appearing in this prospectus supplement and the accompanying prospectus is accurate only as of their respective dates. Our business, financial condition, results of operations and prospects may have changed since those dates.

This document is in two parts. The first part is this prospectus supplement, which describes the specific terms of this offering of our common stock and also adds to and updates information contained in the accompanying prospectus and the documents incorporated by reference into the accompanying prospectus. The second part, the accompanying prospectus, provides more general information. Generally, when we refer to this prospectus, we are referring to both parts of this document combined. To the extent there is a conflict between the information contained in this prospectus supplement and the information contained in the accompanying prospectus or any document incorporated by reference

therein filed prior to the date of this prospectus supplement, you should rely on the information in this prospectus supplement. If any statement in one of these documents is inconsistent with a statement in another document having a later date for example, a document incorporated by reference in the accompanying prospectus the statement in the document having the later date modifies or supersedes the earlier statement.

Unless we indicate otherwise, the words we, our, us and Company refer to Stifel Financial Corp. ( Stifel ) and its wholly-owned subsidiaries, including Stifel, Nicolaus & Company, Incorporated, which we refer to as Stifel Nicolaus. Unless otherwise indicated, information presented herein is as of June 30, 2008. All figures presented in this prospectus supplement with respect to our stock price, shares of common stock outstanding and related figures reflect the effect of a three-for-two split of our common stock that was effected as a dividend to stockholders of record as of May 29, 2008.

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**OUR BUSINESS**

We are a financial services holding company headquartered in St. Louis. Our principal subsidiary is Stifel Nicolaus, a full service retail and institutional brokerage and investment banking firm. Our other subsidiaries include Century Securities Associates, Inc. ( Century Securities ), an independent contractor broker-dealer firm; and Stifel Bank & Trust, a retail and commercial bank. With our century-old operating history, we have built a diversified business serving private clients, investment banking clients and institutional investors. Our principal activities are:

Private client services, including securities transaction and financial planning services;

Institutional equity and fixed income sales, trading and research, and municipal finance;

Investment banking services, including mergers and acquisitions, public offerings and private placements; and

Retail and commercial banking, including personal and commercial lending programs.

Our core philosophy is based upon a tradition of trust, understanding and studied advice. We attract and retain experienced professionals by fostering a culture of entrepreneurial, long-term thinking. We provide our private, institutional and corporate clients quality, personalized service, with the theory that if we place clients' needs first, both our clients and our firm will prosper. Our unwavering client and employee focus have earned us a reputation as one of the leading brokerage and investment banking firms off Wall Street.

We have grown our business both organically and through opportunistic acquisitions. Over the past several years we have grown substantially, primarily by completing and successfully integrating a number of acquisitions, including:

Our acquisition of the capital markets business of Legg Mason from Citigroup in December 2005;

Our acquisition of Ryan Beck, a full-service brokerage and investment banking firm with a strong private client focus, in February 2007; and

Our acquisition of First Service Financial Company, now Stifel Bank & Trust, a St. Louis-based bank, in April 2007.

We do not generally engage in proprietary trading. Our inventory, which we believe is of modest size and intended to turn-over quickly, exists to facilitate order flow and to support the investment strategies of our clients. Furthermore, our balance sheet is highly liquid, without material holdings of securities that are difficult to value or remarket. We believe that our broad platform, fee-based revenues and strong distribution network position us well to take advantage of current trends within the financial services sector.

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**THE OFFERING**

Common stock we are offering	1,000,000 shares
Common stock offered by the selling stockholder	200,000
Common stock to be outstanding after this offering	25,082,088 shares
Use of proceeds	We intend to use the net proceeds of this offering for general corporate purposes, which may include our working capital needs and investments in our subsidiaries to support our continued growth or selective opportunistic acquisition opportunities. We will not receive any proceeds from the sale of shares of common stock by the selling stockholder.
Listing	Our common stock currently trades on the NYSE under the ticker symbol SF.
Risk factors	Investing in our securities involves risks. You should carefully consider the information under Risk Factors beginning on page S-5 and the other information included in this prospectus before investing in our securities.

The number of shares of common stock to be outstanding after the offering is based on actual shares outstanding as of September 19, 2008 and assumes no exercise of the underwriters' over-allotment option. In addition, the number of shares of common stock to be outstanding after this offering excludes the following, in each case as of September 19, 2008:

1,450,841 shares of common stock issuable upon exercise of options outstanding under our various equity incentive plans, having a weighted average exercise price of \$7.84 per share;

5,778,774 restricted stock units issued under our various equity incentive plans;

747,419 shares of common stock issuable upon exercise of warrants issued in connection with our acquisition of Ryan Beck, with an exercise price of \$24.00 per share; and

3,158,937 additional shares of common stock reserved for issuance pursuant to our equity incentive and stock option plans.

**Table of Contents****SELECTED HISTORICAL FINANCIAL DATA**

The following table sets forth selected consolidated historical financial and other data for the periods ended and as of the dates indicated. The selected consolidated financial data presented below as of and for the years ended December 31, 2005, 2006 and 2007 is derived from our audited consolidated financial statements incorporated by reference into this prospectus. The selected consolidated financial data as of and for the years ended December 31, 2003 and 2004 is derived from our audited consolidated financial statements, which are not included in this prospectus. The summary consolidated financial data for the six-month periods ended June 30, 2007 and 2008 is derived from our unaudited consolidated financial statements incorporated by reference into this prospectus and should be read in conjunction with those unaudited consolidated financial statements and notes thereto. In the opinion of management, our unaudited consolidated financial statements for the six months ended June 30, 2007 and 2008 include all normal recurring adjustments necessary for a fair presentation of results for the unaudited interim periods. Results from past periods are not necessarily indicative of results that may be expected for any future period. All share and per share information for all periods presented has been adjusted for a four-for-three split of our common stock that was effected as a dividend to stockholders of record as of September 1, 2004, as well as a three-for-two split of our common stock that was effected as a dividend to stockholders of record as of May 29, 2008. This selected historical financial data should be read in conjunction with the section entitled Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the year ended December 31, 2007, and with our consolidated financial statements and related notes incorporated by reference in this prospectus.

	2003	Fiscal Year Ended December 31,			2007	Six Months Ended June 30,	
		2004	2005	2006		2007	2008
		(Unaudited)					
	(In thousands, except per share amounts)						
<b>Statement of Operations</b>							
<b>Data:</b>							
Commissions	\$ 82,232	\$ 95,894	\$ 107,976	\$ 199,056	\$ 315,514	\$ 142,013	\$ 168,764
Principal transactions	47,417	46,163	44,110	86,365	139,248	59,867	132,611
Investment banking	49,663	57,768	55,893	82,856	169,413	106,998	42,779
Asset management and service fees	28,021	35,504	43,476	57,713	101,610	44,910	60,244
Interest	12,285	13,101	18,022	35,804	59,071	27,399	26,356
Other	2,002	2,759	533	9,594	8,234	1,942	508
Total revenues	221,620	251,189	270,010	471,388	793,090	383,129	431,262
Less: Interest expense	5,108	4,366	6,275	19,581	30,025	15,233	10,834
Net revenues	216,512	246,823	263,735	451,807	763,065	367,896	420,428
Employee compensation and benefits	140,973	157,314	174,765	329,703	543,021	274,611	290,825
Noncompensation expenses	50,479	52,892	56,248	95,735	166,198	75,804	85,528



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Total non-interest expenses	191,452	210,206	231,013	425,438	709,219	350,415	376,353
Income before income taxes	25,060	36,617	32,722	26,369	53,846	17,481	44,075
Provision for income taxes	10,053	13,469	13,078	10,938	21,676	7,204	17,396
Net income	\$ 15,007	\$ 23,148	\$ 19,644	\$ 15,431	\$ 32,170	10,277	26,679
Basic earnings	\$ 1.09	\$ 1.59	\$ 1.33	\$ 0.89	\$ 1.48	\$ 0.49	\$ 1.14
Diluted earnings	\$ 0.91	\$ 1.25	\$ 1.04	\$ 0.74	\$ 1.25	\$ 0.42	\$ 0.99
Weighted average common equivalent shares outstanding:							
Basic	13,849	14,553	14,742	17,269	21,754	20,978	23,363
Diluted	16,456	18,421	18,879	20,863	25,723	24,521	26,931
<b>Statement of Financial Condition Data:</b>							
Total assets	\$ 412,239	\$ 382,314	\$ 842,001	\$ 1,084,774	\$ 1,499,440	\$ 1,633,756	\$ 1,685,837
Long-term obligations	\$ 61,541	\$ 61,767	\$ 97,182	\$ 98,379	\$ 124,242	\$ 133,670	\$ 119,128
Stockholders equity	\$ 100,045	\$ 131,312	\$ 155,093	\$ 220,265	\$ 424,637	\$ 388,241	\$ 465,071

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	Fiscal Year Ended December 31,					Six Months Ended	
	2003	2004	2005	2006	2007	2007	2008
	(In thousands, except per share amounts)						
<b>Other Data:</b>							
<b>Net revenues:</b>							
Private Client Group	\$ 163,822	\$ 187,477	\$ 197,356	\$ 231,364	\$ 435,711	\$ 203,801	\$ 235,852
Equity Capital Markets	35,533	38,855	43,415	150,038	238,064	130,940	97,239
Fixed Income Capital Markets	15,384	16,630	18,155	53,570	64,867	25,111	78,711
Stifel Bank(1)					4,800	1,090	5,319
Other	1,773	3,861	4,809	16,835	19,623	6,954	3,307
Total net revenues	\$ 216,512	\$ 246,823	\$ 263,735	\$ 451,807	\$ 763,065	\$ 367,896	\$ 420,428
<b>Operating contributions:</b>							
Private Client Group	\$ 36,309	\$ 47,965	\$ 48,157	\$ 50,218	\$ 95,353	\$ 44,468	\$ 55,461
Equity Capital Markets	10,789	12,480	13,626	31,959	52,658	33,946	10,511
Fixed Income Capital Markets	2,750	2,977	2,361	10,620	8,191	1,273	26,699
Stifel Bank(1)					990	274	731
Other/Unallocated Overhead	(24,788)	(26,805)	(31,422)	(66,428)	(103,346)	(62,480)	(49,327)
Income before income taxes	\$ 25,060	\$ 36,617	\$ 32,722	\$ 26,369	\$ 53,846	\$ 17,481	\$ 44,075

(1) The Stifel Bank segment was added beginning April 2, 2007 with our acquisition of First Service, now referred to as Stifel Bank & Trust.

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**Table of Contents****RISK FACTORS**

*Before you invest in shares of our common stock, you should know that making such an investment involves significant risks, including the risks described below. You should carefully consider the following information about these risks, together with the other information contained in this prospectus and the information incorporated by reference before purchasing shares of our common stock. The risks that we have highlighted here are not the only ones that we face. For example, additional risks presently unknown to us or that we currently consider immaterial or unlikely to occur could also impair our operations. If any of the risks actually occurs, our business, financial condition or results of operations could be negatively affected.*

***Current trends in the global financial markets could cause significant fluctuations in our stock price.***

Stock markets in general, and stock prices of financial services firms in particular, including us, have in recent years, and particularly in recent months, experienced significant price and volume fluctuations that have affected the market prices for securities. The market price of our common stock may continue to be subject to similar market fluctuations which may be unrelated to our operating performance or prospects, and increased volatility could result in a decline in the market price of our common stock. Factors that could significantly impact the volatility of our stock price include:

developments in our business or in the financial sector generally, including the effect of direct governmental action in the financial markets generally and with respect to financial institutions in particular;

regulatory changes affecting our operations;

the operating and securities price performance of companies that investors consider to be comparable to us;

announcements of strategic developments, acquisitions and other material events by us or our competitors; and

changes in global financial markets and global economies a

<b>Name of Beneficial Owner (1)</b>	<b>Number of Shares</b>	<b>Percent of</b>
	<b>Beneficially Owned (2)</b>	<b>Shares Outstanding</b>
Gemini Consulting, LLC	6,500,000	22.64%
Tad Mailander	5,500,000	19.16%
Gerry Berg	5,700,000	19.85%
	5,700,000	19.85%

All directors and executive officers as a group (1 person)

(1)

Unless otherwise noted, each beneficial owner has the same address as the Company.

(2)

"Beneficial ownership" includes shares for which an individual, directly or indirectly, has or shares voting or investment power, or both. Unless otherwise indicated, all of the listed persons have sole voting and investment power over the shares listed opposite their names. Beneficial ownership as reported in the above table has been determined in accordance with Rule 13d-3 of the Exchange Act.

#### **FEDERAL TAX CONSEQUENCES OF THE PROPOSALS**

There are no tax consequences to either the proposal to change the name of the Company, or the proposal to increase the Company's number of authorized common shares.

#### **STATEMENT THAT PROXIES ARE NOT SOLICITED**

The Company is not asking for a Proxy and Shareholders are not required to send us a Proxy.

**INTEREST OF CERTAIN OFFICERS AND DIRECTORS OVER THE PAST CURRENT FISCAL YEAR.**

Set forth below is the substantial interest, direct or indirect, by security holdings or otherwise, of each person who has been a director or officer of the Company at any time since the beginning of the last fiscal year in the matters that action was taken upon by majority shareholder action as described in this Information Statement on Schedule 14C:

<b>Title of Class</b>	<b>Name and Address</b>	<b>Number of Shares Owned<sup>(1)</sup></b>	<b>Percent of Voting Power<sup>(2)</sup></b>
<b>Directors and Executive Officers</b>			
Common	Tony Lam <sup>(3)</sup> 4132 South Rainbow, Ste. 514 Las Vegas, NV 89103	1,000,000	3.48%
Common	Ming R. Cheung <sup>(4)</sup> 5989 Poplar Tree Street Las Vegas, NV 89148	750,000	2.61%
Common	Gerry Berg <sup>(5)</sup> 270 F El Camino Real, #215 Encinitas, CA 92024	5,700,000	19.85%
Common	All Officers and Directors as a Group (3 persons)	7,450,000	25.94%

(1)  
Unless otherwise indicated, the shares are beneficially owned of record by the persons named in the table.

(2)  
Based on 28,710,000 issued and outstanding shares of common stock on November 5, 2010.

(3)  
Mr. Tony Lam was the sole original director of the Company. On March 5, 2010, Mr. Lam resigned his office as a director., whereupon Ming R. Cheung was nominated and elected director of the Company.

(4)

Ms. Ming R. Cheung was elected as a director of the company effective March 5, 2010. Ms. Cheung resigned as a director on May, 19, 2010.

(5)

Mr. Gerry Berg was elected as a director of the Company effective May 19, 2010.

#### **TRANSACTIONS WITH RELATED PERSONS, PROMOTERS AND CERTAIN CONTROL PERSONS**

Other than as described below, for the fiscal year ended December 31, 2009, there were no transactions with related persons required to be disclosed in this Information Statement.

#### **ADDITIONAL PROPOSALS BY SECURITY HOLDERS**

No security holder has requested the Company to include any additional proposals in this Information Statement.

#### **INTEREST OF CERTAIN PERSONS IN OR OPPOSITION TO MATTERS TO BE ACTED UPON**

No officer, director or director nominee of the Company has any substantial interest in the matters to be acted upon, other than his role as an officer, director or director nominee of the Company. No director of the Company has informed the Company that he intends to oppose the proposed actions to be taken by the Company as set forth in this Information Statement.

#### **OTHER AND GENERAL INFORMATION**

The Company files reports with the Securities and Exchange Commission (the "SEC"). These reports include annual and quarterly reports, as well as other information the Company is required to file pursuant to securities laws. You may read and copy materials the Company files with the SEC at the SEC's Public Reference Room at 100 F Street, N.E., Washington, D.C. 20549. You may obtain information on the operation of the Public Reference Room by

calling the SEC at 1-800-SEC-0330. The SEC maintains an Internet site that contains reports, proxy and information statements, and other information regarding issuers that file electronically with the SEC at <http://www.sec.gov>.

**DOCUMENTS INCORPORATED BY REFERENCE**

None.

**DELIVERY OF DOCUMENTS TO SECURITY HOLDERS SHARING AN ADDRESS**

Only one Information Statement is being delivered to multiple security holders sharing an address unless the Company received contrary instructions from one or more of the security holders. The Company shall deliver promptly, upon written or oral request, a separate copy of the Information Statement to a security holder at a shared address to which a single copy of the document was delivered. A security holder can notify the Company that the security holder wishes to receive a separate copy of the Information Statement by sending a written request to the Company at 4132 S. Rainbow Blvd. Suite 513 Las Vegas, NV 89103, or by calling the Company at (702) 321-6876. A security holder may utilize the same address and telephone number to request either separate copies or a single copy for a single address for all future information statements, proxy statements and annual reports.

**ADDITIONAL DISCLOSURE WITH RESPECT TO THE PROPOSALS**

(A)

Regulatory Approvals for the Preferred Stock Exchange Agreement.

No federal or state regulatory requirements must be complied with or approval must be obtained in connection with the transaction, with the exception of the following: 1) The increase in the authorized common stock of the Company from 70,000,000 to 700,000,000 shares and the change in the Company's corporate name from Friendly Auto Dealers, Inc. to Therapeutic Solutions International, Inc. must have been approved as disclosed pursuant to this Information Statement on Schedule 14C and an amendment to the Company's Articles of Incorporation must be filed with the Secretary of State of Nevada to effect the increase in capital and name change; and 2) The Commission must have reviewed the disclosures contained in this Information Statement on Schedule 14C and determined that it has no further comments.

(B)

Reports, Opinions, Appraisals.

No report, opinion or appraisal materially relating to the transaction has otherwise been received from an outside party, and is referred to in this Information Statement on Schedule 14C.



(C)

Federal Income Tax Treatment.

The Company's management believes that the Share Exchange will constitute a tax free exchange within the meaning of Internal Revenue Code Sections 368(a)(1)(B) and 351. However, none of the parties is seeking tax counsel or legal or accounting opinions on whether the Common Stock Share Exchange qualifies for tax free treatment and tax-free treatment of the Common Stock Share Exchange is not a condition precedent to the obligations of the parties to the Agreement. There can be no assurance that the Company's shareholders will receive tax-free treatment.

BECAUSE INDIVIDUAL CIRCUMSTANCES MAY DIFFER, EACH SHAREHOLDER SHOULD CONSULT HIS OR HER OWN TAX ADVISOR TO DETERMINE THE APPLICABILITY OF THE RULES DISCUSSED ABOVE TO HIM OR HER AND THE PARTICULAR TAX EFFECTS TO SUCH HOLDER OF THE COMMON STOCK SHARE EXCHANGE, INCLUDING THE APPLICATION AND EFFECT OF STATE, LOCAL AND OTHER INCOME TAX LAWS.

(D)

Authorization or Issuance of Securities Otherwise than for Exchange.

The Company presently has two classes of common stock designated as follows: (1) Common Stock; and, (2) Preferred Stock. Presently, the total number of these two classes of stock that are authorized to be issued are as follows: Common Stock: 70,000,000; and, Preferred Stock: 5,000,000. The par value for both classes of common stock is \$0.001 per share.

Non-cumulative dividends are payable to holders of common stock, but there is no fixed rate of dividends payable to holders of the Company's common shares. Holders of common stock are entitled to share without preference in all dividends that the board of directors, in its discretion, declares from legally available funds. Any dividends that are payable in the discretion of the board of directors are not convertible or redeemable.

Holders of common stock are entitled to one vote for each share on all matters submitted to a stockholder vote. Holders of common stock do not have cumulative voting rights. Therefore, holders of a majority of the shares of common stock voting for the election of directors can elect all of the directors. Holders of common stock representing a majority of the voting power of the Company's capital stock issued and outstanding and entitled to vote, represented in person or by proxy, are necessary to constitute a quorum at any meeting of company stockholders. A vote by the

holders of a majority of the outstanding shares is required to effectuate certain fundamental corporate changes such as liquidation, merger or an amendment to the articles of incorporation. There are no provisions of the Company's charter or by-laws that would have an effect of delaying, deferring or preventing a change in control of the Company and that would operate only with respect to an extraordinary corporate transaction involving the Company, including but not limited to a merger, reorganization, tender offer, sale or transfer of substantially all of its assets, or liquidation.

Pursuant to the terms of the Common Stock Share Exchange Agreement, the Company will exchange 250,523,333 shares of its common stock for one hundred percent of the issued and authorized shares of Splint Decisions equal to 1,000 issued shares. The Company presently has authorized shares in the amount of 70,000,000 common shares and 5,000,000 unclassified preferred shares. As of November 5, 2010, the Company has issued and outstanding common shares of 28,710,000, leaving a balance of outstanding by unauthorized common shares of 41,290,000 common shares. None of the Company unclassified preferred shares have been issued to date. By virtue of the increase in the authorized number of common shares, the Company intends to utilize the present balance of unissued authorized common shares in addition to 209,233,333 additional common shares from the number of common shares subject to the increase in the authorized number to equal 250,523,333 common shares that it is obligated to transfer to the Splint Shareholders pursuant to the Common Stock Share Exchange Agreement. The Company has no other plans to issue any other common stock subject to the increase in authorized shares at this time.

Pending the closing, which is set for not later than January 31, 2011, the Company will act to complete the amendments to its Articles of Incorporation: (i) Change the name of the Company to Therapeutic Solutions International, Inc.; and, (ii) Increase the number of authorized shares from seventy million shares to seven hundred million. Upon completion of the aforementioned, the closing of the transaction will proceed. The Company intends to act consistent with its by-laws and the Nevada Revised Statutes to complete these actions, whereupon the Company will make the appropriate filings with the Commission as applicable.

The reason for the proposed transaction involving the increase to the Company's authorized common shares is the Company found it desirable after conducting due diligence to acquire rights to the intellectual properties and business of Splint Decisions. The Company did not have sufficient cash on hand to purchase the issued and outstanding shares of Splint Decisions common stock, and therefore negotiated a common stock share exchange whereby it would transfer 250,523,333 shares of its common stock as consideration for all of the issued and outstanding shares of Splint Decisions equaling 1,000 common shares.

### **FINANCIAL AND OTHER INFORMATION**

The Company's Interim Unaudited Financial Statements for the nine months ending September 30, 2010 and September 30, 2009 as set forth as Appendix A to this Information Statement.

The Company's Audited Financial Statements for the years ended December 31, 2009 and December 31, 2008 are set forth in Appendix B to this Information Statement.

The audited consolidated financial statements of Splint Decisions from September 21, 2010 to September 30, 2010 are set forth in Appendix C.

Pro Forma Consolidated Financial Information for Friendly Auto Dealers, Inc. and Splint Decisions Inc. as of September 30, 2010 as set forth in Appendix D.

The Common Stock Share Exchange Agreement dated November 16, 2010 is set forth in Appendix E.

Splint Decisions Inc. Certificate of Good Standing from the Secretary of State of California is set forth in Appendix F.

The Exclusive Licensing Agreement from Boyd Research, Inc. to Splint Decisions Inc. dated October 22, 2010 is set forth in Appendix G.

The Agreement for the Assignment of an Exclusive License Agreement for Intellectual Property Including Patents and Patents Pending from Splint Decisions Inc. and Boyd Research, Inc. to Friendly Auto Dealers, Inc. dated November 16, 2010 is set forth in Appendix H.

#### **DESCRIPTION OF THE BUSINESS OF FRIENDLY AUTO DEALERS, INC.**

Friendly Auto Dealers, Inc. ( The Company ) is a development stage enterprise that was incorporated on August 6, 2007, under the laws of the State of Nevada.

The principal offices are located at 4132 South Rainbow Boulevard, Suite 514, Las Vegas, Nevada. The telephone number is (925) 234-1783. The fax number is (702) 939-0655.

Since becoming incorporated, the Company has not made any significant purchases or sale of assets, nor has it been involved in any mergers, acquisitions or consolidations. The Company has never declared bankruptcy, it has never been in receivership, and it has never been involved in any legal action or proceedings. Its fiscal year end is December 31<sup>st</sup>.



(A)

Original Business Plan.

The genesis of the Company's business was to enter into and to exploit the promotional branding industry. The Company's original business plan focused on acquiring, either outright or by license, the legal copyrights and trademarks of corporate clients specifically dealing with the world's automobile manufacturers. The next step of the business plan included taking the acquired intellectual property and then entering into manufacturing joint ventures to produce a variety of products for sale either by wholesale to corporate entities for gifting or promotional purposes, or retail through established retail outlets, and adding value to the manufactured products with the inclusion of the corporate logos, copyrights or trademarks. The Company's original plans focused on concentrating its efforts in the People's Republic of China and its retail automotive industry. The Company developed certain trade secret affiliations and network connections in the People's Republic of China through its Pacific Rim Consultant Mr. Stephen Chu, and specifically focused on the automobile marketing and merchandising industry that were the primary focal point of marketing the Company's services. The Company's initial focus has been to identify a range of casual apparel and consumer products that can be manufactured and resold for high mark-ups with the product endorsement of corporate logos, and then seek out large to mid-size companies, who are using logo bearing apparel, essential office products, and leisure products for their employees as well as for gifts for customers and sale outright in the retail chain of commerce.

(B)

Friendly Development Efforts Past and Present.

A number of independent factors led the Company on May 27, 2009 to announce that due to the worldwide economic downturn in combination with financial difficulties it had in implementing its business plans to decide to begin dedicated exploration of new business opportunities using its existing contacts with the People's Republic of China. In a letter to the shareholders dated May 28, 2009, the Company's sole director Mr. Tony H. Lam characterized the Company's development efforts as a restructuring or redirection of the Company's business.

(C)

Excellent Auto Dealers, Inc.

On September 8, 2009 the Company announced its entry into negotiations and a non-binding memorandum of understanding with the Chinese automobile syndicate Excellent Auto Dealers, Inc., a corporation formed and

operating in good standing in the British West Indies whose principal place of business is in the Peoples Republic of China and more particularly in the Province of Guangzhou. The Company's efforts focused on a possible merger with Excellent Auto Dealers, Inc.'s business that consisted of the ownership and operation of a cluster of automobile dealerships in the Province of Guangzhou. The non-binding memorandum of understanding required both Excellent Auto Dealers, Inc. and the Company to enter into due diligence disclosures and investigations necessary for each entity to adequately assess the advisability and propriety of entering into a material definitive agreement.

The Company began its disclosures and requested certain audited financial information from Excellent Auto Dealers, Inc. This information was not forthcoming. The Company continued efforts at cooperative communications with Excellent Auto Dealers, Inc. but concluded that the requisite information from Excellent was not going to be forthcoming and so the Company announced on March 23, 2010 that it decided to terminate due diligence and dissolve the non-binding memorandum of understanding based upon non-cooperation of Excellent Auto Dealers, Inc.

(D)

TMD Courses, Inc.

Prior to announcing the efforts concerning Excellent Auto Dealers, Inc., the Company communicated with other possible business concerns that offered possible synergy with the Company. One such entity was TMD Courses, Inc., a California corporation. When it became clear to the Company that significant intractable obstacles existed in conducting effective due diligence with Excellent Auto Dealers, Inc., it sought to capture some of its previous opportunities, one of which was TMD Courses, Inc.

TMD Courses, Inc. possessed certain intellectual property licenses to certain patented and FDA approved medical devices whose primary applications included the treatment of migraine headaches. On May 17, 2010, the Company entered into a material definitive agreement not made in the ordinary course of its business with TMD Courses, Inc. that was fashioned as a tax-exempt exchange of common stock and set a Closing Date of July 31, 2010. The material definitive agreement did not close by July 31, 2010. Thus, by the operation of the expiration of time, the material definitive agreement terminated. The Company incurred no termination penalties as the result of the termination of the material definitive agreement.

(E)

Splint Decisions Inc.

On November 16, 2010, the Company entered into a material definitive agreement not made in the ordinary course of its business with Splint Decisions and filed Form 8-K with the Commission reporting the entry of the material

definitive agreement on November 18, 2010. No material relationships exist between the registrant Friendly Auto Dealers, Inc. or any of its affiliates and Splint Decisions Inc. and any of its affiliates or control persons.



The agreement provides in pertinent part that Friendly Auto Dealers, Inc. will exchange 250,523,333 shares of its common stock for one hundred percent of the issued and authorized shares of Splint Decisions Inc. Pending the closing, which is set on or before January 31, 2011, Friendly Auto Dealers, Inc. will act to complete the amendments to its articles of incorporation: (i) Change the name of the Company to Therapeutic Solutions International, Inc.; and, (ii) Increase the number of authorized shares from seventy million shares to seven hundred million. Upon completion of the aforementioned, the closing of the transaction will proceed.

(F)

Legal Proceedings.

The Company is not involved in any pending or threatened legal proceedings.

(G)

Property.

The Company leases its corporate offices at the following location: 4132 South Rainbow Road, Suite 514, Las Vegas, Nevada 89103.

(H)

Employees.

There are no employees of the Company.

**Management's Discussion and Analysis or Plan of Operations**

(A)

Forward Looking Statements.

This Information Statement on Schedule 14C contains forward-looking statements. To the extent that any statements made in this Report contain information that is not historical, these statements are essentially forward-looking. Forward-looking statements can be identified by the use of words such as expects, plans, will, may, anticipates, believes, should, intends, estimates, and other words of similar meaning. These statements are subject to risks and uncertainties that cannot be predicted or quantified and, consequently, actual results may differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties are outlined in Risk Factors and include, without limitation, the Company's ability to raise additional capital to finance the Company's activities; the effectiveness, profitability, and the marketability of its products; the future trading of the Common Stock of the Company; the ability of the Company to operate as a public company; the Company's ability to protect its proprietary information; general economic and business conditions; the volatility of the Company's operating results and financial condition; the Company's ability to attract or retain qualified senior management personnel and research and development staff; and other risks detailed from time to time in the Company's filings with the SEC, or otherwise.

Information regarding market and industry statistics contained in this Report is included based on information available to the Company that it believes is accurate. It is generally based on industry and other publications that are not produced for purposes of securities offerings or economic analysis.

All references to the Company, we, our and us for periods prior to the closing of the Common Stock Share Exchange Agreement refer to Friendly Auto Dealers, Inc.

The following discussion highlights the principal factors that have affected our financial condition and results of operations as well as our liquidity and capital resources for the periods described. This discussion contains forward-looking statements. Please see Special cautionary statement concerning forward-looking statements and Risk factors for a discussion of the uncertainties, risks and assumptions associated with these forward-looking statements.

(B)

Nine Months Ended September 30, 2010 Compared to the Nine Months Ended September 30, 2009.

(1)

Liquidity.

(a)

Operating Activities.

Net cash used in operating activities totaled \$188,716 for the nine months ended September 30, 2010, compared to net cash used in operating activities of \$370 for the same period in 2009. Net cash used in operating activities totaled \$0 for the six months ended June 30, 2010, compared to net cash used in operating activities of \$370 for the same period in 2009.

(b)

Investing Activities.

Net cash used in investing activities totaled \$0 for the nine months ended September 30, 2010, as compared to the net cash used in investing activities of \$0 for nine months ended September 30, 2009. The Company has not engaged in investing activities since its inception.

(c)

Financing Activities.

Net cash provided by financing activities totaled \$18,716 for nine months ended September 30, 2010, as compared to \$0 provided by financing activities for the nine months ended September 30, 2009.

The Company knows of no trend or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the registrant's liquidity increasing or decreasing in any material way.

The Company has not generated any revenue. Management has determined that it must obtain funding for the continuation of its business. There can be no guarantee or assurance that management will be successful in accomplishing obtaining additional funds. Investors must be aware that failure to do so would result in a complete loss of any investment made into the Company

(2)

Capital Resources.

Presently, the Company has no material commitments for capital expenditures as of the end of the nine months ending September 30, 2010. The Company historically sought and continues to seek financing from private sources to move its present business plan forward. In order to satisfy the financial commitments necessary, the Company relies upon private party financing that has inherent risks in terms of availability and adequacy of funding.

As of September 30, 2010, we have \$1 of cash available. We have current liabilities of \$24,902. From the date of inception (August 6, 2007) to September 30, 2010, the Company has recorded a net loss of \$2,101,659. As of September 30, 2010, we had 28,710,000 shares issued and outstanding. We will require additional capital investments or borrowed funds to meet cash flow projections and carry forward our business objectives. There can be no guarantee or assurance that we can raise adequate capital from outside sources to fund the proposed business.

On March 26, 2010 the Company's stock was deleted from trading on the Over-the-Counter Bulletin Board (OTCBB) where it has traded since its inception as a public company. The reason for the deletion was the absence of an OTCBB market maker making a market for the Company's common stock pursuant to FINRA Rule 6540. The Company is presently working with an OTCBB market maker to submit the proper filings to return to OTCBB trading on the Over-the-Counter Bulletin Board.

Until then, our common stock is quoted on the OTCQB Market (Pink Sheets) under the ticker symbol FYAD. The stock trades are limited and sporadically; there is no established public trading market for our common stock. Failure to raise additional capital for the Company will result in business failure and a complete loss of any investment made into the Company's common stock.

(3)

#### Results of Operations.

Professional fees for the three months ended September 30, 2010 was \$84,529 as compared to \$393,283 for the period ended September 30, 2009, a decrease of \$308,754. Professional fees for the nine months ended September 30, 2010 were \$455,507 as compared to \$926,302 at September 30, 2009, a decrease of \$470,795. These decreases were attributed to the Company's 2009 international efforts to research, evaluate, draft documents, and meet and confer regarding the Excellent Auto Dealers transaction that was first announced in August 2009. The Company incurred legal fees and expenses related to: (i) the drafting and execution of the memorandum of understanding; (ii) conducting of international due diligence; and (iii) efforts to resolve due diligence issues including obtaining and reviewing audited financials for Excellent Auto Dealers, Inc. Additional 2009 legal fees were incurred as the result of the termination of the memorandum of understanding with Excellent Auto Dealers, Inc.

Net loss for the three months ended September 30, 2010 was \$82,029 as compared to \$393,283 for the three months ended September 30, 2009 a decrease of \$311,254. Net loss for the nine months ended September 30, 2010 was \$455,156 as compared with \$1,099,572 for the nine months ended September 30, 2009 a decrease of \$644,416. The reduction of loss for the periods was mainly due to decrease of professional fees and decrease in officer compensation by \$170,000 resulting from a lower valuation of common shares issued for services in 2010 when compared to 2009.



(C)

Fiscal Year Ended December 31, 2009 as Compared to the Fiscal Year Ended December 31, 2008.

(1)

Operating Activities.

Net cash used in operating activities totaled \$795 for the fiscal year ended December 31, 2009, compared to net cash used in operating activities of \$107,608 for the fiscal year ended December 31, 2008.

(2)

Investing Activities.

Net cash used in investing activities totaled \$0 for the fiscal year ended December 31, 2009, as compared to the net cash used in investing activities of \$0 for fiscal year ended December 31, 2008.

(3)

Financing Activities.

Net cash provided by financing activities totaled \$425 for the fiscal year ended December 31, 2009, as compared to \$54,180 provided by financing activities for the fiscal year ended December 31, 2008.

The Company knows of no trend or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the registrant's liquidity increasing or decreasing in any material way.

The Company has not generated any revenue. Management has determined that it must obtain funding for the continuation of its business. There can be no guarantee or assurance that management will be successful in accomplishing obtaining additional funds. Investors must be aware that failure to do so would result in a complete loss of any investment made into the Company

(4)

Capital Resources.

Presently, the Company has no material commitments for capital expenditures as of the end of the fiscal year ended December 31, 2009. The Company historically sought and continues to seek financing from private sources to move its present business plan forward. In order to satisfy the financial commitments necessary, the Company relies upon private party financing that has inherent risks in terms of availability and adequacy of funding.

(5)

Results of Operations.

Liquidity and Capital Resources. At the end of fiscal year 2009 we had \$1 of cash on hand and available we had liabilities of \$12,897. We must secure additional funds in order to continue our business. We will be required to secure a loan to pay expenses relating to filing this report including legal, accounting and filing fees. We believe that we will be able to obtain this loan from a current shareholder of the Company; however we cannot provide any assurance that we will be able to raise additional proceeds or secure additional loans in the future to cover our expenses related to maintaining our reporting company status (estimated at \$20,000 for fiscal year 2010). Furthermore, there is no guarantee we will receive the required financing to complete our business strategies; we cannot provide any assurance that future financing will be available to us on acceptable terms. If financing is not available on satisfactory terms, we may be unable to continue, develop or expand our operations. If we are unable to accomplish raising adequate funds then any it would be likely that any investment made into the Company would be lost in its entirety.

Results of Operations. We have not begun operations and we have not generated any revenues. Since inception we have incurred a loss of \$1,646,503.

Net loss for the year ended December 31, 2009 was \$1,537,694 as compared to \$91,548 for the year ended December 31, 2008 an increase of \$1,446,146. The increase in loss was mainly due to increase of professional fees for the fiscal year.

Professional fees for the year ended December 31, 2009 was \$1,364,424 as compared to \$58,115 for the period ended December 31, 2008, an increase of \$1,306,309. This increase was attributed to the Company's 2009 international efforts to research, evaluate, draft documents, and meet and confer regarding the Excellent Auto Dealers transaction that was first announced in August 2009. The Company incurred legal fees and expenses related to: (i) the drafting and execution of the memorandum of understanding; (ii) conducting of international due diligence; and (iii) efforts to



resolve due diligence issues including obtaining and reviewing audited financials for Excellent Auto Dealers, Inc. Additional 2009 legal fees were incurred as the result of the termination of the memorandum of understanding with Excellent Auto Dealers, Inc.

(D)

Critical Accounting Policies and Estimates.

The preparation of our consolidated financial statements and notes thereto requires management to make estimates and assumptions that affect the amounts and disclosures reported within those financial statements. On an ongoing basis, management evaluates its estimates, including those related to revenue recognition, contingencies, litigation and income taxes. Management bases its estimates and judgments on historical experiences and on various other factors believed to be reasonable under the circumstances. Actual results under circumstances and conditions different than those assumed could result in differences from the estimated amounts in the financial statements. There have been no material changes to these policies during fiscal 2010. As of September 30, 2010 the Company has not identified any critical estimates that are used in the preparation of the financial statements.

(E)

Recently Issued Accounting Pronouncements.

ASC 855, Subsequent Events ("ASC 855") (formerly Statement of Financial Accounting Standards No. 165, Subsequent Events) includes guidance that was issued by the FASB in May 2009, and is consistent with current auditing standards in defining a subsequent event. Additionally, the guidance provides for disclosure regarding the existence and timing of a company's evaluation of its subsequent events. ASC 855 defines two types of subsequent events, "recognized" and "non-recognized". Recognized subsequent events provide additional evidence about conditions that existed at the date of the balance sheet and are required to be reflected in the financial statements. Non-recognized subsequent events provide evidence about conditions that did not exist at the date of the balance sheet but arose after that date and, therefore are not required to be reflected in the financial statements. However, certain non-recognized subsequent events may require disclosure to prevent the financial statements from being misleading. This guidance was effective prospectively for interim or annual financial periods ending after June 15, 2009. The Company implemented the guidance included in ASC 855 as of April 1, 2009. The effect of implementing this guidance was not material to the Company's financial position or results of operations.

In February 2010, the FASB issued amended guidance on subsequent events to alleviate potential conflicts between FASB guidance and SEC requirements. Under this amended guidance, SEC filers are no longer required to disclose the date through which subsequent events have been evaluated in originally issued and revised financial statements. This guidance was effective immediately and we adopted these new requirements for the period ended June 30, 2010. The adoption of this guidance did not have a material impact on our financial statements.

In January 2010, the FASB issued guidance to amend the disclosure requirements related to recurring and nonrecurring fair value measurements. The guidance requires a roll forward of activities on purchases, sales, issuance, and settlements of the assets and liabilities measured using significant unobservable inputs (Level 3 fair value measurements). The guidance will become effective for the Company with the reporting period beginning July 1, 2011. The adoption of this guidance will not have a material impact on the Company's consolidated financial statements.

(F)

Cautionary Factors that may Affect Future Results.

This Information Statement and other written reports and oral statements made from time to time by the Company may contain so-called forward-looking statements, all of which are subject to risks and uncertainties. One can identify these forward-looking statements by their use of words such as expects, plans, will, estimates, forecasts, other words of similar meaning. One can identify them by the fact that they do not relate strictly to historical or current facts. These statements are likely to address the Company's growth strategy, financial results and product and development programs. One must carefully consider any such statement and should understand that many factors could cause actual results to differ from the Company's forward-looking statements. These factors include inaccurate assumptions and a broad variety of other risks and uncertainties, including some that are known and some that are not. No forward-looking statement can be guaranteed and actual future results may vary materially.

The Company does not assume the obligation to update any forward-looking statement. One should carefully evaluate such statements in light of factors described in the Company's filings with the SEC, especially on Forms 10-K, 10-Q and 8-K.

(G)

Risk Factors Related to Our Present Business.

***Because our auditors have issued a going concern opinion, there is substantial uncertainty we will continue activities in which case you could lose your investment.***

Our auditors have issued a going concern opinion. This means that there is substantial doubt that we can continue as an ongoing business for the next twelve months. As such we may have to cease activities and you could lose your investment.



***We currently do not have adequate funds to cover the costs associated with maintaining our status as a Reporting Company.***

The Company currently has approximately \$1 of cash available. This amount will not be enough to pay the legal, accounting, and filing fees that is required to maintain our status as a reporting company, which is currently estimated at \$20,000 for fiscal year 2010. If we can no longer be a reporting company our common stock would no longer be eligible for quotation on the Over-the-Counter Bulletin Board. This would result in there being no public market for an investor to trade our common stock and any investment made would be lost in its entirety.

***We lack an operating history and have losses that we expect to continue into the future. As a result, we may have to suspend or cease activities, which would result in a complete loss of any investment made into the Company.***

We were incorporated on August 6, 2007 and we have not started our proposed business activities or realized any revenues. We have no operating history upon which an evaluation of our future success or failure can be made. As of December 31, 2009 our net loss since inception is \$1,646,503. Based upon current plans, we expect to incur operating losses in future periods. As a result, we may not generate revenues in the future. Failure to generate revenues will cause us to suspend or cease activities.

***If we are able to complete financing through the sale of additional shares of our common stock in the future, then shareholders will experience dilution.***

The most likely source of future financing presently available to us is through the sale of shares of our common stock. Any sale of common stock will result in dilution of equity ownership to existing shareholders. This means that if we sell shares of our common stock, more shares will be outstanding and each existing shareholder will own a smaller percentage of the shares then outstanding. To raise additional capital we may have to issue additional shares, which may substantially dilute the interests of existing shareholders. Alternatively, we may have to borrow large sums, and assume debt obligations that require us to make substantial interest and capital payments.

***Because there is currently a limited public trading market for our common stock, you may not be able to resell your stock.***

Although our common stock is currently approved for quotation on the OTCQB Market (also known as the Pink Sheets), trading under the symbol FYAD, the market is limited. If a market does not develop there would be no central place, such as stock exchange or electronic trading system to resell your shares.

***Because our securities are subject to penny stock rules, you may have difficulty reselling your shares.***

Our shares are penny stocks are covered by section 15(g) of the Securities Exchange Act of 1934 which imposes additional sales practice requirements on broker/dealers who sell the Company's securities including the delivery of a standardized disclosure document; disclosure and confirmation of quotation prices; disclosure of compensation the broker/dealer receives; and, furnishing monthly account statements. For sales of our securities, the broker/dealer must make a special suitability determination and receive from its customer a written agreement prior to making a sale. The imposition of the foregoing additional sales practices could adversely affect a shareholder's ability to dispose of his stock.

***We are subject to the requirements of section 404 of the Sarbanes-Oxley Act. If we are unable to timely comply with section 404 or if the costs related to compliance are significant, our profitability, stock price and results of operations and financial condition could be materially adversely affected.***

We are required to comply with the provisions of Section 404 of the Sarbanes-Oxley Act of 2002, which require us to maintain an ongoing evaluation and integration of the internal controls of our business. We were required to document and test our internal controls and certify that we are responsible for maintaining an adequate system of internal control procedures for the year ended December 31, 2008. In subsequent years, our independent registered public accounting firm will be required to opine on those internal controls and management's assessment of those controls. In the process, we may identify areas requiring improvement, and we may have to design enhanced processes and controls to address issues identified through this review.

We evaluated our existing controls for the year ended December 31, 2008. Our Chief Executive Officer and Chief Financial Officer identified material weaknesses in our internal control over financial reporting and determined that we did not maintain effective internal control over financial reporting as of December 31, 2008. The identified material weaknesses did not result in material audit adjustments to our 2008 financial statements; however, uncured material weaknesses could negatively impact our financial statements for subsequent years.

We cannot be certain that we will be able to successfully complete the procedures, certification and attestation requirements of Section 404 or that our auditors will not have to report a material weakness in connection with the presentation of our financial statements. If we fail to comply with the requirements of Section 404 or if our auditor's report such material weakness, the accuracy and timeliness of the filing of our annual report may be materially adversely affected and could cause investors to lose confidence in our reported financial information, which could have a negative effect on the trading price of our common stock.

In addition, a material weakness in the effectiveness of our internal controls over financial reporting could result in an increased chance of fraud and the loss of customers, reduce our ability to obtain financing and require additional expenditures to comply with these requirements, each of which could have a material adverse effect on our business, results of operations and financial condition.

Further, we believe that the out-of-pocket costs, the diversion of management's attention from running the day-to-day operations and operational changes caused by the need to comply with the requirements of Section 404 of the Sarbanes-Oxley Act could be significant. If the time and costs associated with such compliance exceed our current expectations, our results of operations could be adversely affected.

(H)

Risks Related to Doing Business in the Peoples Republic of China.

***Inflation in China could negatively affect our profitability and growth.***

While the economy in the Peoples Republic of China has experienced rapid growth, such growth has been uneven among other provinces and various sectors of the economy and in different geographical areas of the country. Rapid economic growth can lead to growth in the money supply and rising inflation. If prices for the Company's products rise at a rate that is insufficient to compensate for the rise in the costs of supplies, it may have an adverse effect on profitability.

***The fluctuation of Chinese Currency may materially and adversely affect investments in the Company.***

The value of Chinese currency against the U.S. dollar and other currencies may fluctuate and is affected by, among other things, changes in the China's political and economic conditions. As the Company's present business plan relies principally on revenues earned in China, any significant revaluation of Chinese currency may materially and adversely affect the Company's cash flows, revenues and financial condition. For example, to the extent that the Company needs to convert U.S. dollars it receives from an offering of its securities into Chinese currency for the Company's

operations, appreciation of the Chinese currency against the U.S. dollar could have a material adverse effect on the Company's business, financial condition and results of operations. Conversely, if the Company decides to convert its Chinese currency into U.S. dollars for the purpose of making payments for dividends on its common stock or for other business purposes and the U.S. dollar appreciates against the Chinese currency, the U.S. dollar equivalent of the Chinese currency that the Company converts would be reduced. In addition, the depreciation of significant U.S. dollar denominated assets could result in a charge to the Company's income statement and a reduction in the value of these assets.

***The effect of changes in international, national and local economic and market conditions as a result of global developments***

Beyond the risks of doing business in China or the United States, there is also the potential impact of changes in the international, national and local economic market conditions as a result of global developments, including the effects of the global financial crisis, effects of possible unknown terrorist acts and the ongoing war on terrorism, the US presence in Iraq and Afghanistan, any potential conflict or crisis in North Korea or the Middle East, and the possibility for the recurrence of a flu pandemic or related illness, all of which either individually or in tandem negatively affect the Company's Pacific Rim initiatives in China and adversely affect the development of the Company's markets and business opportunities.

(I)

Risks Related to Our Common Stock.

***The Company's stock price may be volatile.***

The market price of the Company's common stock is likely to be highly volatile and could fluctuate widely in price in response to various factors, many of which are beyond the Company's control, including the following:

Additions or departures of key personnel;

Limited public float following the Common Stock Share Exchange, in the hands of a small number of persons whose sales or lack of sales could result in positive or negative pricing pressure on the market price for the common stock;

Sales of the common stock;

The Company's ability to execute its business plan;





Operating results that fall below expectations;

Loss of any strategic relationship;

Industry developments;

Economic and other external factors; and

Period-to-period fluctuations in the Company's financial results.

In addition, the securities markets have from time to time experienced significant price and volume fluctuations that are unrelated to the operating performance of particular companies. These market fluctuations may also materially and adversely affect the market price of the Company's common stock.

***There is currently no liquid trading market for the Company's common stock and the Company cannot ensure that one will ever develop or be sustained.***

There is currently no liquid trading market for the Company's common stock. The Company cannot predict how liquid the market for the Company's common stock might become. The Company's common stock is currently approved for quotation on the OTCQB Market (also known as the "Pink Sheets") trading under the symbol FYAD. The Company currently does not satisfy the initial listing standards, and cannot ensure that it will be able to satisfy such listing standards on a higher exchange, or that its common stock will be accepted for listing on any such exchange. Should the Company fail to satisfy the initial listing standards of such exchanges, or its common stock be otherwise rejected for listing and remain on the OTCQB Market or be suspended from the OTCQB Market, the trading price of the Company's common stock could suffer, the trading market for the Company's common stock may be less liquid and the Company's common stock price may be subject to increased volatility.

***The Company's common stock may be deemed a penny stock, which would make it more difficult for investors to sell their shares.***

The Company's common stock is subject to the penny stock rules adopted under section 15(g) of the Exchange Act. The penny stock rules apply to companies whose common stock is not listed on the NASDAQ Stock Market or other national securities exchange and trades at less than \$5.00 per share or that have tangible net worth of less than \$5,000,000 (\$2,000,000 if the company has been operating for three or more years). These rules require, among other things, that brokers who trade penny stock to persons other than established customers complete certain documentation, make suitability inquiries of investors and provide investors with certain information concerning trading in the security, including a risk disclosure document and quote information under certain circumstances. Many brokers have decided not to trade penny stocks because of the requirements of the penny stock rules and, as a result, the number of broker-dealers willing to act as market makers in such securities is limited. If the Company remains

subject to the penny stock rules for any significant period, it could have an adverse effect on the market, if any, for the Company's securities. If the Company's securities are subject to the penny stock rules, investors will find it more difficult to dispose of the Company's securities.

*Offers or availability for sale of a substantial number of shares of the Company's common stock may cause the price of the Company's common stock to decline.*

If the Company's stockholders sell substantial amounts of common stock in the public market, or upon the expiration of any statutory holding period, under Rule 144, it could create a circumstance commonly referred to as an overhang and in anticipation of which the market price of the Company's common stock could fall. The existence of an overhang, whether or not sales have occurred or are occurring, also could make more difficult the Company's ability to raise additional financing through the sale of equity or equity-related securities in the future at a time and price that the Company deems reasonable or appropriate. Additional shares of common stock will be freely tradable upon the earlier of: (i) effectiveness of the registration statement the Company is required to file; and (ii) the date on which such shares may be sold without registration pursuant to Rule 144 under the Securities Act.

***Provisions of the Company's Certificate of Incorporation and Nevada law could deter a change of control, which could discourage or delay offers to acquire the Company.***

Provisions of the Company's Articles of Incorporation and Nevada law may make it more difficult for someone to acquire control of the Company or for the Company's stockholders to remove existing management, and might discourage a third party from offering to acquire the Company, even if a change in control or in management would be beneficial to stockholders. For example, Article VIII of the Articles of Incorporation provides that there shall be no cumulative voting for any purpose, including the election of directors of the Company. Inasmuch as the insiders of the Company own common stock and options on common stock representing approximately 79% of the issued and outstanding common stock of the Company, such holders will be able to elect all of its directors at a general or special meeting. There is no cumulative voting to give a minority shareholder the right to elect a director. This may have an anti-takeover effect. Similarly, the Company's Articles provides for indemnification of directors, officers, employees or agents of the Company to the fullest extent permitted by Nevada law pursuant to NRS 78.502 and NRS 78.751, as well as successor provisions. Such indemnification could enable the Company's board of directors to take actions that would discourage a third party takeover attempt with impunity; other than a lawsuit by or in the right of the Company, for which indemnification is not available.

***Volatility in the Company's common stock price may subject the Company to securities litigation.***

The market for the Company's common stock is characterized by significant price volatility when compared to seasoned issuers, and the Company expects that its share price will continue to be more volatile than a seasoned issuer for the indefinite future. In the past, plaintiffs have often initiated securities class action litigation against a company following periods of volatility in the market price of its securities. The Company may, in the future, be the target of similar litigation. Securities litigation could result in substantial costs and liabilities and could divert management's attention and resources.

***The elimination of monetary liability against the Company's directors, officers and employees under the Company's Articles of Incorporation and Nevada law, and the existence of indemnification rights to the Company's directors, officers and employees may result in substantial expenditures by the Company and may discourage lawsuits against the Company's directors, officers and employees.***

Article XI of the Registrant's Articles of Incorporation provides that the Company shall indemnify all directors, officers, employees, and agents to the fullest extent permitted by Nevada law as provided within NRS 78.7502 and NRS 78.751 or any other law then in effect or as it may hereafter be amended. Further Article XI provides that the Company shall indemnify each present and future director, officer, employee or agent of the Company who becomes a party or is threatened to be made a party to any suit or proceeding, whether pending, completed or merely threatened, and whether said suit or proceeding is civil, criminal, administrative, investigative, or otherwise, except an action by or in the right of the Company, by reason of the fact that he is or was a director, officer, employee, or agent of the Company, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses, including, but not limited to, attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in

connection with the action, suit, proceeding or settlement, provided such person acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Company, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

The foregoing indemnification obligations could result in the Company incurring substantial expenditures to cover the cost of settlement or damage awards against directors and officers, which the Company may be unable to recoup. These provisions and resultant costs may also discourage the Company from bringing a lawsuit against directors and officers for breaches of their fiduciary duties even though such actions, if successful, might otherwise benefit the Company and its stockholders. However, legal actions brought by or in the right of the Company, so called shareholder derivative actions, are expressly carved out from the indemnification rights of directors, officers, employees or agents of the Company and such director, officer, employee or agent would not be entitled to indemnification in the event of such a lawsuit.

To the extent that the legal expenses of a director, officer, employee or agent are paid for by the Company pursuant to its indemnification obligations, a potential litigant may be deterred from bringing a lawsuit against a director, officer, employee or agent because it may be costly to the litigant but not to the indemnified party.

(J)

Post-Merger Risks Related to the Common Stock Share Exchange Agreement.

***After Closing of the Common Stock Share Exchange Agreement, James P. Boyd, D.D.S., will beneficially own 79.0% of the Company's outstanding common stock, which gives him control over certain major decisions on which the Company's stockholders may vote, which may discourage an acquisition of the Company.***

As a result of the Share Exchange, James P. Boyd, D.D.S. will beneficially own 79.0% of the Company's outstanding shares. The interests of Dr. Boyd may differ from the interests of other stockholders. As a result, Dr. Boyd will have the right and ability to control virtually all corporate actions requiring stockholder approval, irrespective of how the Company's other stockholders may vote, including the following actions:

Electing or defeating the election of directors;

Amending or preventing amendment of the Company's Certificate of Incorporation or By-laws;

Effecting or preventing a merger, sale of assets or other corporate transaction; and

Controlling the outcome of any other matter submitted to the stockholders for vote.

The Company's stock ownership profile may discourage a potential acquirer from seeking to acquire shares of the Company's common stock or otherwise attempting to obtain control of the Company, which in turn could reduce the Company's stock price or prevent the Company's stockholders from realizing a premium over the Company's stock price.

***Public company compliance may make it more difficult to attract and retain officers and directors.***

The Sarbanes-Oxley Act and new rules subsequently implemented by the SEC have required changes in corporate governance practices of public companies. As a public entity, the Company expects these new rules and regulations to increase compliance costs in 2011 and beyond and to make certain activities more time consuming and costly. As a public entity, the Company also expects that these new rules and regulations may make it more difficult and expensive for the Company to obtain director and officer liability insurance in the future and it may be required to accept reduced policy limits and coverage or incur substantially higher costs to obtain the same or similar coverage. As a result, it may be more difficult for the Company to attract and retain qualified persons to serve as directors or as executive officers.

*Because Splint Decisions became public by means of a share exchange, the Company may not be able to attract the attention of major brokerage firms.*

There may be risks associated with Splint Decisions becoming public through a share exchange. Specifically, securities analysts of major brokerage firms may not provide coverage of the Company since there is no incentive to brokerage firms to recommend the purchase of the Company's common stock. No assurance can be given that brokerage firms will, in the future, want to conduct any secondary offerings on behalf of the Company.

(K)

Known Trends and Competition Applicable to the Company's Present Business Model.

The promotional apparel and products industry is mature and has many levels of competition. The industry in general is very fragmented - although many large, well-capitalized companies exist on a national level, most of the Company's competition came from companies focused within their local or regional market. Most companies have two channels of distribution: sales through corporate efforts or independent sales agents; and sales through their Internet websites.

Large well established competitors included: (1) Allied Specialty Company of Davie, Florida, which has been operating for over fifty years and does business throughout the United States while also exporting to

Canada, Latin America and Western Europe; and, (2) Bernco Specialty Advertising of Bethpage, New York, in business since 1947. Many companies are regionally focused firms in terms of distribution, including: (1) Elite Design, with offices in Clinton Township, Michigan, and manufacturing facilities in Mansfield, Ohio; and, (2) Promotional Concepts, Inc. in Alameda, CA, who has operated successfully since 1992. Hundreds of smaller competitors exist nationwide who thrive in their local markets only. In Las Vegas, Nevada, the Company's local market, several well-established companies exist doing business both locally and regionally. However, the Company performed market research, and no direct competitor who used the Internet as its primary marketing method could be found in the Peoples Republic of China.

There are many competitors in the promotional products industry in North America. Current statistics estimate that over 21,000 companies supply promotional products. The Company felt it would have a competitive advantage over most of its competitors because the Company intended to travel to China and purchase products directly from the manufacturer resulting in a pricing advantage over its competitors as well as marketing its products in the rapidly growing Chinese market. Products will not be shipped first to North America and then reshipped to China. Instead, all manufacturing and fulfillment will be done in China. Marketing only will occur in the United States. Most promotional companies tend to attend trade shows in North America to purchase their products from representatives based in Hong Kong or America. The Company planned to attend trade shows in China and other Asian countries to not only promote its products, but gain access to the manufacturers of its raw products. Prices offered by such representatives typically include a mark-up of 20% - 40% that can be eliminated if purchasing directly from the manufacturers in China. In addition, by maintaining inventory in China, shipping costs can also be eliminated and therefore fulfillment can be achieved at costs consistent with maintaining a competitive position. Many companies do not feel comfortable traveling and doing business in China and feel they can source most of their products by attending North American trade shows. The Company's market research to date showed that it could purchase products directly from China-based manufacturers at a significant cost reduction to the pricing currently available from representatives in Hong Kong or North America.

### **DIRECTORS AND OFFICERS**

The following table sets forth information regarding the members of our board of directors and our executive officers and other significant employees. All directors hold office for one-year terms until the election and qualification of their successors. Officers are elected annually by the board of directors and serve at the discretion of the board.

Immediately prior to the Closing under the Share Exchange, neither James P. Boyd, D.D.S. nor Timothy Dixon were directors, nor did they hold any position with the Company, nor had they been involved in any transactions with the Company or any of its directors, executive officers, affiliates or associates which would be required to be disclosed pursuant to the rules and regulations of the U.S. Securities and Exchange Commission, other than the transactions in the Common Stock Share Exchange Agreement. Gerry Berg has served as director of the Company and as President of the Company prior to Closing. To the best of the Company's knowledge, none of such persons has been convicted in a criminal proceeding over the preceding ten years, excluding traffic violations or similar misdemeanors, nor have they been a party to any judicial or administrative proceeding during the past five years that resulted in a judgment, decree or final order enjoining the person from future violations of, or prohibiting activities subject to, federal or state securities laws, or a finding of any violation of federal or state securities laws, except for matters that were dismissed without sanction or settlement.

To the Company's knowledge, no director, officer or affiliate of the Company, and no owner of record or beneficial owner of more than five percent (5%) of the securities of the Company, or any associate of any such director, officer or security holder is a party adverse to the Company or has a material interest adverse to the Company in reference to pending litigation.



The names of the officers and directors of the Company as of the quarter ending September 30, 2010, as well as certain information about them are set forth below:

**Directors:**

Name of Director	Age
Gerry Berg <sup>(1)</sup>	64

**Executive Officer:**

Name of Officer	Age	Office
Gerry Berg	64	President, CEO

<sup>(1)</sup> On May 19, 2010, the Company announced the appointment of Gerry Berg to the Board Directors as Chairman and President. Prior to Mr. Berg's appointment, Ming R. Cheung was the Company's sole Director and President. Ms. Cheung served from March 5, 2010 to May 19, 2010. There were no material disagreements between Ms. Cheung and the Company of any kind. Prior to Ms. Cheung's service, Tony H. Lam served as the Company's Director and President. Mr. Lam resigned as a director of the Company on March 5, 2010. There were no material disagreements between Mr. Lam and the Company of any kind.

Mr. Berg has over 30 years of senior management experience working with private and public companies. His overall emphasis has been on Finance and Operations. Mr. Berg has served a number of public companies as their President, Chief Financial Officer, Board member or as a financial consultant.

Mr. Berg's career includes experience in public offerings, mergers and acquisitions, development of strategic business plans, cash management, cost and budget controls, and tax planning. Mr. Berg holds a Bachelors of Arts in Accounting from Walsh College. Mr. Berg became a Certified Public Accountant (CPA) in the State of Michigan in 1979 and in the State of California in 1984. Mr. Berg does not currently practice as a CPA.

(A)

#### SUMMARY COMPENSATION TABLE

Name and principal position	Fiscal		Bonus	Other annual compensation	Restricted stock award(s)	Securities underlying options/SARs	LTIP payouts	All other compensation
	Year	Salary						
Gerry Berg Director, President	2010	0	0	0	0	0	0	0
Ming R. Cheung Director, President	2010	0	0	0	0	0	0	0
Tony Lam Director, President	2009	0	0	0	0	0	0	0
	2008	0	0	0	0	0	0	0
	2007	0	0	0	0	0	0	0

There has been no cash payment paid to the executive officer for services rendered in all capacities to us for the period ended December 31, 2009. There has been no compensation awarded to, earned by, or paid to the executive officer by any person for services rendered in all capacities to us for the fiscal period ended December 31, 2009. No compensation is anticipated within the next six months to any officer or director of the Company.

(B)

Significant Employees.

We do not employ any non-officers who are expected to make a significant contribution to its business.

(C)

Corporate Governance.

(1)

Nominating Committee. We have not established a Nominating Committee because of our limited operations; and because we have only one director and officer, we believe that we are able to effectively manage the issues normally considered by a Nominating Committee.

(2)

Audit Committee. We have has not established an Audit Committee because of our limited operations; and because we have only one director and officer, we believe that we are able to effectively manage the issues normally considered by a Audit Committee.

(3)

Code of Ethics. We have adopted a Code of Ethics for our principal executive and financial officers.

(D)

Options Granted During the Last Fiscal Year.

No options were issued during the fiscal year ending December 31, 2009 and to the quarter ending September 30, 2010.

(E)

Employment Agreements.

From inception the Company has not entered into any employment agreements.

(F)

Equity Compensation Plan Information.

The Company does have a stock and incentive plan entitled Friendly Auto Dealers 2009 Stock Incentive Plan, as appended to this filing.

(1)

Shares authorized under the Equity Compensation Plan

On March 13, 2009, our Board of Directors approved the Friendly Auto Dealers, Inc. 2009 Stock Incentive Plan. The Plan made 10,000,000 unissued shares of common stock available for awards of options, stock appreciation rights, restricted stocks, other stock grants, or any combination thereof. Eligible recipients include employees, officers, consultants, advisors and directors. As of the quarter ending September 30, 2009 no options have been issued pursuant to the Plan, and 1,765,000 shares have been issued.

(2)

Warrants

The Company issued 250,000 warrants on February 20, 2009. The warrants contain a five-year term and are exercisable at \$1.00 per share. As of September 30, 2010 no warrants have been exercised.

The Company issued 200,000 warrants on February 23, 2009. The warrants contain a three-year term and are exercisable at \$0.50 per shares. As of September 30, 2010 no warrants have been exercised.

The fair value of each warrant granted is estimated on the date of grant using the Black-Scholes option valuation model that uses the assumptions noted in the following table. Expected volatilities are based on volatilities from the Company's traded common stock since the beginning of free trading stock on June 27, 2008.

The expected term of options granted is estimated at half of the contractual term as noted in the individual option agreements and represents the period of time that options granted are expected to be outstanding. The risk-free rate for the periods within the contractual life of the option is based on the U.S. Treasury bond rate in effect at the time of grant for bonds with maturity dates at the estimated term of the options.

	September 30, 2010
Expected volatility	136.53% - 217.26%
Expected dividends	0
Expected term (in years)	2 - 4
Risk-free rate	1.29% - 1.86%

A summary of option activity under the Plan as of June 30, 2010 and changes during the periods then ended are presented below:

Warrants	Shares	Weighted-Average			Aggregate Intrinsic Value
		Exercise Price	Remaining Contractual Term		
December 31, 2008	-	\$ -	-	-	\$ -
Granted	450,000		0.78	2.51	34,653
Exercised	-		-	-	-
Forfeited or expired	-		-	-	-
September 30, 2010	450,000	\$ 0.78		2.51	\$ 34,653
Exercisable at September 30, 2010	450,000	\$ 0.78		2.51	\$ 34,653

(G)

Directors and Officers Liability Insurance.

The Company has no directors and officers insurance.

(H)

Certain Relationships and Related Transactions.

The Company received a total of \$18,716 from a shareholder to fund operations during the nine months ended September 30, 2010. The loan bears no interest and is due on demand and as such is included in current liabilities. Imputed interest has been considered but was determined to be immaterial to the financial statements as a whole and not included herein.

Since the Company's last fiscal year, the Company has not entered into any transaction, or will be a participant in any proposed transaction, with a related person that has a direct or indirect material interest in an amount exceeding Item 404 of Regulations S-K.



(I)

#### Indemnification of Officers and Directors.

Insofar as indemnification for liabilities arising under the Securities Act of 1933 (the "Act") may be permitted to directors, officers and controlling persons of the small business issuer pursuant to the foregoing provisions, or otherwise, the small business issuer has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable. The Company's Certificate of Incorporation provides that no director of the Company shall be personally liable to the Company or its stockholders for monetary damages for breach of fiduciary duty as a director except as limited by Nevada law. The Company's Bylaws provide that the Company shall indemnify to the full extent authorized by law each of its directors and officers against expenses incurred in connection with any proceeding arising by reason of the fact that such person is or was an agent of the corporation.

#### Nevada law

Section 78.751 of the Nevada General Corporation Laws provides as follows: 78.751 Indemnification of officers, directors, employees and agents; advance of expenses. 1. A corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, except an action by or in the right of the corporation, by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorney's fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and that, with respect to any criminal action or proceeding, he had reasonable cause to believe that his conduct was lawful.

A corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses, including amounts paid in settlement and attorneys' fees actually and reasonably incurred by him in connection with the defense or settlement of the action or suit if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation.



Indemnification may not be made for any claim, issue or matter as to which such a person has been adjudged by a court of competent jurisdiction, after exhaustion of all appeals therefrom, to be liable to the corporation or for amounts paid in settlement to the corporation, unless and only to the extent that the court in which the action or suit was brought or other court of competent jurisdiction determines upon application that in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnity for such expenses as the court deems proper.

To the extent that a director, officer, employee or agent of a corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in subsections 1 and 2, or in defense of any claim, issue or matter therein, he must be indemnified by the corporation against expenses, including attorneys' fees, actually and reasonably incurred by him in connection with the defense.

Any indemnification under subsections 1 and 2, unless ordered by a court or advanced pursuant to subsection 5, must be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances. The determination must be made: (a) By the stockholders; (b) By the board of directors by majority vote of a quorum consisting of directors who were not parties to act, suit or proceeding; (c) If a majority vote of a quorum consisting of directors who were not parties to the act, suit or proceeding so orders, by independent legal counsel in a written opinion; or (d) If a quorum consisting of directors who were not parties to the action, suit or proceeding cannot be obtained, by independent legal counsel in a written opinion. The Articles of Incorporation, the Bylaws or an agreement made by the corporation may provide that the expenses of officers and directors incurred in defending a civil or criminal, suit or proceeding must be paid by the corporation as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he is not entitled to be indemnified by corporation. The provisions of this subsection do not affect any rights to advancement of expenses to which corporate personnel other than the directors or officers may be entitled under any contract or otherwise by law.

The indemnification and advancement of expenses authorized in or ordered by a court pursuant to this section: (a) Does not exclude any other rights to which a person seeking indemnification or advancement of expenses may be entitled under the articles of incorporation or any bylaw, agreement, vote of stockholders or disinterested directors or otherwise, for either an action in his official capacity or an action in another capacity while holding his office, except that indemnification, unless ordered by a court pursuant to subsection 2 or for the advancement of expenses made pursuant to subsection 5, may not be made to or on behalf of any director or officer if a final adjudication establishes that his act or omissions involved intentional misconduct, fraud or a knowing violation of the law and was material to the cause of action. (b) Continues for a person who has ceased to be a director, officer, employee or agent and inures to the benefit of the heirs, executors and administrators of such a person. Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions, or otherwise, the Registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

The Company's common stock is currently approved for quotation on the OTCQB Market (also known as the Pink Sheets) trading under the symbol FYAD. There is currently no liquid trading market for the Company's common stock.

The following table sets forth, for the periods indicated, the high and low bid prices of our common stock, as reported in published financial sources.

(J)

#### Trading Information.

Quarter	High	Low
September 30, 2010	\$0.25	\$0.05
June 30, 2010	\$0.19	\$0.01
March 31, 2010	\$0.05	\$0.02
December 31, 2009	\$0.12	\$0.01
September 30, 2009	\$0.15	\$0.05
June 30, 2009	\$0.30	\$0.05
March 31, 2009	\$0.25	\$0.17
December 31, 2008	\$0.29	\$0.19

(K)

Holder.

As of September 30, 2010, we had 120 shareholders of record of our common stock, and our common stock had a closing price of \$.013 per share.

The transfer agent for our Common Stock is Presidents Stock Transfer Co., 850 West Hastings Street Suite 900, Vancouver, BC V6C 1E1 Canada.

**DESCRIPTION OF THE BUSINESS OF SPLINT DECISIONS INC.**

Splint Decisions Inc. is a development stage enterprise that was incorporated on September 21, 2010, under the laws of the State of California.

The principal offices are located at 4093 Oceanside Boulevard Suite B, Oceanside, CA 92056. The telephone number is (760) 295-7208. The fax number is (928) 395-1260.

Since becoming incorporated, the Company has not made any significant purchases or sale of assets, nor has it been involved in any mergers, acquisitions or consolidations. The Company has never declared bankruptcy, it has never been in receivership, and it has never been involved in any legal action or proceedings. Its fiscal year end is December 31<sup>st</sup>.

Splint Decisions has one class of authorized common stock. The total number of authorized shares is 1,000. The total number of issued shares is 1,000.

On October 22, 2010, Splint Decisions entered into an Exclusive Licensing Agreement with Boyd Research, Inc., a California Corporation that owns certain patents, patents pending, trademarks and other trade know-how respecting the research and development of a product called the Total Splint System, a multi-diagnostic, multi-therapeutic one-step mouthpiece system that Splint Decisions plans to market to licensed dentists. The Exclusive License Agreement is attached hereto in Appendix G. The term of the contract is for periods of one year that renew automatically for subsequent one-year terms.

Splint Decisions acquired the exclusive world-wide rights to all know-how, technical data, or other information of any kind regarding the design, manufacture, operation, use, or sale of any Product or other device for use in any field and incorporating or based on United States Patent Application # 61387548 The Total Splint System and Letters Patent No. 6,666,212 B2, foreign counterparts of this patent, or of the applications leading to such patents, any other patents now or hereafter owned or controlled by Boyd Research, Inc. or based on any products currently sold by Boyd Research, Inc., and any modification or improvements thereto made by Boyd Research, Inc. or Splint Decisions.

In exchange for the above-noted rights, Splint Decisions agreed to pay to Boyd Research, Inc. minimum guaranteed Royalties equal to thirty percent (30%) of net monthly sales by Splint Decisions from the use and sale of the Total Splint System for the first year this Agreement is effective, or until October 22, 2011. Thereafter, Splint Decisions agreed to pay to Boyd Research, Inc. minimum guaranteed Royalties equal to ten percent (10%) of the net monthly sales by Splint Decisions for the remaining life of the Patents issued and the Patents issuable upon approval of the U.S. Patent and Trademark Office for those Patent Applications submitted by Boyd Research, Inc. as noted in the Exclusive License Agreement. The monthly Royalties shall be paid in four equal quarterly installments and shall be paid in advance for each quarter on the first day of each quarter. No monthly Royalties shall be due and payable by Splint Decisions to Boyd Research, Inc. until the inception fee is completely paid.

On November 16, 2010, Splint Decisions and Boyd Research, Inc. entered into an Agreement with Friendly Auto Dealers, Inc. for the Assignment of the October 22, 2010 Exclusive License Agreement to Friendly Auto Dealers, Inc. The Assignment of the Exclusive License Agreement is attached to this Information Statement as Appendix H. By the express terms of the Exclusive License Agreement between Boyd Research, Inc. and Splint Decisions, Splint Decisions had to acquire the written agreement of Boyd Research, Inc. prior to any assignment of the rights contained in the Exclusive License Agreement.

By virtue of the assignment, Boyd Research, Inc. agreed along with Splint Decisions to transfer, convey, sell and assign to Friendly Auto Dealers, Inc. all of Splint Decisions' right, title and interest in and to the licenses for patents and patent applications and other intellectual property listed in Schedule A to the Exclusive License Agreement annexed hereto in Appendix G, and transfer, convey, sell and assign to Friendly Auto Dealers, Inc. any license for the use of trademarks and service marks and all related applications (including intent to use applications) Boyd Research, Inc. licensed to Splint Decisions as listed in Schedule B to the Exclusive License Agreement annexed hereto in Appendix G.

(A)

The Total Splint System.

The Total Splint System (TSS) provides the dental practitioner with a multi-diagnostic, multi-therapeutic, one-step mouthpiece system that can dramatically reduce both the cost and time required to treat a plurality of diseases and conditions that heretofore were considered excessively expensive and time-consuming for the general population.

The Total Splint System is comprised of two plastic trays designed as mouthpieces and formed from a polycarbonate material that when lined with a warmed thermoplastic filler, is fitted over the patient's upper or lower teeth until the material cools, thereby providing a custom molded fit to that particular patient's own teeth.

At least one mouthpiece (of the two provided) is required to provide therapy. The Total Splint System may be used to treat bruxism, amongst other related maladies discussed below. Bruxism is a condition in which a person grinds, or clenches their teeth. Individuals who brux may unconsciously clench or grind their teeth together during the day or at night.

Bruxism may be mild and may not even require treatment. However, it can be frequent and severe enough to lead to jaw disorders, such as pain that travels through the face, jaw or neck, stiff jaw muscles, limited jaw movement or locking of the jaw, painful clicking or popping in the jaw joint(s), headaches, including migraine headaches, damaged teeth and other problems associated with the head, neck and face. As the therapeutic requirements escalate to address bruxism, migraine headaches, and/or sleep apnea, additional elements to the Total Splint System are added.

In the case of migraine headaches, either an upper tray or lower tray may be used to control nocturnal parafunction (jaw-clenching, either in a centered or a sideways-shifted position), which are movements of teeth that are considered outside or beyond normal function. By keeping the molar (posterior) and canine (anterior) teeth from touching, thereby minimizing the intensity of muscle contraction, while minimizing the degree of jaw opening during the parafunctional events. The therapeutic result of using the Total Splint System in this configuration is to affect the Trigeminal Nerve System. The Trigeminal Nerve System has two divisions:

A) Motor Root, which sends nerve impulses to the jaw muscles to make them contract; the far more massive Sensory Division (made up of the nerves that bring in information from the periphery). B) Sensory Division is divided into three distinct segments of sensory reception (thus the term Trigeminal): First Division: Ophthalmic: receives sensory input from arteries that surround the brain to around and behind the eyes Second Division: Maxillary: receives sensory input from below the eyes to the upper jaw. Third Division: Mandibular: receives sensory input for the entire lower jaw. All three divisions feed into the Trigeminal Sensory Nucleus.

The current understanding of the nature of the migraine, is that it results from a disorder of "sensory modulation", meaning that information received by the Sensory Nucleus is misinterpreted, thereby resulting in either a disproportionate response, or an inappropriate response altogether.

For example, during a migraine attack, the simple pressure changes of the fluid that surrounds the brain (resulting from the beating of the heart), is perceived as "pounding". The therapeutic goal in migraine prevention is to limit the amount of noxious sensory input (that is, to limit your migraine "triggers") to the Trigeminal Sensory Nucleus, so that it is not perceived as nociception.

Essentially, the goal is to limit as much negative input to the Trigeminal Sensory Nucleus as possible.

When considering an abnormal Trigeminal system where the Sensory Nucleus is hypersensitive, it is not unusual for the Motor Division to be also hyperactive. A hyperactive Trigeminal Motor Root results in excessive jaw muscle contraction, during certain stages of sleep, resulting in intense jaw clenching and/or vigorous teeth grinding. These two activities produce a significant bombardment of noxious input (nociception) to the Sensory Nucleus, while also being the known cause of "TMD" (temporomandibular disorders), thereby becoming a self-perpetuation of chronic headache and/or migraine.

In order for jaw clenching and teeth grinding to achieve pathologic intensity, the molars and/or canine teeth must be touching each other, or another object (like a traditional mouthpiece).

By keeping the molars and canines from touching anything during sleep, Nociception to the Trigeminal is Inhibited. Minimizing jaw muscle intensity (that is, Trigeminal Motor Hyperactivity and the resultant nociception) therefore requires providing for incisor (front teeth) contact only during sleep.

Therefore the Total Splint System when configured to treat migraine limits the amount of noxious sensory input (nociception) to the Trigeminal Sensory Nucleus, so that it is not perceived as nociception.

When configured to treat sleep apnea, a common disorder that can be serious. In sleep apnea, your breathing stops or gets very shallow. Each pause in breathing typically lasts 10 to 20 seconds or more. These pauses can occur 20 to 30 times or more an hour.

The most common type is obstructive sleep apnea. That means you are unable to get enough air through your mouth and nose into your lungs. When that happens, the amount of oxygen in your blood may drop. Normal breaths resume with a snort or choking sound. People with sleep apnea often snore loudly. However, not everyone who snores has sleep apnea.

When sleep is interrupted throughout the night, a person can be drowsy during the day. People with sleep apnea are at higher risk for car crashes, work-related accidents and other medical problems. When both trays are used in tandem with a Hooking element that is attached to the upper tray and can be set to engage the lower mouthpiece to maintain mandibular advancement ( of the lower jaw) while allowing anterior contact only, thereby treating and preventing obstructive sleep apnea and the complications that jaw-clenching can present.

Each component of the system can be adapted to the mouthpiece independent of the other components, or in conjunction with them, according to the nature of the confirmed diagnosis, or the condition being evaluated.

The system can provide for two independent mouthpieces that are infinitely adjustable for any dental arch width and length, and are adapted to the teeth with the thermoplastic lining material. The system provides for components that are adhered to either or both mouthpieces to facilitate a diagnosed condition by either maintaining an anterior/posterior jaw relationship, or minimizing nocturnal jaw clenching intensity (parafuction).

A dental practitioner would provide the system during a single visit, to either rule-out a suspected diagnosis, or to treat/prevent a confirmed diagnosis, without having to employ an outside dental laboratory service, which would incur considerable expense and additional visit(s) to the dentist at a later time.

Unlike current single-visit mouthpieces, which are designed to diagnose, treat or prevent a specific condition such as bruxism, the system can be configured to diagnose, treat, or prevent a plurality of conditions like bruxism, migraine, and sleep apnea.

Existing single-visit mouthpiece devices are designed to diagnose, treat, or prevent a single particular condition such as bruxism, migraine, or sleep apnea. If the device is ineffective, then another completely different device must be used to diagnose a separate condition. Current mouthpiece devices cannot be configured to diagnose a plurality of conditions, thus making the use of a plurality of devices cost and time prohibitive. The Total Splint System allows the dental practitioner to configure the device for a specific diagnosis, or to configure the device for a plurality of conditions, or to re-configure the device as the necessity of therapy dictates.

Figure 1:

1. Provision of independent maxillary [1] and mandibular [2] mouthpieces. These mouthpieces are filled with thermoplastic material and the patient is asked to bite into the softened material which when cooled conforms to that patient's particular tooth arrangement, providing a custom fitting mouthpiece. The mouthpiece's occlusal surfaces provide a workable substrate to the practitioner. Each mouthpiece is segmented [3] to allow its cross-arch expansion or contraction, thereby conforming to any arch width or length.

1a. The maxillary mouthpiece can be configured to provide a receptive channel [4] for either a hooking element [5] (as in 2a) or a Discluding Element, both of which (hooking element and discluding element) are protected by US Patent No. 6,666,212 and exclusively licensed to Splint Decisions Inc, [6] (as in 2b) and/or lateral "side stops" [7] that the lower "Side Fins" [8] can engage (as in 2c);

1b. The mandibular mouthpiece provides for a surface lingual to the lower incisors [9] that a hooking element can engage, and provides a surface for "Side Fins" to be adhered to [10].



Figure 2:

2. Provision of a diagnostic or therapeutic component to either or both mouthpieces.

2a. Provision of a hooking element to the maxillary mouthpiece.

2a1. Hooking element can be set to engage lower mouthpiece to prevent mandibular retrusion while allowing anterior contact, only, thereby treating and preventing jawclenching and the complications it presents.

2a2. Hooking element can be set to engage lower mouthpiece to maintain mandibular advancement while allowing anterior contact, only, thereby treating and preventing obstructive sleep apnea and the complications that jaw-clenching can present.

2b. Provision of a Discluding Element, which provides an anterior contact only, but not dictating or preventing any specific jaw position, thereby treating simple bruxism.

2c. Provision of "Side Fins", which prevent mandibular retrusion, meaning the lower jaw is limited as to how far it can move in a posterior direction, either in concert with the hooking element, or independently in concert with the Discluding Element.

Figure 3:

There is no mouthpiece system that can be used for both the treatment and prevention of mild to moderate obstructive sleep apnea and medically diagnosed migraine pain. In addition, professionally provided dual-arch mouthpieces for treatment and prevention of Obstructive Sleep Apnea require at least two separate visits to the practitioner and require considerable lab fees to the practitioner, resulting prohibitive cost to the patient. A single visit, multi-purpose mouthpiece system, that does not require the expense of an outside lab, can be configured by the practitioner to provide a variety of mouthpiece designs for the diagnosis, treatment or prevention of a plurality of conditions.

The raw materials are readily available in the USA for product manufacturing. Chairside delivery is achieved with materials supplied by Splint Decisions Inc.

The Company believes that this new product will be effective for the treatment of mild to moderate obstructive sleep apnea, and medically diagnosed migraine pain. Management expects that growth of the importance of The Total Splint System to the industry segment will be of long-term duration and all patents, trademarks, licenses, franchises

and concessions will gain in value. However, management does not intend to franchise the product at this time.

The business of the industry segment is not seasonal. The management expects that after the dental community becomes aware of the product, sales will accelerate and not be affected by any particular season or month of the year.

Management is confident that it presently has inventory and can maintain a more than adequate supply of the product for initial operations without burdening the cash resources of the Company. The shelf life of the inventory items can be measured in decades. Individual inventory items are quite small, easily stored, and not subject to theft (employee or otherwise). The extension of credit to customers will be relatively small, because the product will be sold over the phone or the Internet. In most instances payment will be required before shipment. The rights to return of shipment will be extended to the Company's customers, net of a return fee. Since the product is being marketed to dental professionals that have experience with fitting dental devices, returns are expected to be minimal. Management is confident that its suppliers will be able to provide a continuous allotment of goods. As the Company owns the molds used in the manufacturing process. This enables the Company to find another fabricating supplier in a timely manner.

The Company hopes to have several thousand customers in the United States and Europe. There are no present back orders for the product and the Company has no back orders for any previous period.

(B)

#### Competition.

The market for products intended to treat snoring, bruxism, migraine headaches and mild to moderate sleep apnea is well developed and has many competitors. The gold standard for treating obstructive sleep apnea is the CPAP Machine. The CPAP Machine provides continuous positive air pressure on the tissues of the throat to maintain adequate airflow during sleep and so reducing the apnic events during normal sleep. Many companies manufacture this equipment that is prescribed typically through the care of Ear, Nose & Throat specialist (an ENT) usually following a polysomnogram study in a sleep laboratory. It is common that when a patient is diagnosed with mild to moderate to severe obstructive sleep apnea they are prescribed the CPAP Machine.

The emerging treatment option in the field of sleep medicine and sleep dentistry is the use of Oral Appliance Therapy (OAT). Patients who become CPAP intolerant often choose to use an oral appliance to treat their sleep disturbed breathing. A patient may become CPAP intolerant if their nasal mucosa tissues become dried and inflamed. It is unknown how many patients are currently treated with the CPAP Machine or how many become CPAP intolerant. Oral Appliance Therapy is a convenient alternative to CPAP for some patients and the benefits include: (1) size and weight: CPAP Machines are bulky and travel restrictive, while oral appliances are small and are carried as easily as a toothbrush; and, (2) comfort: oral appliances are more comfortable than a CPAP that must be worn with a facemask and a connecting hose for air flow making restful sleep difficult.

The CPAP Machine:

Some of the Oral Appliance Therapy competitors are: Thornton Adjustable Positioner (TAP), which is a device, manufactured by licensed dental laboratories throughout the United States. The Thornton Adjustable Positioner uses the principle of cardiopulmonary resuscitation to keep the airway open in order to help patients maintain proper breathing techniques. Oxygen is allowed to flow adequately into the airway with the help of a device that holds the lower jaw forward to prevent collapse of the airway and eliminate instances of breathing cessation. With improved breathing, patients are able to get a good night's rest and give their partners a chance to sleep with decreased snoring.

The TAP:

Further, the SomnoMed MAS is a similar device that is manufactured by SomnoMed and consists of upper and lower dental plates with a unique patented fin-coupling component, which allows normal mouth opening and closing. If required, a part can be added to make the device adjustable. This feature provides incremental and adjustable levels of lower jaw advancement, which improves the effectiveness and comfort-level of treatment as the jaw is moved only as far as is required to alleviate snoring and reduce obstructive sleep apnea.

The SomnoMed MAS:

There are other companies actively researching and developing oral appliances to treat mild to moderate sleep apnea. Presently, the size of the market in the United States is unknown and the market penetration of the SomnoMed MAS and the TAP are also unknown. However, both are widely marketed and prescribed by licensed dentists and both products present competition to Splint Decisions and to Friendly Auto Dealers, Inc. post merger.

(C)

Risk Factors Related to the Prospective Development of Splint Decisions Business.

***Our future business may require additional financing which will result in dilution to existing shareholders, which could in turn reduce the share price of earlier issued shares.***

We may and likely will require additional capital in order to fund our prospective operations. We do not have any commitments for additional financing and there can be no assurance that such additional funding, if required, will be available, or if available, will be available upon favorable terms. With respect to our ability to obtain financing on favorable terms, we do not have significant assets to serve as loan collateral. Still further, we presently do not have a sufficient cash flow to qualify for reasonable debt financing. Insufficient funds may prevent us from implementing our new business strategy. In the event we raise additional funds through the issuance of equity securities, dilution to the then existing stockholders could result in the reduction of the share price of the earlier issued shares.

***Lack of operations, positive cash flow and profitability could affect our ability to remain in business.***

Until the Common Stock Share Exchange Agreement is closed, the Company cannot begin to develop its newly acquired business through the auspices of the Splint Decisions intellectual property licenses. Closing of the Common Stock Share Exchange Agreement is set for not later than January 31, 2011. Operations will not commence until after the closing. There is no guarantee that the Common Stock Share Exchange Agreement will close in a timely fashion by January 31, 2011. There is no guarantee that if the closing does not occur by January 31, 2011 that a suitable extension of time may be agreed to by the Company and Splint Decisions to complete the transaction. The Company has not generated revenues to date, and if we do not successfully close the Common Stock Share Exchange Agreement and begin to generate positive cash flow and hence become profitable, we may not be able to remain in business.

***Uncertainty of commercial success may affect our ability to remain in business.***

With respect to our potential revenue and profitability based upon our marketing and sales of the Total Splint System, we may not be able to achieve commercial success. Furthermore, the industry segment is characterized by rapid change and growth. If we fail to achieve commercial success, we will continue to suffer net losses and we may have to go out of business.

***Dependence on management will affect our profitability.***

Future success is also dependent on our ability to identify, hire, train and retain other qualified managerial and other employees. Competition for these individuals is intense and increasing. We may not be able to attract, assimilate, or retain qualified technical and managerial personnel and our failure to do so could have a material adverse effect on the business, financial condition and results of operations.

***Only portions of the Splint Decisions intellectual property are patented, and our ability to market and develop the Total Splint System may be subject to adverse claims by others.***

The intellectual property the Company will acquire by license from Splint Decisions and by extension from Boyd Research, Inc. is only partially protected by patents. While Boyd Research, Inc. has applied for patents related to that portion of the design of the Total Splint System that is not protected by an issued patent, there is no guarantee that any such patent will be issued by the U.S. Patent and Trademark Office, and there is no guarantee that an adverse claimant will not make a claim or take adversary actions against the patent applications currently under review. In the event that no patents are issued related to the pending patent applications, the Company's ability to conduct its new business and launch its operations may be materially impaired and thereby have a material adverse effect on business, financial condition and results of operations.

***Dependence on proprietary technology and risks of third party infringement claims could adversely affect our business and results of operations.***

Although the Company has received partial patent protection for the Total Splint System, pending measures to protect our prospective proprietary rights may be inadequate to prevent misappropriation of such rights or that our competitors will not independently develop or patent technologies that are substantially equivalent to or superior to our technologies. Additionally, although we believe that our products and technologies do not infringe upon the proprietary rights of any third parties, that third parties may assert infringement claims against products and technologies that we license, or has the rights to use, from third parties. Any such claims, if proved, could materially and adversely affect our business and results of operations. In addition, though any such claims may ultimately prove to be without merit, the necessary management attention to, and legal costs associated with litigation or other



resolution of such claims could materially and adversely affect our business and results of operations.

*The results of research and development efforts are uncertain and we may not be able to compete effectively in the marketplace.*

We will need to make additional research and development expenditures to remain competitive. While we perform usability and beta testing of new products, the products we are currently developing or may develop in the future may not be technologically successful. If they are not technologically successful, the resulting products may not achieve market acceptance and these products may not compete effectively with products of competitors currently in the market or introduced in the future. If we are unsuccessful in the marketplace, it may affect our ability to remain in business.

By Order of the Board of Directors.

/s/ Gerry Berg

Gerry Berg

President

November 16, 2010

**APPENDICES**

(A)

Unaudited Financial Statements for Friendly Auto Dealers, Inc. for the nine months ended September 30, 2010 and September 30, 2009.

(B)

Audited Financial Statements for Friendly Auto Dealers for the years ended December 31, 2009 and December 31, 2008.

(C)

Audited Financial Information for Splint Decisions Inc. for the period ended September 30, 2010.

(D)

Pro Forma Consolidated Financial Information for Friendly Auto Dealers, Inc. and Splint Decisions Inc. as of September 30, 2010.

(E)

Common Stock Share Exchange Agreement dated November 16, 2010.

(F)

Splint Decisions Inc. Certificate of Good Standing from the Secretary of State of California.

(G)

Exclusive Licensing Agreement from Boyd Research, Inc. to Splint Decisions Inc. dated October 22, 2010.

(1)

Exhibit A to Exclusive Licensing Agreement: Patents and Trademarks.

(2)

Exhibit B to Exclusive Licensing Agreement: Provisional Patent Applications.

(H)

Agreement for the Assignment of an Exclusive License Agreement for Intellectual Property Including Patents and Patents Pending from Splint Decisions Inc. and Boyd Research, Inc. to Friendly Auto Dealers, Inc. dated November 16, 2010.

(1)

Exhibit A to the Agreement for the Assignment of an Exclusive License Agreement.

(2)

Exhibit B to the Agreement for the Assignment of an Exclusive License Agreement.

**APPENDIX A**

**FRIENDLY AUTO DEALERS, INC.**

(A Development Stage Enterprise)

**Condensed Financial Statements**

September 30, 2010 and 2009

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FRIENDLY AUTO DEALERS, INC.

(A Development Stage Enterprise)

Condensed Financial Statements

September 30, 2010 and 2009

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FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Balance Sheets

	September 30, 2010 <i>(Unaudited)</i>	December 31, 2009
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 1	\$ 1
Prepaid expenses	-	313,151
<b>Total current assets</b>	<b>1</b>	<b>313,152</b>
<b>Total assets</b>	<b>\$ 1</b>	<b>\$ 313,152</b>
<b>LIABILITIES AND STOCKHOLDERS' (DEFICIT) EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 6,186	\$ 12,897
Related party payable	18,716	-
<b>Total current liabilities</b>	<b>24,902</b>	<b>12,897</b>
<b>Stockholders' (Deficit) Equity</b>		
Shares held in escrow	-	(10,000)
Preferred stock, \$.001 par value; 5,000,000 shares authorized, no shares issued or outstanding	-	-
Common stock, \$.001 par value; 70,000,000 shares authorized; 28,710,000 and 17,710,000 issued and outstanding at September 30, 2010 and December 31, 2009	28,710	27,710
Additional paid in capital	2,048,048	1,929,048
Deficit accumulated during the development stage	(2,101,659)	(1,646,503)
<b>Total stockholders' (deficit) equity</b>	<b>(24,901)</b>	<b>300,255</b>
<b>Total liabilities and stockholders' (deficit) equity</b>	<b>\$ 1</b>	<b>\$ 313,152</b>

See accompanying notes to financial statements



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FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Statement of Operations (unaudited)

	Three months ended September 30,		Nine months ended September 30,		For the period from August 6, 2007 (inception) to September 30, 2010
	2010	2009	2010	2009	
<b>Revenue</b>	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Expenses</b>					
Office expenses	-	-	-	3,270	15,940
Travel	-	-	2,149	-	32,623
Officer compensation	-	-	-	170,000	170,000
Professional fees	84,539	393,283	455,507	926,302	1,885,596
<b>Total expenses</b>	84,529	393,283	457,656	1,099,572	2,104,159
Other income	2,500	-	2,500	-	2,500
<b>Net loss</b>	\$ (82,029)	\$ (393,283)	\$ (455,156)	\$ (1,099,572)	\$ (2,101,659)
<b>Basic and diluted loss per common share</b>	\$ (0.00)	\$ (0.01)	\$ (0.02)	\$ (0.05)	
<b>Weighted average shares outstanding</b>	28,710,000	26,870,000	23,570,806	21,157,418	

See accompanying notes to financial statements

FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Statements of Cash Flows (unaudited)

	Nine months ended September 30,		For the period of
	2010	2009	August 6, 2007 (inception) to September 30, 2010
<b>Cash flows from operating activities</b>			
Net loss	\$ (455,156)	\$ (1,099,572)	\$ (2,101,659)
Adjustments to reconcile net loss to net cash used in operating activities			
Common stock issued for services	130,000	1,687,250	1,925,500
Common stock issued for advertising	-	3,200	3,200
Warrants issued for services	-	34,653	34,653
Changes in operating assets and liabilities			
Prepaid expenses	313,151	(636,593)	-
Accounts payable	(6,711)	10,692	6,186
<b>Net cash used in operating activities</b>	<b>(18,716)</b>	<b>(370)</b>	<b>(132,120)</b>
<b>Net cash used in investing activities</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Cash flows from financing activities</b>			
Proceeds from related party loans	18,716	-	25,941
Forgiveness of related party loans	-	-	(7,225)
Capital contributed by officer	-	-	8,405
Proceeds from sale of stock	-	-	105,000
<b>Net cash provided by financing activities</b>	<b>18,716</b>	<b>-</b>	<b>132,121</b>
(Decrease) increase in cash	-	(370)	1
Cash at beginning of period	1	371	-
Cash at end of period	\$ 1	\$ 1	\$ 1
<b>Supplemental disclosure of non-cash investing and financing activities:</b>			
Stock based compensation	\$ 130,000	\$ 1,725,103	\$ 1,963,353
<b>Supplemental Cash Flow Information:</b>			
Cash paid for interest	\$ -	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -	\$ -

See accompanying notes to financial statements



**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to Condensed Financial Statements**

**September 30, 2010 and 2009**

**Note 1 Condensed Financial Statements**

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows at September 30, 2010 and 2009 and for all periods presented have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's December 31, 2009 audited financial statements dated April 13, 2010 as reported in Form 10-K. The results of operations for the period ended September 30, 2010 are not necessarily indicative of the operating results for the full year.

**Note 2 Significant Accounting Policies**

Share Based Expenses

ASC 718 "*Compensation - Stock Compensation*" codified SFAS No. 123 prescribes accounting and reporting standards for all stock-based payments award to employees, including employee stock options, restricted stock, employee stock purchase plans and stock appreciation rights, may be classified as either equity or liabilities. The Company should determine if a present obligation to settle the share-based payment transaction in cash or other assets exists. A present obligation to settle in cash or other assets exists if: (a) the option to settle by issuing equity instruments lacks commercial substance or (b) the present obligation is implied because of an entity's past practices or stated policies. If a present obligation exists, the transaction should be recognized as a liability; otherwise, the transaction should be recognized as equity

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50 "*Equity - Based Payments to Non-Employees*" which codified SFAS 123 and the Emerging

Issues Task Force consensus in Issue No. 96-18 ("EITF 96-18"), *"Accounting for Equity Instruments that are Issued to Other Than Employees for Acquiring or in Conjunction with Selling, Goods or Services"*. Measurement of share-based payment transactions with non-employees shall be based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction should be determined at the earlier of performance commitment date or performance completion date.

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**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to Condensed Financial Statements**

**September 30, 2010 and 2009**

**Note 2 - Significant Accounting Policies (continued)**

Going concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plans to obtain such resources for the Company include (1) obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses, and (2) as a last resort, seeking out and completing a merger with an existing operating company. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Recently Implemented Standards

ASC 855, *Subsequent Events* ("ASC 855") (formerly Statement of Financial Accounting Standards No. 165, *Subsequent Events*) includes guidance that was issued by the FASB in May 2009, and is consistent with current auditing standards in defining a subsequent event. Additionally, the guidance provides for disclosure regarding the existence and timing of a company's evaluation of its subsequent events. ASC 855 defines two types of subsequent events, "recognized" and "non-recognized". Recognized subsequent events provide additional evidence about

conditions that existed at the date of the balance sheet and are required to be reflected in the financial statements. Non-recognized subsequent events provide evidence about conditions that did not exist at the date of the balance sheet but arose after that date and, therefore; are not required to be reflected in the financial statements. However, certain non-recognized subsequent events may require disclosure to prevent the financial statements from being misleading. This guidance was effective prospectively for interim or annual financial periods ending after June 15, 2009. The Company implemented the guidance included in ASC 855 as of April 1, 2009. The effect of implementing this guidance was not material to the Company's financial position or results of operations.

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**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to Condensed Financial Statements**

**September 30, 2010 and 2009**

**Note 2 - Significant Accounting Policies (continued)**

Recently Issued Pronouncements (continued)

In February 2010, the FASB issued amended guidance on subsequent events to alleviate potential conflicts between FASB guidance and SEC requirements. Under this amended guidance, SEC filers are no longer required to disclose the date through which subsequent events have been evaluated in originally issued and revised financial statements. This guidance was effective immediately and we adopted these new requirements for the period ended June 30, 2010. The adoption of this guidance did not have a material impact on our financial statements.

In January 2010, the FASB issued guidance to amend the disclosure requirements related to recurring and nonrecurring fair value measurements. The guidance requires a roll forward of activities on purchases, sales, issuance, and settlements of the assets and liabilities measured using significant unobservable inputs (Level 3 fair value measurements). The guidance will become effective for the Company with the reporting period beginning July 1, 2011. The adoption of this guidance will not have a material impact on the Company's consolidated financial statements.

**Note 3 Stockholders' Equity**

Common stock

On March 19, 2009, the Company entered into a Memorandum of Understanding ("Memo") with Excellent Auto Consulting ("Excellent") to purchase all or a majority of the outstanding capital voting stock of Excellent in such a way that allows Excellent to acquire the business of the Company. The Memo outlines that each party negotiate and complete a Material Definitive Agreement ("Agreement"). Pursuant to the Memo, the Company issued 10,000,000 shares of its common stock to be held in trust while negotiating the Agreement. The Agreement was unilaterally terminated March 23, 2010 and the shares in escrow were returned for cancellation.

On March 25, 2010, the Company issued a total of 1,000,000 common shares at \$.03 for total consideration of \$30,000 to two separate consultants in consideration of consulting services provided.

On May 13, 2010, the Company issued a total of 10,000,000 common shares at \$.01 for total consideration of \$100,000 to two separate consultants in consideration of services provided.

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**FRIENDLY AUTO DEALERS, INC.****(A Development Stage Enterprise)****Notes to Condensed Financial Statements****September 30, 2010 and 2009****Note 3 Stockholders Equity (continued)**Warrants

The fair value of each warrant granted is estimated on the date of grant using the Black-Scholes option valuation model that uses the assumptions noted in the following table. Expected volatilities are based on volatilities from the Company's traded common stock since the beginning of free trading stock on June 27, 2008.

The expected term of options granted is estimated at half of the contractual term as noted in the individual option agreements and represents the period of time that options granted are expected to be outstanding. The risk-free rate for the periods within the contractual life of the option is based on the U.S. Treasury bond rate in effect at the time of grant for bonds with maturity dates at the estimated term of the options.

	September 30, 2010
Expected volatility	136.53% - 217.26%
Expected dividends	0
Expected term (in years)	2 - 4
Risk-free rate	1.29% - 1.86%

A summary of option activity under the Plan as of June 30, 2010 and changes during the periods then ended are presented below:

Warrants	Shares	Weighted-Average			Aggregate Intrinsic Value
		Weighted-Average Exercise Price	Remaining Contractual Term		
December 31, 2008	-	\$ -	-	-	\$ -
Granted	450,000	0.78	2.51	-	34,653
Exercised	-	-	-	-	-
Forfeited or expired	-	-	-	-	-
September 30, 2010	450,000	\$ 0.78	2.51	\$	34,653

Exercisable at September 30, 2010	450,000	\$	0.78	2.51	\$	34,653
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**Note 4 Related Party Transactions**

The Company received a total of \$18,716 from a shareholder to fund operations during the nine months ended September 30, 2010. The loan bears no interest and is due on demand and as such is included in current liabilities. Imputed interest has been considered but was determined to be immaterial to the financial statements as a whole and not included herein.

During the nine months ended September 30, 2010, the company issued a total of 11,000,000 shares of its common stock valued at a total of \$130,000 to two existing shareholders for services provided, one of which is our president and director.

**Note 5 Subsequent Events**

The Company has evaluated subsequent events through the date of this filing and determined there are no events to disclose.

**APPENDIX B**

**FRIENDLY AUTO DEALERS, INC.**

**(A DEVELOPMENT STAGE ENTERPRISE)**

Financial Statements

December 31, 2009 and 2008

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**Report of Independent Registered Public Accounting Firm**

To the Board of Directors

Friendly Auto Dealers, Inc.

Las Vegas, Nevada

We have audited the accompanying balance sheets of Friendly Auto Dealers, Inc. (A Development Stage Enterprise) as of December 31, 2009 and 2008 the related statements of operations, stockholders' deficit, and cash flows for the years then ended and the period August 6, 2007 (inception) through December 31, 2009. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Friendly Auto Dealers, Inc. (A Development Stage Enterprise) as of December 31, 2009 and 2008 and the results of its operations and cash flows for the years then ended and the period August 6, 2007 (inception) through December 31, 2009, in conformity with U.S. generally accepted accounting principles.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the financial statements, the Company has limited operations and has no established source of revenue. This raises substantial doubt about its ability to continue as a going concern. Management's plan in regard to these matters is also described in Note 2. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.



*/s/ Kyle L. Tingle, CPA, LLC*

Kyle L. Tingle, CPA, LLC

April 13, 2010

Las Vegas, Nevada

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FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Balance Sheets

		2009	December 31,	2008
<b>ASSETS</b>				
<b>Current assets</b>				
Cash	\$		1	\$ 371
Prepaid expenses			313,151	12,500
<b>Total current assets</b>			313,151	12,871
<b>Total assets</b>	\$		313,152	\$ 12,871
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>				
<b>Current liabilities</b>				
Accounts payable	\$		12,897	\$ 450
Loan from shareholder			-	6,800
<b>Total current liabilities</b>			12,897	7,250
<b>Stockholders' Equity</b>				
Shares held in escrow			(10,000)	-
Preferred stock, \$0.001 par value; 5,000,000 shares authorized, no shares issued or outstanding			-	-
Common stock, \$0.001 par value; 70,000,000 shares authorized, 27,710,000 and 6,825,000 shares issued; 17,710,000 and 6,825,000 outstanding at December 31, 2009 and 2008			27,710	6,825
Additional paid in capital			1,929,048	107,605
Deficit accumulated during the development stage			(1,646,503)	(108,809)
<b>Total stockholders' equity</b>			300,255	5,621
<b>Total liabilities and stockholders' equity</b>	\$		313,152	\$ 12,871

See accompanying notes to financial statements

FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Statement of Operations

	Year ended December 31,		For the period from
	2009	2008	August 6, 2007 (inception) to December 31, 2009
<b>Revenue</b>	\$ -	\$ -	\$ -
<b>Expenses</b>			
Office expenses	3,270	2,959	15,940
Travel	-	30,474	30,474
Officer compensation	170,000	-	170,000
Professional fees	1,364,424	58,115	1,430,089
<b>Total expenses</b>	<b>1,537,694</b>	<b>91,548</b>	<b>1,646,503</b>
<b>Net loss</b>	\$ (1,537,694)	\$ (91,548)	\$ (1,646,503)
<b>Basic and diluted loss per common share</b>	\$ (0.10)	\$ (0.01)	
<b>Weighted average shares outstanding</b>	15,206,616	6,714,740	

See accompanying notes to financial statements

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FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Statement of Changes in Stockholders' Equity  
For the Period of August 6, 2007 (Inception) to December 31, 2009

	Common Stock		Additional Paid-In Capital	Shares Held in Escrow	Common stock subscribed	Accumulated Deficit	Total
	Shares	Amount					
Balance, August 6, 2007 (Inception)	-	\$ -	\$ -	\$ -	\$ -	\$ -	-
Common stock subscriptions, August 10, 2007	-	-	-	-	12,250	-	12,250
Stock subscribed from sale under SB-2 registration	-	-	-	-	53,500	-	53,500
Net loss, December 31, 2007	-	-	-	-	-	(17,261)	(17,261)
Balance, December 31, 2007	-	-	-	-	65,750	(17,261)	48,489
Issue common stock subscribed	6,260,000	6,260	59,490	-	(65,750)	-	-
Common stock issued for cash	465,000	465	46,035	-	-	-	46,500
Common stock issued for services	100,000	100	900	-	-	-	1,000
Contributed capital by officer	-	-	1,180	-	-	-	1,180
Net loss, December 31, 2008	-	-	-	-	-	(91,548)	(91,548)
Balance, December 31, 2008	6,825,000	6,825	107,605	-	-	(108,809)	5,621
Common stock issued for services	10,881,800	10,882	1,776,368	-	-	-	1,787,250
Common stock issued for advertising	3,200	3	3,197	-	-	-	3,200
Warrants issued for services	-	-	34,653	-	-	-	34,653
	10,000,000	10,000	-	(10,000)	-	-	-

Shares held in escrow								
Contributed capital by officer	-	-	7,225	-	-	-	-	7,225
Net loss, December 31, 2009	-	-	-	-	-	(1,537,694)	(1,537,693)	
Balance, December 31, 2009	27,710,000	\$ 27,710	\$ 1,929,048	\$ (10,000)	\$ -	\$ (1,646,503)	\$ 300,255	

See accompanying notes to financial statements

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FRIENDLY AUTO DEALERS, INC.  
(A Development Stage Enterprise)  
Statements of Cash Flows

	Year ended December 31,		For the period of
	2009	2008	August 6, 2007 (inception) to December 31, 2009
<b>Cash flows from operating activities</b>			
Net loss	\$ (1,537,693)	\$ (91,548)	\$ (1,646,503)
Adjustments to reconcile net loss to net cash used in operating activities			
Common stock issued for services	1,787,250	1,000	1,795,500
Common stock issued for advertising	3,200	-	3,200
Warrants issued for services	34,653		34,653
Changes in operating assets and liabilities			
Prepaid expenses	(300,651)	(12,500)	(313,151)
Accounts payable	12,447	(4,560)	12,897
<b>Net cash used in operating activities</b>	<b>(795)</b>	<b>(107,608)</b>	<b>(113,404)</b>
<b>Net cash used in investing activities</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Cash flows from financing activities</b>			
Proceeds from related party loans	425	6,500	7,225
Forgiveness of related party loans	(7,225)	-	(7,225)
Capital contributed by officer	7,225	1,180	8,405
Proceeds from sale of stock	-	46,500	105,000
<b>Net cash provided by financing activities</b>	<b>425</b>	<b>54,180</b>	<b>113,405</b>
(Decrease) increase in cash	(370)	(53,428)	1
Cash at beginning of period	371	53,799	-
Cash at end of period	\$ 1	\$ 371	\$ 1
<b>Supplemental disclosure of non-cash investing and financing activities:</b>			
Stock based compensation	\$ 1,825,103	\$ 1,000	\$ 1,833,353
<b>Supplemental Cash Flow Information:</b>			
Cash paid for interest	\$ -	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -	\$ -

See accompanying notes to financial statements

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**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 1 Nature of Business**

Friendly Auto Dealers, Inc. ( Company ) was organized August 6, 2007 under the laws of the State of Nevada for the purpose of providing promotional items with corporate logos to the automotive industry in China. The Company currently has no operations or realized revenues from its planned principle business purpose and, in accordance with FASB ASC 915 *Development Stage Entities*, is considered a Development Stage Enterprise.

**Note 2 Significant Accounting Policies**

Estimates

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

Cash

For the Statements of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents. There were no cash equivalents as of December 31, 2009 or 2008.

Income taxes



The Company accounts for income taxes under FASB ASC 740 "*Income Taxes*." Under the asset and liability method of FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under FASB ASC 740, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

### Share Based Expenses

ASC 718 "*Compensation - Stock Compensation*" codified SFAS No. 123 prescribes accounting and reporting standards for all stock-based payments award to employees, including employee stock options, restricted stock, employee stock purchase plans and stock appreciation rights that may be classified as either equity or liabilities. The Company should determine if a present obligation to settle the share-based payment transaction in cash or other assets exists. A present obligation to settle in cash or other assets exists if: (a) the option to settle by issuing equity instruments lacks commercial substance or (b) the present obligation is implied because of an entity's past practices or stated policies. If a present obligation exists, the transaction should be recognized as a liability; otherwise, the transaction should be recognized as equity.

**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 2 Significant Accounting Policies (continued)**

Share Based Expenses (continued)

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50 *"Equity - Based Payments to Non-Employees"* which codified SFAS 123 and the Emerging Issues Task Force consensus in Issue No. 96-18 ("EITF 96-18"), *"Accounting for Equity Instruments that are Issued to Other Than Employees for Acquiring or in Conjunction with Selling, Goods or Services"*. Measurement of share-based payment transactions with non-employees shall be based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction should be determined at the earlier of performance commitment date or performance completion date.

Going Concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plans to obtain such resources for the Company include (1) obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses, and (2) as a last resort, seeking out and completing a merger with an existing operating company. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable

operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Recently Implemented Standards

ASC 105, Generally Accepted Accounting Principles ("ASC 105") (formerly Statement of Financial Accounting Standards No. 168, The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles a replacement of FASB Statement No. 162) reorganized by topic existing accounting and reporting guidance issued by the Financial Accounting Standards Board ("FASB") into a single source of authoritative generally accepted accounting principles ("GAAP") to be applied by nongovernmental entities. All guidance contained in the Accounting Standards Codification ("ASC") carries an equal level of authority. Rules and interpretive releases of the Securities and Exchange Commission ("SEC") under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. Accordingly, all other accounting literature will be deemed "non-authoritative".

**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 2 Significant Accounting Policies (continued)**

Recently Implemented Standards (continued)

ASC 105 is effective on a prospective basis for financial statements issued for interim and annual periods ending after September 15, 2009. The Company has implemented the guidance included in ASC 105 as of July 1, 2009. The implementation of this guidance changed the Company's references to GAAP authoritative guidance but did not impact the Company's financial position or results of operations.

ASC 855, *Subsequent Events* ("ASC 855") (formerly Statement of Financial Accounting Standards No. 165, *Subsequent Events*) includes guidance that was issued by the FASB in May 2009, and is consistent with current auditing standards in defining a subsequent event. Additionally, the guidance provides for disclosure regarding the existence and timing of a company's evaluation of its subsequent events. ASC 855 defines two types of subsequent events, "recognized" and "non-recognized". Recognized subsequent events provide additional evidence about conditions that existed at the date of the balance sheet and are required to be reflected in the financial statements. Non-recognized subsequent events provide evidence about conditions that did not exist at the date of the balance sheet but arose after that date and, therefore; are not required to be reflected in the financial statements. However, certain non-recognized subsequent events may require disclosure to prevent the financial statements from being misleading. This guidance was effective prospectively for interim or annual financial periods ending after June 15, 2009. The Company implemented the guidance included in ASC 855 as of April 1, 2009. The effect of implementing this guidance was not material to the Company's financial position or results of operations.

In August 2009, the FASB issued Accounting Standards Update No. 2009-05, *Measuring Liabilities at Fair Value*, ( ASU 2009-05 ). ASU 2009-05 provides guidance on measuring the fair value of liabilities and is effective for the first interim or annual reporting period beginning after its issuance. The Company's adoption of ASU 2009-05 did not have an effect on its disclosure of the fair value of its liabilities.

In September 2009, the FASB issued ASC Update No. 2009-12, *Fair Value Measurements and Disclosures (Topic 820): Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)* ("ASC Update No. 2009-12"). This update sets forth guidance on using the net asset value per share provided by an investee to estimate the fair value of an alternative investment. Specifically, the update permits a reporting entity to measure the fair value

of this type of investment on the basis of the net asset value per share of the investment (or its equivalent) if all or substantially all of the underlying investments used in the calculation of the net asset value is consistent with ASC 820. The update also requires additional disclosures by each major category of investment, including, but not limited to, fair value of underlying investments in the major category, significant investment strategies, redemption restrictions, and unfunded commitments related to investments in the major category. The amendments in this update are effective for interim and annual periods ending after December 15, 2009 with early application permitted. The Company does not expect that the implementation of ASC Update No. 2009-12 will have a material effect on its financial position or results of operations.

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**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 2 Significant Accounting Policies (continued)**

Recently Implemented Standards (continued)

In June 2009, FASB issued Statement of Financial Accounting Standards No. 167, *Amendments to FASB Interpretation No. 46(R)* ("Statement No. 167"). Statement No. 167 amends FASB Interpretation No. 46R, *Consolidation of Variable Interest Entities an interpretation of ARB No. 51* ("FIN 46R") to require an analysis to determine whether a company has a controlling financial interest in a variable interest entity. This analysis identifies the primary beneficiary of a variable interest entity as the enterprise that has a) the power to direct the activities of a variable interest entity that most significantly impact the entity's economic performance and b) the obligation to absorb losses of the entity that could potentially be significant to the variable interest entity or the right to receive benefits from the entity that could potentially be significant to the variable interest entity. The statement requires an ongoing assessment of whether a company is the primary beneficiary of a variable interest entity when the holders of the entity, as a group, lose power, through voting or similar rights, to direct the actions that most significantly affect the entity's economic performance. This statement also enhances disclosures about a company's involvement in variable interest entities. Statement No. 167 is effective as of the beginning of the first annual reporting period that begins after November 15, 2009. Although Statement No. 167 has not been incorporated into the Codification, in accordance with ASC 105, the standard shall remain authoritative until it is integrated. The Company does not expect the adoption of Statement No. 167 to have a material impact on its financial position or results of operations

In June 2009, the FASB issued Statement of Financial Accounting Standards No. 166, *Accounting for Transfers of Financial Assets an amendment of FASB Statement No. 140* ("Statement No. 166"). Statement No. 166 revises FASB Statement of Financial Accounting Standards No. 140, *Accounting for Transfers and Extinguishment of Liabilities a replacement of FASB Statement 125* ("Statement No. 140") and requires additional disclosures about transfers of financial assets, including securitization transactions, and any continuing exposure to the risks related to transferred financial assets. It also eliminates the concept of a "qualifying special-purpose entity", changes the requirements for derecognizing financial assets, and enhances disclosure requirements. Statement No. 166 is effective prospectively, for annual periods beginning after November 15, 2009, and interim and annual periods thereafter. Although Statement No. 166 has not been incorporated into the Codification, in accordance with ASC 105, the standard shall remain authoritative until it is integrated. The Company does not expect the adoption of Statement No. 166 will have a material impact on its financial position or results of operations.

In October 2009, the FASB issued changes to revenue recognition for multiple-deliverable arrangements. These changes require separation of consideration received in such arrangements by establishing a selling price hierarchy (not the same as fair value) for determining the selling price of a deliverable, which will be based on available information in the following order: vendor-specific objective evidence, third-party evidence, or estimated selling price; eliminate the residual method of allocation and require that the consideration be allocated at the inception of the arrangement to all deliverables using the relative selling price method, which allocates any discount in the arrangement to each deliverable on the basis of each deliverable's selling price; require that a vendor determine its best estimate of selling price in a manner that is consistent with that used to determine the price to sell the deliverable on a standalone basis; and expand the disclosures related to multiple-deliverable revenue arrangements. These changes become effective on January 1, 2011. The Company has determined that the adoption of these changes will not have an impact on the consolidated financial statements, as the Company does not currently have any such arrangements with its customers.

### **Note 3 Stockholders Equity**

#### Common stock

The authorized common stock of the Company consists of 70,000,000 shares with par value of \$0.001.

During March 2009, the Company adopted a 2009 Stock Incentive Plan ( the Plan ). Pursuant to the Plan, the Company may grant stock awards to employees and contractors as compensation for services rendered on behalf of the Company. The stock award value shall be no less than 85 percent of the fair market value of the common stock on the date of issuance. The maximum number of shares that can be issued pursuant to the Plan are 10,000,000 shares. The Company filed an S-8 to register these shares on March 13, 2009.

**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 3 Stockholders Equity**

Common stock

The authorized common stock of the Company consists of 70,000,000 shares with par value of \$0.001.

During March 2009, the Company adopted a 2009 Stock Incentive Plan ( the Plan ). Pursuant to the Plan, the Company may grant stock awards to employees and contractors as compensation for services rendered on behalf of the Company. The stock award value shall be no less than 85 percent of the fair market value of the common stock on the date of issuance. The maximum number of shares that can be issued pursuant to the Plan are 10,000,000 shares. The Company filed an S-8 to register these shares on March 13, 2009.

On various dates in March 2009, the Company issued shares of its common stock pursuant to the Plan to various consultants as compensation for services to be rendered in assisting the Company with its business plan. The consultants each agreed to provide services for the term of one year in consideration of the common stock received. The stock awards were valued at the fair market value of the stock on the date of the award in accordance with the Company's 2009 Stock Incentive Plan. A total of 1,765,000 shares of the Company's common stock were issued under its 2009 Stock Incentive Plan in the following manner:

- 1) 500,000 free trading shares at \$0.17 per share for a total consideration of \$85,000 in consulting services;
- 2) 200,000 free trading shares at \$0.17 per share and 200,000 restricted shares at \$0.17 per share for a total consideration of \$68,000 in consulting services;
- 3) 275,000 free trading shares at \$0.17 per share for a total consideration of \$46,750 in consulting services;
- 4) 500,000 free trading shares at \$0.17 per share for a total consideration of \$85,000 in legal services;
- 5) 90,000 free trading shares at \$0.17 per share in lieu of 250,000 restricted shares



The consultant (2) also received 200,000 stock warrants exercisable for three years at a strike price of \$.50 per share. The Company valued these options using the Black-Scholes model and amortized over the life of the consulting agreement.

Further during March 2009, the Company also issued 8,370,000 shares of unregistered restricted common stock to various vendors in consideration of services provided or to be provided. These shares have been valued based on the company's 2009 stock incentive plan. The agreements are itemized as follows:

- 1) 1,000,000 restricted shares to the Company President at \$0.17 per share for a total consideration of \$170,000 of consulting services;
- 2) 1,000,000 restricted shares at \$0.17 per share for a total consideration of \$170,000 of consulting services;
- 3) 6,000,000 restricted shares at \$0.17 per share for a total consideration of \$1,020,000 of consulting services;
- 4) 100,000 restricted shares at \$0.03 per share for payment of a \$3,000 advertising invoice;
- 5) 20,000 restricted shares at \$0.01 per share for payment of a \$200 advertising invoice;
- 6) 250,000 restricted shares at \$0.17 per share for a total consideration of \$42,500 of consulting services;

The consultant (6) received 250,000 stock warrants with a strike price of \$1.00 exercisable for five years. The Company valued these options using the Black-Scholes model and been accounted for appropriately.

**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 3 Stockholders Equity (continued)**

On March 19, 2009, the Company entered into a Memorandum of Understanding ("Memo") with Excellent Auto Consulting ("Excellent") to purchase all or a majority of the outstanding capital voting stock of Excellent in such a way that allows Excellent to acquire the business of the Company. The Memo outlines that each party negotiate and complete a Material Definitive Agreement ("Agreement"). Pursuant to the Memo, the Company issued 10,000,000 shares of its common stock to be held in trust while negotiating the Agreement. The Company intended to acquire all or a majority of the outstanding capital stock of Excellent. The Agreement was unilaterally terminated on March 23, 2010.

The Company entered into an agreement valued at \$100,000 to be satisfied with the restricted shares. On July 23, 2009, The Company issued 1,000,000 shares valued at \$0.10 per share to satisfy the consideration of \$100,000 to the consultant for services provided.

Warrants

The fair value of each warrant granted is estimated on the date of grant using the Black-Scholes option valuation model that uses the assumptions noted in the following table. Expected volatilities are based on volatilities from the Company's traded common stock since the beginning of free trading stock on June 27, 2008.

The expected term of options granted is estimated at half of the contractual term as noted in the individual option agreements and represents the period of time that options granted are expected to be outstanding. The risk-free rate for the periods within the contractual life of the option is based on the U.S. Treasury bond rate in effect at the time of grant for bonds with maturity dates at the estimated term of the options.

	December 31, 2009
Expected volatility	136.53% - 217.26%
Expected dividends	0
Expected term (in years)	3 - 5

Risk-free rate

1.29% - 1.86%

A summary of option activity under the Plan as of December 31, 2009 and changes during the periods then ended are presented below:

Warrants	Shares	Weighted-Average			Aggregate Intrinsic Value
		Weighted-Average Exercise Price	Remaining Contractual Term	Contractual	
December 31, 2008	-	\$ -	-	-	\$ -
Granted	450,000	0.78		3.26	34,653
Exercised	-	-		-	-
Forfeited or expired	-	-		-	-
December 31, 2009	450,000	\$ 0.78		3.26	\$ 34,653
Exercisable at					
December 31, 2009	450,000	\$ 0.78		3.26	\$ 34,653

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**FRIENDLY AUTO DEALERS, INC.**

**(A Development Stage Enterprise)**

**Notes to the Financial Statements**

**December 31, 2009 and 2008**

**Note 3 Stockholders Equity (continued)**

Net loss per common share (continued)

Net loss per share is calculated in accordance with FASB ASC 260, *Earnings Per Share*. The weighted-average number of common shares outstanding during each period is used to compute basic loss per share. Diluted loss per share is computed using the weighted averaged number of shares and dilutive potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net loss per common share is based on the weighted average number of shares of common stock outstanding during 2009 or 2008 and since inception. As of December 31, 2009 and 2008 and since inception, the Company had no dilutive potential common shares.

**Note 4 Income Taxes**

We did not provide any current or deferred U.S. federal income tax provision or benefit for any of the periods presented because we have experienced operating losses since inception. When it is more likely than not that a tax asset cannot be realized through future income the Company must allow for this future tax benefit. We provided a full valuation allowance on the net deferred tax asset, consisting of net operating loss carryforwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred tax assets during the carryforward period.

The Company has not taken a tax position that, if challenged, would have a material effect on the financial statements for the twelve-months ended December 31, 2009 and 2008, or during the prior three years applicable under FASB ASC 740. We did not recognize any adjustment to the liability for uncertain tax position and therefore did not record any adjustment to the beginning balance of accumulated deficit on the consolidated balance sheet. All tax returns for the Company remain open.

Income tax provision at the federal statutory rate	35%
Effect on operating losses	(35%)
	-

Changes in the net deferred tax assets consist of the following:

	2009	2008
Net operating loss carry forward	\$ 576,276	\$ 38,083
Valuation allowance	(576,276)	(38,083)
Net deferred tax asset	\$ -	\$ -

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**FRIENDLY AUTO DEALERS, INC.****(A Development Stage Enterprise)****Notes to the Financial Statements****December 31, 2009 and 2008****Note 4 Income Taxes (continued)**

A reconciliation of income taxes computed at the statutory rate is as follows:

	2009		2008		Since Inception
Tax at statutory rate (35%)	\$ 538,193	\$	32,042	\$	576,276
Increase in valuation allowance	(538,193)		(32,042)		(576,276)
Net deferred tax asset	\$ -	\$	-	\$	-

The Company did not pay any income taxes during the years ended December 31, 2009 or 2008.

The net federal operating loss carry forward will expire in 2027 and 2029. This carry forward may be limited upon the consummation of a business combination under IRC Section 381.

**Note 5 Related Party Transactions**

The Company neither owns nor leases any real or personal property. An officer or resident agent of the corporation provides office services without charge. Such costs are immaterial to the financial statements and accordingly, have not been reflected therein. The officers and directors for the Company are involved in other business activities and may, in the future, become involved in other business opportunities. If a specific business opportunity becomes available, such persons may face a conflict in selecting between the Company and their other business interest. The Company has not formulated a policy for the resolution of such conflicts.

The Company had received loans from one of its shareholders totaling \$7,225 from inception to December 31, 2009 for the purposes of funding start up operations. This includes \$6,500 received during the year ended December 31, 2008 and \$425 received during the year ended December 31, 2009. The loans were forgiven by the shareholder and are considered contributed capital as of December 31, 2009. These loans were non-interest bearing and are due on demand and as such are included in current liabilities. Imputed interest has been considered by was determined to be

immaterial to the financial statements as a whole.

#### **Note 6 Subsequent Events**

Effective March 5, 2010, Tony Lam, resigned as President of the Company. Ming R. Cheung was named President, Chief Executive Officer, Chief Financial Officer and Chairperson of the Board of Directors successor.

As disclosed in Note 3, the Company unilaterally terminated the agreement with Excellent Auto Consulting as they were unable to complete the due diligence on the audited financial statements of Excellent Auto Consulting.

On March 31, 2010, the Company began non-binding discussions with another party contemplating an exchange of stock between the two companies.

The Company has evaluated subsequent events through April 13, 2010 and determined there are no further events to disclose.

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**APPENDIX C**

**Chang G. Park, CPA, Ph. D.**

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**Report of Independent Registered Public Accounting Firm**

**To the Board of Directors and Stockholders of**

Splint Decisions, Inc.

We have audited the accompanying balance sheet of Splint Decisions, Inc. (the Company ) as of September 30, 2010 and the related statements of operation, changes in shareholders' equity and cash flow for the period from September 21, 2010 to September 30, 2010. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting



principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Splint Decisions, Inc. as of September 30, 2010 and the results of its operation and its cash flow for the period from September 21, 2010 to September 30, 2010 in conformity with U.S. generally accepted accounting principles.

*/s/ Chang G. Park*

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**CHANG G. PARK, CPA**

October 19, 2010

San Diego, CA. 92108

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**Member of the California Society of Certified Public Accountants**  
**Registered with the Public Company Accounting Oversight Board**

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**Splint Decisions, Inc**  
**Balance Sheet**  
**September 30, 2010**

**ASSETS**

**As of**  
**September 30,**  
**2010**

<b>Current Assets</b>		
Cash	\$	102
<b>Total Current Assets</b>		102
<b>TOTAL ASSETS</b>	<b>\$</b>	<b>102</b>
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Loan from shareholder	\$	100
Accounts Payable and Accrued Expense		1,104
<b>Total Current Liabilities</b>		1,204
<b>Total Liabilities</b>		1,204
<b>Stockholders' Equity</b>		
Common stock, (\$0.001 par value, 1,000 shares authorized; 1,000 shares issued and outstanding		2
Additional paid-in capital		-
Earnings (deficit) accumulated		(1,104)
<b>Total Stockholders' Equity</b>		(1,102)
<b>TOTAL LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>	<b>\$</b>	<b>102</b>

See Notes to financial Statements



**Splint Decisions, Inc**  
**Statement of Operations**  
**For the Nine Days ended September 30, 2010**

<b>Revenues</b>		
Revenues	\$	-
<b>Total Revenues</b>		-
<b>Cost of Good Sold</b>		-
<b>Gross Profit</b>		-
<b>Operating expense</b>		
Incorporation cost		1,104
<b>Total Operating Costs</b>		1,104
<b>Other Income &amp; (Expenses)</b>		
Gain (loss) on currency exchange		-
<b>Total Other Income &amp; (Expenses)</b>		-
<b>Income from Operation</b>		(1,104)
<b>Other Income &amp; (Expenses)</b>		
Interest income		-
Interest expense		-
<b>Total Other Income &amp; (Expenses)</b>		-
<b>Net Income (Loss)</b>	\$	<b>(1,104)</b>
<b>Basic and diluted earnings per share</b>	\$	<b>(1.10)</b>
<b>Weighted average number of common shares outstanding</b>		<b>1,000</b>

See Notes to financial Statements

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**Splint Decisions, Inc.**  
**Statement of Changes in Stockholders' Equity (Deficit)**  
**For the Nine Days ended September 30, 2010**

	<b>Common Stock</b>	<b>Common Stock Amount</b>	<b>Additional Paid-in Capital</b>	<b>Earning (Deficit) Accumulated</b>	<b>Total</b>
<b>Balance, September 21, 2010</b>	-	\$ -	\$ -	\$ -	\$ -
Common Stock Issued, September 27, 2010	1000	2	-	-	2
Net loss, through September 30, 2010	-	-	-	(1,104)	(1,104)
<b>Balance, September 30, 2010</b>	<b>1,000</b>	<b>\$ 2</b>	<b>-</b>	<b>\$ (1,104)</b>	<b>\$ (1,102)</b>

See Notes to financial Statements

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**Splint Decisions, Inc.**  
**Statement of Cash Flows**  
**For the Nine Days ended September 30, 2010**

**CASH FLOWS FROM OPERATING ACTIVITIES**

Net income	\$	(1,104)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation		-
Changes in operating assets and liabilities:		
Increase (decrease) in accounts payable and accrued expenses		1,104
<i>Net cash provided by (used in) operating activities</i>		-

**CASH FLOWS FROM INVESTING ACTIVITIES**

*Net cash provided by (used in) investing activities* -

**CASH FLOWS FROM FINANCING ACTIVITIES**

Loan from shareholder	100
Proceeds from sale of common stock	2

*Net cash provided by (used in) financing activities* 102

*Net increase (decrease) in cash* 102

*Cash at beginning of period* -

*Cash at end of period* \$ 102

**SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION**

Cash paid during year for :

Interest	\$	-
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Income Taxes	\$	-
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**NON-CASH INVESTING AND FINANCING ACTIVITIES:**

Assets contributed by sole shareholder	\$	-
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See Notes to financial Statements

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SPLINT DECISIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

September 30, 2010

**Note 1 -- Nature of Business**

Splint Decisions Inc. (the Company) was incorporated on September 21, 2010 under the laws of the State of California. Splint Decisions Inc. intends to develop, produce, and market technologies and cost-effective therapeutic modalities for the treatment and prevention of common neurologic, sleep, and tempromandibular disorders.

Effective September 30, 2010 the Company entered into an exclusive licensing agreement to market a multi-diagnostic, multi-therapeutic one-step mouthpiece system. This product is the Total Splint System (patent-pending), a multi-purpose, provisionally permanent chair-side splint system. The Total Splint System is professionally fabricated and delivered by a licensed dental practitioner in one office visit. The Total Splint System may be configured to provide any one of several therapeutic and/or protective applications. The term of the license will be for the life of the eventual patents, and any renewals. The term of the license of the associated trademarks will continue indefinitely.

The Company's business is considered as operating in one segment based upon the Company's organizational structure. The Company has no subsidiaries. Management intends to market this product in the United States and Internationally.

**Note 2 -- Significant Accounting Policies**

Basis of Accounting

The Company's financial statements are prepared using the accrual method of accounting. The Company has elected a December 31 year-end.

Estimates

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

#### Cash and Cash Equivalents

The Company considers all highly liquid investments with maturities of three months or less to be cash equivalents. There were no cash equivalents at September 30, 2010.

#### Accounts Receivable

There are no accounts receivable at September 30, 2010, and therefore no allowance for doubtful accounts.

#### Inventory

There was no inventory at September 30, 2010, and therefore no reserve for excess or obsolete inventory.

#### Property and Equipment.

There was no property and equipment at September 30, 2010. Management intends to carry property and equipment at cost less accumulated depreciation and amortization. Depreciation will be computed using both the straight line and 200% declining balance method over the estimated useful lives of the assets. The cost of normal maintenance and repairs will be charged to expense as incurred. Significant expenditures that increase the useful life of an asset will be capitalized and depreciated over the estimated useful life of the asset.

There was no depreciation expense for the period ended September 30, 2010.

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SPLINT DECISIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

September 30, 2010

**Note 2 -- Significant Accounting Policies (Continued)**

Intangible Assets

Intangible assets consist principally of intellectual properties such as regulatory product approvals and patents. Splint Decisions Inc. does not have any intangible assets. However, effective September 30, 2010, the Company entered into an Exclusive Lease and Marketing Agreement for the Total Splint System (patent-pending), a multi-purpose, provisionally permanent chair-side splint system. At this time, the Company became the sole manufacturer and seller of this system.

Revenue Recognition

We will recognize net product revenue when the earnings process is complete, as evidenced by an agreement with the customer, transfer of title, and acceptance, if applicable, as well as fixed pricing and probably collectability.

The Company will ship the majority of its product directly to dentists and receives substantially all payment for these sales in the form of credit card charges. Revenue from these product sales will be recognized when product is shipped. Sales revenue and estimated returns will be recorded when product is shipped. It is estimated that product returns will be negligible.

Shipping and Handling

Shipping and handling costs associated with freight out will be included in selling expenses. Shipping and handling fees charged to customers will be part of the product price, and included in sales revenue.

Research and Development Costs

The Company will expense all costs related to research and development activities as incurred. There were no research and development costs during the period ended September 30, 2010.

### Income Taxes

Income taxes are provided in accordance with ASC 740, *Income Taxes*. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Deferred tax expense (benefit) results from the net change during the year of deferred tax assets and liabilities.

Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

The company intends to file its income tax returns under Subchapter C of the Internal Revenue Code. The Company incurred no income tax liability during the period ended September 30, 2010.

### Net Income per Share.

The Company intends to compute net income (loss) per share in accordance with ASC 260, *Earnings per Share*. ASC 260 specifies the computation, presentation and disclosure requirements for earnings (loss) per share for entities with publicly held common stock. The Company has adopted the provisions of ASC 260 effective September 21, 2010.

Basic net earnings (loss) per share amounts are to be computed by dividing the net earnings (loss) by the weighted average number of common shares outstanding. Diluted earnings (loss) per share are the same as basic earnings (loss) per share due to the lack of dilutive items in the Company.



SPLINT DECISIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

September 30, 2010

**Note 2 -- Significant Accounting Policies (Continued)**

Recently Implemented Standards

ASC 105, Generally Accepted Accounting Principles ("ASC 105") (formerly Statement of Financial Accounting Standards No. 168, The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles a replacement of FASB Statement No. 162) reorganized by topic existing accounting and reporting guidance issued by the Financial Accounting Standards Board ("FASB") into a single source of authoritative generally accepted accounting principles ("GAAP") to be applied by nongovernmental entities. All guidance contained in the Accounting Standards Codification ("ASC") carries an equal level of authority. Rules and interpretive releases of the Securities and Exchange Commission ("SEC") under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. Accordingly, all other accounting literature will be deemed "non-authoritative".

ASC 105 is effective on a prospective basis for financial statements issued for interim and annual periods ending after September 15, 2009. The Company has implemented the guidance included in ASC 105 as of September 21, 2010. The implementation of this guidance changed the Company's references to GAAP authoritative guidance but did not impact the Company's financial position or results of operations.

ASC 855, *Subsequent Events* ("ASC 855") (formerly Statement of Financial Accounting Standards No. 165, *Subsequent Events*) includes guidance that was issued by the FASB in May 2009, and is consistent with current auditing standards in defining a subsequent event. Additionally, the guidance provides for disclosure regarding the existence and timing of a company's evaluation of its subsequent events. ASC 855 defines two types of subsequent events, "recognized" and "non-recognized". Recognized subsequent events provide additional evidence about conditions that existed at the date of the balance sheet and are required to be reflected in the financial statements. Non-recognized subsequent events provide evidence about conditions that did not exist at the date of the balance sheet but arose after that date and, therefore; are not required to be reflected in the financial statements. However, certain non-recognized subsequent events may require disclosure to prevent the financial statements from being misleading. This guidance was effective prospectively for interim or annual financial periods ending after June 15, 2009. The Company implemented the guidance included in ASC 855 as of September 30, 2010. The effect of implementing this guidance was not material to the Company's financial position or results of operations.



In August 2009, the FASB issued Accounting Standards Update No. 2009-05, *Measuring Liabilities at Fair Value*, ( ASU 2009-05 ). ASU 2009-05 provides guidance on measuring the fair value of liabilities and is effective for the first interim or annual reporting period beginning after its issuance. The Company's adoption of ASU 2009-05 did not have an effect on its disclosure of the fair value of its liabilities.

In September 2009, the FASB issued ASC Update No. 2009-12, *Fair Value Measurements and Disclosures (Topic 820): Investments in Certain Entities that Calculate Net Asset Value per Share (or Its Equivalent)* ("ASC Update No. 2009-12"). This update sets forth guidance on using the net asset value per share provided by an investee to estimate the fair value of an alternative investment. Specifically, the update permits a reporting entity to measure the fair value of this type of investment on the basis of the net asset value per share of the investment (or its equivalent) if all or substantially all of the underlying investments used in the calculation of the net asset value is consistent with ASC 820. The update also requires additional disclosures by each major category of investment, including, but not limited to, fair

value of underlying investments in the major category, significant investment strategies, redemption restrictions, and unfunded commitments related to investments in the major category. The amendments in this update are effective for interim and annual periods ending after December 15, 2009 with early application permitted. The effect of implementing this guidance was not material to the Company's financial position or results of operations.

SPLINT DECISIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

September 30, 2010

**Note 2 -- Significant Accounting Policies (Continued)**

In October 2009, the FASB issued changes to revenue recognition for multiple-deliverable arrangements. These changes require separation of consideration received in such arrangements by establishing a selling price hierarchy (not the same as fair value) for determining the selling price of a deliverable, which will be based on available information in the following order: vendor-specific objective evidence, third-party evidence, or estimated selling price; eliminate the residual method of allocation and require that the consideration be allocated at the inception of the arrangement to all deliverables using the relative selling price method, which allocates any discount in the arrangement to each deliverable on the basis of each deliverable's selling price; require that a vendor determine its best estimate of selling price in a manner that is consistent with that used to determine the price to sell the deliverable on a standalone basis; and expand the disclosures related to multiple-deliverable revenue arrangements. These changes become effective on January 1, 2011. The Company has determined that the adoption of these changes will not have an impact on the financial statements, as the Company does not currently have any such arrangements with its customers.

**Note 3 -- Shareholder's Equity**

Common Stock

The Company has 1,000 shares of Common Stock authorized with par value of \$0.0010. At September 30, 2010 Company had 1,000 shares issued and outstanding.

Company issued 940 shares for \$1.00 and 60 shares for \$1.00 on September 27, 2010

Distributions to Shareholder

The Company has not made any distributions to shareholders at this time.

**Note 4 Commitments**

On September 30, 2010 the Company entered into the Exclusive License Agreement (the Agreement ) with Boyd Research, Inc., which granted an exclusive license to a multi-diagnostic, multi-therapeutic, one-step mouthpiece system (patent pending). The term of the license will be the life of the eventual patents, and any renewals. The term of the license of the associated trademarks will continue indefinitely.

Compensation to the Boyd Research, Inc. is being negotiated. No payments have been made at this time.

**Note 5 -- Income Taxes**

The Company has net operating losses carried forward of \$1,104 available to offset taxable income in future years which expire beginning in fiscal 2020.

The Company is subject to United States federal and state income taxes at an approximate rate of 35%. The reconciliation of the provision for income taxes at the United States federal statutory rate compared to the Company's income tax expense as reported is as follows:

	September 30, 2010	
Net loss before income taxes per financial statements	\$	1,104
Income tax rate		35%
Income tax recovery		386
Change in valuation allowance		(386)
Provision for income taxes	\$	-

SPLINT DECISIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

September 30, 2010

**Note 5 -- Income Taxes (continued)**

The significant components of deferred income tax assets and liabilities at September 30, 2010 are as follows:

	September 30, 2010
Net operating loss carry-forward	\$ 386
Valuation allowance	(386)
Net deferred income tax asset	\$ -

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## APPENDIX D

**Friendly Auto Dealers, Inc**  
**Pro-Forma Consolidated Balance Sheets**  
**September 30, 2010**

	<b>Friendly Auto Dealers, Inc.</b>	<b>Splint Decisions Inc.</b>	<b>Adjustments Dr)</b>	<b>Cr)</b>	<b>Consolidated</b>
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash	\$ 1	\$ 102			\$ 103
<b>Total Current Assets</b>	<b>1</b>	<b>102</b>			<b>103</b>
<b>Investment</b>	1,102	-		\$ 1,102	-
<b>Net Fixed Assets</b>	-	-			-
<b>Other Assets</b>	-	-			-
<b>TOTAL ASSETS</b>	<b>\$ 1,103</b>	<b>\$ 102</b>			<b>\$ 103</b>
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>					
<b>Current Liabilities</b>					
Accounts Payable and Accrued Expense	\$ 6,186	\$ 1,104			\$ 7,290
Related Party Payable	18,716	100			18,816
<b>Total Current Liabilities</b>	<b>24,902</b>	<b>1,204</b>			<b>26,106</b>
<b>Stockholders' (Deficit) Equity</b>					
<u>Friendly Auto Dealers, Inc.</u>					
Common stock.	279,233	2	\$ 2		279,233
Additional paid in capital	1,798,627				1,798,627
Deficit accumulated during the development stage	(2,101,659)	(1,104)	1,100		(2,103,863)
<b>Total Stockholders' Equity</b>	<b>(23,799)</b>	<b>(1,102)</b>	<b>\$ 1,102</b>		<b>(26,003)</b>
<b>TOTAL LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>	<b>\$ 1,103</b>	<b>\$ 102</b>			<b>\$ 103</b>

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**Friendly Auto Dealers, Inc.**  
**Pro-Forma Consolidated Statements of Operation**  
**For the Nine Months ended September 30, 2010**

	<b>Friendly Auto Dealers, Inc.</b>		<b>Splint</b>		<b>Adjustments</b>	
				<b>Dr)</b>	<b>Cr)</b>	<b>Consolidated</b>
<b>Revenues</b>						
Revenues	\$	-	\$	-		\$ -
<b>Total Revenues</b>		-		-		-
<b>Cost of Good Sold</b>		-		-		-
<b>Gross Profit</b>		-		-		-
<b>Operating expense</b>						
Travel		2,149		-		2,149
Professional fees		455,507		-		455,507
Incorporation fees		-		1,104		1,104
<b>Total Operating Costs</b>		457,656		1,104		458,760
<b>Other Income &amp; (Expenses)</b>						
Gain (loss) on currency exchange		-		-		-
<b>Total Other Income &amp; (Expenses)</b>		-		-		-
<b>Income from Operation</b>		(457,656)		(1,104)		(458,760)
<b>Other Income &amp; (Expenses)</b>						
Other income		2,500		-		2,500
Interest expense		-		-		-

<b>Total Other Income &amp; (Expenses)</b>		2,500		-		2,500
<b>Net (Loss) Income</b>	\$	(455,156)	\$	(1,104)	\$	(456,260)
<b>Basic (loss) earnings per share</b>	\$	(0.02)	\$	(1.10)	\$	(0.00)
<b>Weighted average number of common shares outstanding</b>		23,570,806		1,000		274,094,139

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**FRIENDLY AUTO DEALERS, INC.**

NOTES TO UNAUDITED PRO FORMA CONDENSED CONSOLIDATED

FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2010

**1.**

**Basis of Presentation**

Pursuant to a common stock share exchange agreement dated November 16, 2010, between Friendly Auto Dealers, Inc. (the Company) and Splint Decisions Inc. (Splint Decisions); the Splint Decisions shareholders agree to exchange all of their common stock in Splint Decisions for 85% of the total restricted outstanding and issued shares of the Company.

Since not all information required for annual financial statements is included herein; the following unaudited pro forma condensed consolidated financial statements presented below

should be read in conjunction with the Company's Form 10-Q for the nine months ended September 30, 2010 and the Splint Decisions Inc. financial statements for the period ended September 30, 2010. These statements have been prepared in accordance with accounting principles generally accepted in the United States and are expressed in U.S. dollars.

The following unaudited pro forma condensed consolidated financial statements as of September 30, 2010 are presented as if the merger occurred on January 1, 2010.

The unaudited pro forma condensed consolidated financial statements are presented for

informational purposes only and are not necessarily indicative of what our financial position

and results of operations actually would have been for the periods presented, nor do such financial statements purport to represent the results of future periods. The pro forma adjustments are based upon available information.

Based on a review of the accounting policies of Splint Decisions, it is the Company management's opinion that there are no material accounting differences between the accounting policies of Splint Decisions Inc. and Friendly Auto Dealers, Inc.

It is management's opinion that these pro forma financial statements include all adjustments necessary for the fair presentation, in all material respects, of the proposed transaction described above in accordance with US GAAP applied on a basis consistent with the Company's accounting policies. No potential costs savings, non-recurring charges, or credits are anticipated by the Company's management subsequent to completion of the transactions.

2.

### **Business Acquisition**

The share exchange agreement as described above is intended to qualify as a tax-free exchange pursuant to Section 351 and 368(a)(1)(B) of the Internal Revenue Code of 1986, as amended. Following completion of the transaction, the Company's articles of incorporation will be amended to: (i) change the name of the Company to Therapeutic Solutions, International, Inc.; and, (ii) increase the number of the Company's authorized common shares from seventy million to seven hundred million shares.

3.

### **Pro Forma Assumptions and Adjustments**

The unaudited pro forma consolidated financial statements incorporate the following pro forma assumptions:

(a)

All of the Splint Decisions Inc. common shareholders exchange agree to exchange all of their common stock in Splint Decisions, equal to 100% of the issued and outstanding shares, for 250,523,333 of the Company's restricted common shares representing 85.00% of the total number of issued and outstanding shares of the Company.

(b)

The exchange agreement will be accounted for as a reverse merger and a tax free reorganization.



**FRIENDLY AUTO DEALERS, INC.**

## NOTES TO UNAUDITED PRO FORMA CONDENSED CONSOLIDATED

## FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2010

4.

**Pro Forma Share Capital**

Pro forma share capital at September 30, 2010 has been determined as follows:

Issued Common Shares of:	Number of shares	Par Value	Additional Paid-in Capital	Amount
Friendly Auto Dealers, Inc.	279,233,000	\$279,233	\$1,798,627	\$2,077,860
Splint Decisions Inc.	-0-	-0-	-0-	-0-
Pro forma balance	279,233,000	\$279,233	\$1,798,627	\$2,077,860

5.

**Pro Forma Loss Per Share**

Pro forma basic and diluted loss per share for the nine months ended September 30, 2009 has been calculated based on actual weighted average of the Company's common shares outstanding.

	Nine months ended September 30, 2010
<b><i>Basic pro forma loss per share computation</i></b>	
<i>Numerator:</i>	
Pro forma net loss available to shareholders	\$ (456,260)
<i>Denominator:</i>	
Friendly Auto Dealers, Inc. weighted average share outstanding	23,571
Shares issued to Splint Decisions Inc. shareholders	250,523,333

Pro forma weighted average shares outstanding		274,094,139
Basic pro form loss per share	\$	(0.002)

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**APPENDIX E**



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E-2

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E-13

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E-14

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**APPENDIX F**



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**APPENDIX G**



G-1

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G-2

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G-3

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G-4

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**EXHIBIT A TO APPENDIX G**





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G(A)-3

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G(A)-11

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G(A)-12

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G(A)-15

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G(A)-16

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**EXHIBIT B TO APPENDIX G**





G(B)-1

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G(B)-2

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G(B)-3

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G(B)-4

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G(B)-5

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G(B)-11

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**APPENDIX H**





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H-3

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H-4

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H-5

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**EXHIBIT A TO APPENDIX H**





H(A)-1

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H(A)-12

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H(A)-15

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H(A)-16

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H(A)-17

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**EXHIBIT B TO APPENDIX H**



H(B)-1

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H(B)-2

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H(B)-3

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H(B)-5

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H(B)-9

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H(B)-10

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H(B)-11