

2nd Quarter Report

(For the Period Ended June 30, 2014)

October 28, 2014

Axxess Unlimited, Inc. (d/b/a Axxess Unlimited)
6900 East Camelback Road, Suite 1010
Scottsdale, AZ 85251

Phone: (480) 809-6232
www.axxessunlimited.com
Investor relations: investorrelations@axxessunlimited.com

1) Name of the Issuer and Its Predecessors

Axxess Unlimited, Inc.	March 5, 2013 – Present	(Florida)
AZIA Corp.	March 1, 2010 – March 5, 2013	(Florida)
Ambush Media, Inc.	July 23, 2009 – March 1, 2010	(Florida)
Secure Luggage USA, Inc.	March 5, 2008 – July 23, 2009	(Florida)
Visual Bible International, Inc.	August 7, 2000 – March 5, 2008	(Florida)
American Uranium, Inc.	July 14, 2000 – August 7, 2000	(Florida)
* American Uranium Florida, Inc.	June 8, 2000 – July 14, 2000	(Florida)
* American Uranium, Inc.	September 8, 1998 – July 14, 2000	(New Jersey)
Zencrest Holdings Corp., Inc.	October 20, 1997 – September 8, 1998	(New Jersey)
PRS SUB III, INC.	October 22, 1991 – October 20, 1997	(New Jersey)

** American Uranium Florida, Inc. was incorporated in the State of Florida on June 8, 2000 to facilitate a change of domicile for American Uranium, Inc., which was at that time a New Jersey Corporation. Pursuant to Articles of Merger, American Uranium, Inc. (the New Jersey corporation) merged with and into American Uranium Florida, Inc. (the Florida corporation) on July 14, 2000. Concurrent with the merger, American Uranium Florida, Inc. changed its name to American Uranium, Inc. Prior to this merger, all predecessor corporations were incorporated under the laws of the State of New Jersey. After this merger, all successor corporations remained incorporated under the laws of the State of Florida.*

2) Address of the Issuer's Principal Executive Offices

Company Headquarters
6900 E. Camelback Rd., Suite 1010
Scottsdale, AZ 85251
Phone: (480) 809-6232
Email: investorrelations@axxessunlimited.com
Website: www.axxessunlimited.com

3) Security Information

Trading symbol: AXXU
Exact title and class of securities outstanding: Common equity
CUSIP: 05464J 106
Par or Stated Value: $0.001
Total shares authorized: 125,000,000 as of: June 30, 2014
Total shares outstanding: 68,110,560 as of: June 30, 2014

Transfer Agent
Securities Transfer Corporation
2591 Dallas Parkway, Suite 102
Frisco, TX 75034
Phone: (469) 633-0101

The Transfer Agent is registered under the Exchange Act

There are no restrictions on the transfer of the security other than those imposed on certificated shares bearing restrictive legends.

There have not been any trading suspension orders issued by the SEC in the past 12 months.

On February 15, 2013, the shareholders of the Corporation approved a Share Exchange Agreement that provided for the Corporation to acquire Axxess Unlimited, LLC, an Arizona limited liability company. That transaction closed on April 15, 2013, and is described in greater detail below.

The Corporation is currently exploring a reorganization to convert its business model to provide educational and compliance resources for state-authorized marijuana programs. As part of this reorganization, the Corporation hopes to acquire certain intellectual property assets and recapitalize. No agreements are currently in place, but further details will be disclosed as available and in accordance with OTC guidelines for reporting of material corporate events.

4) Issuance History

On February 15, 2013, the shareholders of the Corporation approved a Share Exchange Agreement between the Corporation, Axxess Unlimited, LLC, Michael D. Roth, and certain shareholders of the Corporation. As part of that Share Exchange Agreement, certain shareholders of the Corporation were to return 37,641,440 shares of the Common Stock of the Corporation to the Corporate Treasury. Michael D. Roth, as the sole member and manager of Axxess Unlimited, LLC, then assigned his entire interest in Axxess Unlimited, LLC, to the Corporation in exchange for the issuance by the Corporation of 48,000,000 shares of the Common Stock of the Corporation. The Share Exchange Agreement and the transactions contemplated thereby finally closed on April 15, 2013. Prior to and after these transactions, Michael D. Roth was and is the President, Chief Executive Officer, Secretary, Treasurer and Chairman of the Board of Directors of the Corporation. Prior to and after the transactions, Michael D. Roth was and is the Manager of Axxess Unlimited, LLC.

The transaction that resulted in Michael D. Roth acquiring 48,000,000 shares of the Common Stock of the Corporation was a transaction by an issuer not involving any public offering under Section 4(a)(2) of the Securities Act of 1933. The transaction was additionally exempt from registration under Florida and Arizona law. The price paid for such shares was the value of all of the membership interests in Axxess Unlimited, LLC. The shares are restricted shares and the certificates evidencing such shares contain a legend stating that "The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended and may not be sold or transferred without registration under said Act or an exemption therefrom."

Additionally, on July 10, 2013 the Corporation entered into Employment Agreements with Scott Hansbury, the Corporation's Chief Operating Officer and Christopher Diaz, the Corporation's Chief Creative Officer. Each of these Employment Agreements contained provisions for the

employees to receive shares of the Corporation's Common Stock as compensation for services already rendered as well as further incentive for services yet to be rendered. Mr. Hansbury received fully vested restricted shares of the Corporation's Common Stock in the amount of 3,750,000 shares. Mr. Hansbury is no longer employed by the Corporation and the Corporation does not anticipate issuing any further shares to Mr. Hansbury. Mr. Hansbury previously acted as the Chief Operating Officer, Executive Vice President and a Director of the Corporation. His services to the Corporation included general financial and human resource management, asset targeting and acquisition, and business development. Mr. Diaz received fully vested restricted shares of the Corporation's Common Stock in the amount of 3,000,000 shares. Mr. Diaz is no longer employed by the Corporation and the Corporation does not anticipate issuing any further shares to Mr. Diaz. Mr. Diaz previously acted as the Chief Creative Officer of the Corporation. His services to the Corporation included general human resource management, business development and creative collaboration and development of the Corporation's products and services. On September 18, 2013, the Corporation entered into and approved a Subscription Agreement for Services Rendered with East Meets West Management, LLC. A principal of East Meets West Management, LLC, Bruce Phillips, provides accounting services to the Corporation and agreed to subscribe to 52,000 fully vested restricted shares of the Corporation's Common Stock in lieu of full payment for services rendered to the Corporation and as further incentive for services yet to be rendered. On January 2, 2014 the Corporation entered into and approved a Subscription Agreement for Services Rendered with Patrick Ray. Mr. Ray is a marketing and software professional who provided marketing background services to the Corporation and agreed to subscribe to 1,000,000 fully vested restricted shares of the Corporation's Common Stock in lieu of full payment for services rendered to the Corporation. On January 3, 2014 the Corporation entered into and approved a Subscription Agreement for Services Rendered with Raymond Holland. Mr. Holland is a software programmer who provided programming services to the Corporation and agreed to subscribe to 150,000 fully vested restricted shares of the Corporation's Common Stock in lieu of full payment for services rendered to the Corporation.

Each of the transactions in the foregoing paragraph were by an issuer not involving any public offering under Section 4(a)(2) of the Securities Act of 1933. The transactions were additionally exempt from registration under Florida and Arizona law. The price paid for such shares were services valued at $0.008 per share. The shares are restricted shares and the certificates evidencing such shares contain a legend stating that "NONE OF THE SECURITIES REPRESENTED HEREBY HAVE BEEN REGISTERED UNDER THE 1933 ACT, OR ANY U.S. STATE SECURITIES LAWS, AND, UNLESS SO REGISTERED, MAY NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY EXCEPT IN ACCORDANCE WITH AN EFFECTIVE REGISTRATION STATEMENT UNDER THE 1933 ACT, OR PURSUANT TO AN AVAILABLE EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE 1933 ACT AND IN EACH CASE ONLY IN ACCORDANCE WITH APPLICABLE STATE SECURITIES LAWS. IN ADDITION, HEDGING TRANSACTIONS INVOLVING THE SECURITIES MAY NOT BE CONDUCTED UNLESS IN COMPLIANCE WITH THE 1933 ACT."

5) Financial Statements – UNAUDITED

******NOTE: The financial information presented below represents the compiled financial information of Axxess Unlimited, LLC, an Arizona limited liability company, and its subsidiaries. Axxess Unlimited, LLC is a wholly owned subsidiary of the Corporation. ******

Axxess Unlimited, LLC

Income Statement
For the Periods as Indicated
(Unaudited)

	For the Quarter Ending June 30, 2014	For the Quarter Ending June 30, 2013
Revenue		
Software License Revenue	$ 23,000.00	$ 212,142.25
Web Design and Maint	71,056.56	30,375.00
Less : Returns	(987.50)	(7.38)
Total Revenue	93,069.06	242,509.87
Cost of Revenue	42,255.67	87,139.46
Total Cost of Revenue	42,255.67	87,139.46
Gross Profit	50,813.39	155,370.41
Operating Expenses		
Sales and Marketing	-	10,258.20
Research and Development	41,448.00	37,482.90
General and Administrative	27,238.29	121,168.23
Total Operating Expenses	68,686.29	168,909.33
Operating Income	(17,872.90)	(13,538.92)
Other Expenses (Income)		
Other Income	-	-
Other Expenses	-	-
Interest Expense	6,584.00	5,166.46
Depreciation and Amortization	912.13	2,736.39
Deferred Salaries	-	47,499.99
Public Transaction Expense	-	22,679.30
Capital Raise Expense	-	-
Charitable Contributions	-	-
Total other Expenses (Income)	7,496.13	78,082.14
Net Income	$ (25,369.03)	$ (91,621.06)

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Axxess Unlimited, LLC

Income Statement
For the Periods as Indicated
(Unaudited)

	For the Quarter Ended June 30, 2014
Revenue	
Software License Revenue	$ 23,000.00
Web Design and Maint	71,056.56
Less : Returns	(987.50)
Total Revenue	93,069.06
Cost of Revenue	42,255.67
Total Cost of Revenue	42,255.67
Gross Profit	50,813.39
Operating Expenses	
Sales and Marketing	-
Research and Development	41,448.00
General and Administrative	27,238.29
Total Operating Expenses	68,686.29
Operating Income	(17,872.90)
Other Expenses (Income)	
Other Income	-
Other Expenses	-
Interest Expense	6,297.35
Depreciation and Amortization	2,736.39
Deferred Salaries	-
Public Transaction Expense	-
Capital Raise Expense	-
Charitable Contributions	-
Total other Expenses (Income)	9,033.74
Net Income	$ (26,906.64)

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Axxess Unlimited, LLC

Balance Sheet
As of June 30, 2014
(Unaudited)

ASSETS		
Current Assets:		
Cash	$	11,237.18
Account Receiable, net		5,066.99
Prepaid Expenses and Other Current Assets		100,000.00
Total Current Assets		116,304.17
Computer Equipment, net		9,383.96
Capitalized Software Development, net		9,843.75
Total Fixed Assets		19,227.71
TOTAL ASSETS	**$**	**135,531.88**
LIABILITIES AND MEMBERS' EQUITY		
Current Liabilities :		
Accounts Payable and Accurals		88,811.71
Total Current Liabilities		88,811.71
Long-Term Liabilities:		
Notes Payable		-
Loans - Related Parties		727,553.78
Total Long-Term Liabilities		727,553.78
Total Liabilities		816,365.49
Members' Equity:		
Member Capital		490,457.32
Retained Earnings		(1,144,384.29)
Net Income		(26,906.64)
Total Members' Equity		(680,833.61)
TOTAL LIABILITIES & MEMBERS' EQUITY	**$**	**135,531.88**

Axxess Unlimited, LLC

Comparative Statement of Cash Flows
For the Periods as Indicated
(Unaudited)

	Quarter Ending June 30, 2014	Quarter Ended June 30, 2013
Cash flows from operating activities		
Net Loss	$ (26,906.64)	$ (398,912.00)
Adjustments to reconcile net loss to net cash used in operating activities :		
Depreciation and amortization	2,736.39	6,626.00
Contributed services by officer	-	200,000.00
Changes in operating assets and liabilities :		
Accounts receivable	13,500.00	(55,107.00)
Accounts payable	(6,555.32)	46,251.00
Accrued expenses	-	-
Accrued interest - related party	5,642.53	17,714.00
Deferred revenue	-	(23,500.00)
Customer Deposits	-	-
Other prepaid expenses	5,907.04	-
Due to Affiliate	-	-
Prepaid licensing fees	-	-
Net cash used in operating activites	(5,676.00)	(206,928.00)
Cash flows from investing activities		
Purchase of property and equipment	-	(6,596.00)
Cash paid for capitalized software development costs	-	(23,625.00)
		-
Net cash used in invetsting activites	-	(30,221.00)
Cash flows from financing activities		
Member distributions	-	-
Proceeds from line of credit - related party - net	20,000.00	226,259.00
Member loans	(4,000.00)	-
Captial Contributions - net	-	-
Net cash provided by financing activites	16,000.00	226,259.00
Net Change in Cash	10,324.00	(10,890.00)
Cash, beginning of year, quarter	913.18	17,463.00
Cash, end of year, quarter	11,237.18	6,573.00

6) Describe the Issuer's Business, Products and Services

Headquartered in Scottsdale, Arizona, Axxess Unlimited Inc. (AXXU) focuses on secure data flow management and proprietary digital marketing platforms. The Company is currently developing compliance and educational applications for use in the rapidly growing state-authorized marijuana sector. These products are intended for introduction in those jurisdictions with state-authorized medicinal and recreational marijuana.

The Corporation is organized as a corporation under the laws of the State of Florida. The Corporation was originally organized under the laws of the State of New Jersey in 1991 and pursuant to a merger, the corporation changed its domicile to the State of Florida in 2000 under the name American Uranium, Inc. The Corporation's primary SIC Code is 7371 – Computer Programming Services. The Corporation's secondary SIC Code is 7311 – Digital Advertising Agency. The fiscal year end date is December 31st of each calendar year.

7) Describe the Issuer's Facilities

Axxess currently leases 3,146 rentable square feet of office space in Scottsdale, Arizona. The office space is located at 6900 East Camelback Road, Suite 1010 and 610, Scottsdale, AZ 85251. Minimum monthly rent is $5,970.04 per month, including applicable rental tax. The lease for this space expires on July 31, 2017.

8) Officers, Directors and Control Persons

A. Names of Officers, Directors and *Control Persons.

Michael Daniel Roth – Director / Chairman of Board of Directors / Chief Executive Officer / President / Secretary / Treasurer / Control Person

B. Legal/Disciplinary History.

The foregoing person has not, in the last five years, been the subject of (1) a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses); (2) the entry of an order, judgment or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities; (3) a finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated; or (4) the entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

** The information for control persons is set forth for those deemed to be beneficial owners of more than 10% of any class of the Corporation's equity securities.*

C. Beneficial Shareholders.

Name	Address	No. of Shares	Ownership %
Michael D. Roth	6900 E. Camelback Rd., Suite 1010, Scottsdale, AZ 85251	48,000,000	70%

9) Third Party Providers

Legal Counsel
Tyler R. Gernant
Callaghan and Gernant, P.C.
2825 Stockyard Road, Suite A-15
Missoula, MT 59808
Phone: (406) 721-1124
Email: info@cgpclaw.com

Accountant
Bruce Phillips, CPA (affiliated with East Meets West Management, LLC)
Harshman Phillips & Company
3050 Amwiler Road, Suite 200
Atlanta, GA 30360
Phone: (678) 964-4721
Email: bphillips@hpccpa.com

Michael T. Psomas, CPA
Audit Prep Services, LLC
8605 Santa Monica Boulevard, #36640
Los Angeles, CA 90069
Phone: (323) 983 8950
Email: info@auditprepservices.com

Investor Relations Consultant
Pam Lagano
Lagano & Associates, Inc.
2952 Chancery Lane
Clearwater, FL 33759
Phone: (727) 726-7910
Email: plagano@laganoassociates.com

10) Issuer Certification

I, Michael D. Roth, as Chief Executive Officer and Chairman of the Board of Directors of Axxess Unlimited, Inc. (the "Corporation") certify that:

a. I have reviewed this Annual Report of Axxess Unlimited, Inc.;

b. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

c. Based upon my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

d. Financials do not reflect income/expenses for Q2. The financials for Q2 do not reflect the accurate financials of the company for that period. Current management has tried to obtain accurate, categorized income/expenses from prior management for Q2, but has been unable to obtain any information beyond basic bank statements for the Company. As such, management has carred forward the categorized income/expenses from Q1.

Date: October 28, 2014

/s/ Michael D. Roth
Michael D. Roth
CEO and Chairman of Board of Directors