DISCLOSURE STATEMENT DECEMBER 31, 2014

Part A General Company Information
Item 1.
NAME:

THE CHILDREN'S INTERNET, INC.

Item II.
ADDRESS

THE CHILDREN'S INTERNET, INC.
5100 Westheimer Street, Suite 115
Houston, TX 77056

Item III.

Part B Share Structure

Item IV The title and class of securities outstanding

The Company had 50,000,000,000 common shares authorized, par value .00001 per share. 2,767,842,064 issued and outstanding as of December 31, 2014.

The Company has two Classes of Preferred 10,000,000 Shares authorized, par value .001 per share Issued and outstanding as of December 31, 2014 were:

Series A: 10 Shares
Series B – 9,989,900 shares

There have been no issuance of securities by the Company during the past 2 fiscal years ending as of 12-31-14 nor during the interim period from 12-31-14 to date hereof, except as follows: On or about August 7, 2014, the Company effectuated an issuance by the Transfer Agent of 2,758,000,000 shares of Common Stock and 9,989,000 shares of Series B Preferred Stock in settlement of services rendered and monies advanced to the Company by Richard Lewis our President and CEO.

Part C Business Information

Item VII
Name and Address of Transfer Agent:

Transfer Online, Inc.
Carolyn Hall Account Executive
carolyn@transferonline.com
512 SE Salmon ST Portland, OR 92714
503.595.2983 desk
503.227.6874 FAX
Registered with the SEC

Item: VIII
Nature of the business:
A.

The Children's Internet, Inc. (the Company) was incorporated under the laws of the State of Nevada on September 25, 1996 under the name D.W.C. Installations. At that date, 2,242,000 shares were issued to a small group of shareholders. The Company was primarily inactive until July 3, 2002 when Shadrack Films, Inc. (Shadrack) purchased 2,333,510 newly-issued shares of the Company's common stock for $150,000, thereby obtaining a majority ownership interest. The total issued and outstanding shares of the Company was increased to 4,575,510 shares as a result of this sale to Shadrack. On December 27, 2002, the Company's name was changed from D.W.C. Installations to The Children's Internet, Inc.

The Company is currently authorized to conduct business in California, and beginning October 29, 2008 the Company has been located in Fair Oaks, California. The Company's primary operations consist of marketing, selling, and administering a secure Internet service and safe online community for children. The system, known as The Children's Internet®, is not owned by the Company, but is owned by a related party, Two Dog Net, Inc. ("TDN"). The Company's marketing, selling and administration rights derive from a Wholesale Sales & Marketing Agreement with TDN, through the year 2013 which includes the ability to obtain five-year extensions.

The Company's primary operations consist of marketing, selling, and administering a secure Internet service and safe online community for children. The system, known as The Children's Internet®, is not owned by the Company, but is owned by a related party, Two Dog Net, Inc. ("TDN"). The Company's marketing, selling and administration rights derive from a Wholesale Sales & Marketing Agreement with TDN, through the year 2013 which includes the ability to obtain five-year extensions.

In a Stock Purchase Agreement dated October 11, 2002, twenty-five D.W.C. Installations shareholders sold 2,237,000 of the original 2,242,000 "freely-tradable" shares of common stock to six individuals, two of whom are related to the Company's former Chief Executive Officer and Chief Financial Officer and Chairman of the Board, Sholeh Hamedani. Together, the two related individuals purchased 27% of the 2,237,000 shares sold. At the time the shares were issued, the Company believed the shares were "freely tradable" based on the representations made by its law firm, Oswald & Yap, who structured the agreement. Subsequently the Company determined that the shares were, in fact, not freely tradable and those shares would have to be registered. The said shares were then registered in a SB-2 Registration Statement which was declared effective on May 5, 2004.

Also on October 11, 2002, the Company entered into a subsequent agreement with the six new shareholders holding the 2,237,000 "freely-tradable" shares, to issue four shares of restricted common stock to these shareholders or their designees, for every one "freely-tradable" share held. Pursuant to this agreement, 8,948,000 newly-issued restricted shares of common stock were issued in exchange for an agreement to loan to TDN, the proceeds of the sales of a portion of their shares. TDN in turn agreed to loan a portion of these proceeds to Shadrack to finance the on-going operations of the Company. TDN retained the remainder of the proceeds to help fund the on-going development, maintenance and technology upgrade costs of The Children's Internet system and to make payments on TDN's existing

debts.

The 8,948,000 newly-issued shares were recorded at a value of $575,356 based on the $0.0643 per share paid by Shadrack in a previous transaction where Shadrack acquired the 2,333,510 newly-issued shares it purchased on July 3, 2002. The $575,356 value was recorded by the Company as a debt financing fee. The loan agreement is such that Shadrack will not charge the Company any interest on the amounts loaned. Shares sold under this agreement included 1,218,990 of the "freely-tradable" shares and 2,650,108 of the newly-issued restricted shares, for a total of 3,869,098 shares, which were sold for a total of $2,722,341. After deducting the $494,049 in commissions paid by TDN, the resulting net proceeds were $2,228,292. As of September 30, 2008 and 2007, the total amount loaned to the Company by Shadrack was $1,489,812 and $1,471,490, respectively (including $456,912 converted to 13,054,628 shares of the Company's common stock in 2005).

During the year ended December 31, 2005, an additional 13,334,628 restricted shares of common stock were issued. Of these shares, 13,054,628 were issued to Shadrack, a related party which as of September 30, 2008, held approximately 52.2% of the voting power of the Company's outstanding common stock, for conversion of existing debt, and 280,000 shares were issued to Crosslink Financial Communications, a non-related party in payment for providing investor relation services. Although Crosslink was not a related party at the time of issuance, its principal shareholder, William L. Arnold served as President of the Company from December 30, 2005 through August 31, 2006, under an Executive Employment Agreement dated December 30, 2005.

On June 9, 2006, 15,600 shares were issued to two principals of Brazer Communications under a public relations consulting agreement.

On June 29, 2007, 4,500,000 shares (the "Escrowed Shares") were issued in the name of The Children's Internet Holding Company, LLC, a Delaware limited liability company ("TCI Holding" or "TCI Holding Company, LLC"), and deposited in escrow on July 3, 2007 in accordance with the Interim Stock Purchase Agreement ("ISPA") signed on June 15, 2007 between the Company and TCI Holding, thereby increasing the Company's total issued and outstanding shares of common stock to 31,373,738. The 4,500,000 shares held in escrow have not been deemed to carry voting rights under Nevada law as they are held for the benefit of the Company until released.

On October 19, 2007, TCI Holding Company, LLC entered into a Definitive Stock Purchase Agreement (the "DSPA") with the Company to purchase a controlling interest in the Company. The DSPA expired on March 31, 2008 and was subsequently terminated by action of the Board of Directors on May 9, 2008, as explained in Note 4.

On August 18, 2008, 2,000,000 shares were issued in the name of Randick, O'Dea & Tooliatos, LLP, a law firm representing TCI in various matters, as a pledge to cover up to $250,000 in services provided in the litigation with the Securities & Exchange Commission explained in Note 4, in accordance with the Pledge Agreement and Promissory Note for $250,000 dated August 6, 2008 and due on August 6, 2009, also explained in Note 4. The 2,000,000 shares are being held by Randick, O'Dea & Tooliatos as security for repayment of the loan, and are not deemed to carry voting rights under Nevada law as they are held for the benefit of the Company until released in payment at the maturity of the loan. The issuance

of the 2,000,000 shares, increased the Company's total issued and outstanding shares of common stock to 33,373,738 as of September 30, 2008 for the purposes of financial reporting.

On December 30, 2009, the Company retired the Shadrack shares (14,040,988) to its treasury. The Shadrack shares were retired as if never issued.

On March 24, 2010, the Company's Board of Directors by unanimous written consent authorized the Company to issue 17.5 million shares of its common stock to Lewis, or his designee, in partial settlement of accrued and unpaid management fees and salary owed to Lewis in excess of $600,000. The 17.5 million shares were valued at fair market value ("FMV") based on the closing price of the Company's OTC stock as of March 24, 2010. The closing price of the Company's stock on March 24, 2010 was $0.0169. On March 24, 2010, 17.5 million shares were issued to TCI Holding, as designated by Lewis, settling $295,750 of unpaid management fees and salary. The 17.5 million shares represented 23.9% of the Company's outstanding common stock.

On April 23, 2010, the Board of Directors by unanimous written consent authorized the Company to amend its Articles of Incorporation to increase its authorized common shares from 75 million to 240 million at a par value of $0.001.

Additionally, on April 23, 2010, a majority of the Company's shareholders voted their consent authorizing and approving the Company to increase its common stock from 75 million to 240 million.

On April 30, 2010, the Company filed a Certificate of Amendment with the Nevada Secretary of State increasing its authorized shares from 75 million to 240 million.

On June 30, 2010, the Company's Board of Directors by unanimous written consent authorized the Company to issue 95 million shares of its common stock to Lewis, or his designee, in partial settlement of accrued and unpaid management fees and salary owed to Lewis in excess of $300,000. The 95 million shares were valued at FMV based on the closing price of the Company's OTC stock as of June 30, 2010. The closing price of the Company's stock on June 30, 2010 was $0.0027. On June 30, 2010, 95 million shares were issued to TCI Holding, as designated by Lewis, settling $256,500 of unpaid management fees and salary. The 95 million shares represented 39.67% of the Company's outstanding common stock.

On June 30, 2010, the Board of Directors by unanimous written consent authorized the Company to amend its Articles of Incorporation to create a new Series Preferred A Stock, which is inclusive of the 10,000,000 preferred shares already authorized.

Additionally, on June 30, 2010, a majority of the Company's shareholders voted their consent authorizing and approving the Company to create the new Series Preferred A Stock.

On July 1, 2010, the Company filed a Certificate of Amendment with the Nevada Secretary of State creating the Series A Preferred Stock.

On July 6, 2010, the Board of Directors by unanimous written consent authorized the Company to issue 10 shares of the Series Preferred A Stock to Lewis, representing a control block of the Company and on July 6, 2010, the Company issued the 10 shares of Series Preferred A to Lewis.

On July 30, 2010, the Board of Directors by unanimous written consent authorized the Company to amend its Articles of Incorporation to increase its authorized commons shares from 240 million to 500 million at a par value of $0.001.

On July 30, 2010, a majority of the Company's shareholders voted their consent authorizing and approving the Company to increase its authorized common shares from 240 million to 500 million.

On July 30, 2010, the Company filed a Certificate of Amendment with the Nevada Secretary of State increasing its authorized common shares from 240 million to 500 million.

On October 18, 2010, the Company changed its domicile from Nevada to Wyoming and amended it Articles of Incorporation to authorize 50,000,000,000 shares of Common Stock, $0.00001 par value and 25,000,000 shares of Preferred Stock, $0.001 par value.

On November 9, 2010 the company issued 44,000,000,000 shares of common stock to the management of the company for past service and to facilitate the business going forward.

On March 25, 2011, a majority of the Company's shareholders voted and approved a 5,000 for 1 reverse stock split. On April 4, 2011 the Company filed its reverse stock split amendment with the Wyoming Secretary of State.

There have been no issuance of securities by the Company during the past 2 fiscal years ending as of 12-31-14 nor during the interim period from 12-31-14 to date hereof, except as follows: On or about August 7, 2014, the Company effectuated an issuance by the Transfer Agent of 2,758,000,000 shares of Common Stock and 9,989,000 shares of Series B Preferred Stock in settlement of services rendered and monies advanced to the Company by Richard Lewis our President and CEO.

Development Stage Enterprise

The Company is a development stage enterprise as defined by Statement of Financial Accounting Standards (SFAS) No. 7, "Accounting and Reporting by Development Stage Enterprises." All losses accumulated since the inception of the Company have been considered as part of the Company's development stage activities. The Company has devoted the majority of its efforts to activities focused on marketing The Children's Internet® service and on financial planning, raising capital, developing sales strategies and new marketing materials and implementing its business plan. The Company is considered to be a development stage company even though its planned principal operations have commenced, because there have been no significant revenues earned by the Company to date.

Additionally, the Company is not a shell company as defined in Rule 12b-2 of the Exchange Act.

Plan of Operation

This plan of operation contains forward-looking statements that involve risks, uncertainties, and assumptions. The actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors, including, but not limited to, those described elsewhere in this report.

On September 10, 2002, we entered into a License Agreement with Two Dog Net ('TDN") for an exclusive worldwide license to market and sell The Children's Internet® service. We subsequently replaced the royalty and license agreement with a new Wholesale Sales & Marketing Agreement dated March 3, 2003. The new agreement provides for us to be the exclusive marketers of TDN's proprietary secure Internet service for children at the pre-school to junior high levels called The Children's Internet®. We further amended this agreement in February 2005 to decrease the per user fee to TDN from $3.00 to $1.00. In consideration for this decrease of the royalty fee, TDN was granted an option to acquire 18,000,000 shares of the Company's restricted common stock at an exercise price of $.07 per share for five years from the date of grant. The shares underlying the option have "piggy back" registration rights for a period of one year following any exercise of the option.

TDN did not give written notice to terminate the contract one year prior to the expiration of the initial five-year term. Therefore, the licensing agreement was automatically renewed for an additional five years expiring in 2013.

The Company released The Children's Internet®, version 9.0, to the market on March 2, 2006. The Company is the exclusive marketer and distributor of The Children's Internet® membership-based service created just for kids. In the August 2004 issue of PC Magazine, The Children's Internet® was ranked as Editors' Choice in the category of "Kids' Browsers and Services," and was voted number one over AOL, EarthLink and MSN Premium 9. Additionally in August 2006, The Children's Internet® was declared winner of Outstanding Products of 2006 by iParenting Media Awards in the software category. Shortly thereafter in September 2006, The Children's Internet® received the coveted National Parenting Center's Seal of Approval.

We believe The Children's Internet® is the most comprehensive, smart solution to the problems inherent to a child's unrestricted and unsupervised Internet access. We offer a protected online service and "educational super portal" specifically designed for children, pre-school to junior high, providing them with SAFE, real-time access to the World Wide Web; access to hundreds of thousands of the best pre-selected, pre-approved educational and entertaining web pages accessed through a secure propriety browser and search engine.

During 2007, the technology on which the product is based and the functionality of the service was improved. The Company, through TDN, also substantially upgraded the underlying system infrastructure by increasing redundant servers and improving control procedures which in turn increased the reliability of the service. Additionally, during the first quarter of 2007, where appropriate, the Company contracted with third party companies to outsource administrative support services and effectively put in place the infrastructure to support the marketing initiatives. These outsource providers handled telemarketing and the order taking process and media placement.

The Business Model

The product was being sold for $9.95 per month to the subscriber. The user must already have internet access, either through dial-up, DSL or cable broadband. We utilize both retail and wholesale channels of distribution.

The Company will focus on establishing long-term, value-driven relationships with:

- Parents and Kids
- The School Market: School Administrators and Teachers
- Major ISP's such as Comcast, Yahoo, AOL, etc.

- Non-profit organizations such as religious groups, Boy Scouts and Girl Scouts, etc.
- ISP customers with an interest in protecting their families

The product is launched and generated minimal revenues through our grass roots marketing efforts as well as some online marketing initiatives. At the end of the first quarter of 2007, we aired our updated Infomercial on various television stations from New York to California for an initial three week media test which was the first part of an overall three month media campaign. The Company intended to continue to run the media test to identify the markets that met or exceeded our response criteria in order to build the permanent television schedule to "roll-out" the Infomercial on a national basis. However, due to unforeseen expenses we have not had the anticipated budget in place to continue to run the media test after the first quarter of 2007.

Beginning with the third quarter of 2007, we focused the majority of our resources on negotiating and finalizing the Definitive Stock Purchase Agreement and negotiating a proposed settlement with the SEC of the outstanding claims filed by the SEC against the Company.

We believe that implementation of a broad based sales and marketing plan is essential. With adequate funding, we would execute our sales and marketing programs using a number of traditional and some less traditional marketing techniques to generate product awareness and build brand awareness. Among these are;

- **Direct Response Marketing** . The TV Infomercial will be the cornerstone of our consumer-marketing program. This direct response-marketing vehicle provides a number of advantages including; a direct sale opportunity, brand awareness development, cost effectiveness, and rapid market response and feedback.

- **Spot Media** . In markets where consumer reaction to our Direct Response Marketing program is high, we will run spot television and radio commercials in support of our Direct Response campaign to further enhance brand awareness and reinforce the consumer purchase decision. We will also be opportunistic marketers, purchasing airtime around relevant programming, such as MSNBC's "To Catch a Predator" program.

- **Public Relations** . Public relations activities will combine events, special promotions, and traditional media relations with the objective of maintaining top-of-mind awareness of the product with consumers and media. We will work with our strategic

partners, where possible and appropriate, to maximize resources and obtain optimum media coverage.

- **Internet Advertising** . The Company will employ Internet advertising on targeted sites frequented by parents of school-aged children. Advertising will also be placed on sites that specifically address Internet security for children.

- **School Sales Initiative** . Schools are a natural vehicle for reaching our target audience, parents of school-aged children. The Company will initiate a major sales effort aimed at forming partnerships with schools and teachers to bring awareness of our product to children and their parents. The Company has tested this concept with local school districts and the response has been excellent.

- **Fundraising Initiative** . The Company will establish a fundraising program for use by schools as well as other children's organizations, as a fund raising vehicle. This program will enable such organizations to raise funds by selling subscriptions to The Children's Internet service. A portion of the sales price will be refunded to the selling organization. The advantage of TCI's fund raising program over other fund raising vehicles is that our program functions like an annuity, providing continued funding to the participating organization for as long as their members continue to subscribe to The Children's Internet service.

Strategic Partnerships. Strategic partnerships will be an important component of our overall marketing strategy. Strategic partners can provide "legitimacy" for the brand. These partners can also expose the Company's product to a large base of potential new customers. Joint public relations and marketing efforts can be a very cost effective mechanism. ISP's, web portals, telecommunications companies, child-oriented companies and public interest groups will be target strategic partners.

We believe the combined effect of this coordinated marketing program will be to build awareness of our product amongst our target consumer, to establish The Children's Internet as the premiere product in the minds of consumers and to drive this motivated consumer base to make the purchase decision to subscribe to The Children's Internet service.

Channels of Distribution:

The Children's Internet, Inc. will employ both direct and indirect sales channels.

Also, subject to secure financing, we will hire a direct sales force. The primary targets will be the largest Internet Service Providers as well as other national organizations that market to the most appropriate demographic groups for our service. We believe one or more of the largest ISPs in the United States will recognize the first mover advantage opportunity and will use The Children's Internet to not only offer this much needed product to their existing customers, but also to take a significant market share from their competition. We also believe that almost any company that markets to our demographics will want to seize the public relations goodwill that will accrue to any company offering our service.

The indirect channel, composed of non-salaried independent agents and wholesale distributors, will target a wide range of opportunities, from local charities to national organizations where they may have an influential contact. These sales agents will have the opportunity to employ secondary resellers to work for them, but we will not market using a multi-level marketing plan.

Future Products and Services

In the future, we anticipate generating revenues via advertising sold to the purveyors of children goods and services. As well, we intend to engage in the merchandising of The Children's Internet® themed products, from clothing to toys to books, but for the foreseeable future we will focus strictly on the successful distribution of our core service.

Market Share, Cash Flow and Profitability

Although market data is not exact, and varies depending on the source, our plan is based on the belief that in the United States alone there are an approximately 35 million homes with internet access with children in kindergarten through grade 12 as of June 2007. Our model, with a mix of business generated from the respective channels of distribution, indicates we can be cash flow positive and profitable with less than 0.5% of the market.

LIQUIDITY AND RESOURCES

Where practicable, we plan to contract with third party companies to outsource administrative support services that effectively support the growth of the business. These outsource providers handle technical support, telemarketing and the order taking process and media placement. We believe this strategy will minimize the number of employees required to manage our intended growth in the future.

On January 9, 2007, the Company signed a 12-month co-location agreement with Evocative, Inc. to house the Company's search engine, servers and related equipment at Evocative's data center in Emeryville, California. This agreement replaced a similar 13-month agreement which began in October 2003 and was continued on a month-to-month basis. The new agreement added a managed firewall service. The basic annual cost under this agreement was $35,988.

As a part of streamlining business operations, in January 2008 the Company closed down its co-location facility and Internet hosting services for the Children's Internet® provided by Evocative Data Center. Since the product was taken offline, sales efforts have been suspended until additional funds are invested to establish another data center and co-location facility to host the servers that run The Children's Internet service. Additionally, the Company has terminated the Children's Internet® support and content staff during this time. Prior to taking the Children's Internet® service offline, the product was not being aggressively marketed due to the Company's lack of resources to promote the product.

On April 30, 2007, the Company and the Board of Directors adopted "The Children's Internet, Inc. 2007 Equity Incentive Plan" (the "Plan"). The purpose of the Plan is to provide incentives to attract retain and motivate eligible persons whose present and potential contributions are important to the success of the Company by offering them an opportunity to participate in the Company's future performance through awards of Options, Restricted Stock and Stock Bonuses. Under the terms of the Plan, the Company has made available six million (6,000,000) Shares of the Company's stock to be issued to Officers, Directors, Employees, Consultants and Advisors to the Company with certain restrictions as set forth in the Plan. The Plan will be administered by a Committee of the Board of Directors. The Plan will terminate ten years from the effective date of the Plan unless terminated earlier under terms of the Plan.

Going Concern Uncertainty

Through the date of this report, we have relied primarily on loans from Shadrack to fund all of our expenses. Shadrack has advised the Company that it is no longer able to provide funds to the Company. The Company entered into a Definitive Stock Purchase Agreement with TCI Holdings that, if executed would have provided the Company with an infusion of approximately $5.3 million to pay Company debts and fund future operations. As discussed in Note 4 of the Company's Financial Statements, this transaction was not consummated. Since the transaction was not consummated, the Company will be required to obtain additional funds through private placements of debt or equity securities or by other borrowing. There is no assurance that such additional financing will be available when required in order to proceed with our business plan. Further, our ability to respond to competition or changes in the market place or to exploit opportunities will be significantly limited by lack of available capital financing. If we are unsuccessful in securing the additional capital needed to continue operations within the time required, we will not be in a position to continue operations. In this event, we would attempt to sell the Company or file for bankruptcy.

Off-Balance Sheet Arrangements

None.

Part D Management and Control Structure

Item XI

The name of the chief executive officer, members of the board of directors, as well as control persons

Officers and Directors

Gary F. Kimmons, President, Secretary, Treasurer/CFO

Directors.

Ramiro Jordan

Gary F. Kimmons

E. Disclosure of Conflicts of Interest. There are no conflicts of interest

Item XII Financial information for the Company's most recent fiscal period

See attached Statements and notes

Item XIV. Beneficial Owners.

Principal Stockholder's Name	Number of Shares Owned - Class	Percentage
Richard J. Lewis	2,758,000,000 - Common	97%
Richard J. Lewis	9,989,900 – Preferred Series B	100%
Ramiro Jordan	10 – Preferred Series A	100%

Richard J. Lewis
2377 Gold Meadow Way Suite 100
Gold River, CA 95670

Ramiro Jordan
c/o The Children's Internet, Inc.
5100 Westheimer Street, Suite 115
Houston, TX 77056

Item XV The name address, telephone number, and email address of each of the Disclosed following outside providers.

Investment Banker None
Promoters None
4. Accountant or Auditor None
5. Public Relations Consultant None
6. Investor Relations Consultant None

Item XVI. Management Discussion and Analysis or Plan of Operations

The following discussion and analysis should be read in conjunction with our financial statements, including the notes thereto, appearing elsewhere in this Report.

Forward-Looking Statements
The following information contains certain forward-looking statements of management of the Company. Forward-looking statements are statements that estimate the happening of future events and are not based on historical fact. Forward-looking statements may be identified by the use of forward-looking terminology, such as "may," "could," "expect," "estimate," "anticipate," "plan," "predict," "probable," "possible," "should," "continue," or similar terms, variations of those terms or the negative of those terms. The forward-looking statements specified in the following information have been compiled by our management on the basis of assumptions made by management and considered by management to be reasonable. Our future operating results, however, are impossible to predict and no representation, guaranty, or warranty is to be inferred from those forward-looking statements.

Critical Accounting Policies and Estimates

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which contemplate continuation of the Company as a going concern. The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the 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.

Plan of Operation

This plan of operation contains forward-looking statements that involve risks, uncertainties, and assumptions. The actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors, including, but not limited to, those described elsewhere in this report.

On September 10, 2002, we entered into a License Agreement with Two Dog Net ('TDN") for an exclusive worldwide license to market and sell The Children's Internet® service. We subsequently replaced the royalty and license agreement with a new Wholesale Sales & Marketing Agreement dated March 3, 2003. The new agreement provides for us to be the exclusive marketers of TDN's proprietary secure Internet service for children at the pre-school to junior high levels called The Children's Internet®. We further amended this agreement in February 2005 to decrease the per user fee to TDN from $3.00 to $1.00. In consideration for this decrease of the royalty fee, TDN was granted an option to acquire 18,000,000 shares of the Company's restricted common stock at an exercise price of $.07 per share for five years from the date of grant. The shares underlying the option have "piggy back" registration rights for a period of one year following any exercise of the option.

TDN did not give written notice to terminate the contract one year prior to the expiration of the initial five-year term. Therefore, the licensing agreement was automatically renewed for an additional five years expiring in 2013.
The Company released The Children's Internet®, version 9.0, to the market on March 2, 2006. The Company is the exclusive marketer and distributor of The Children's Internet® membership-based service created just for kids. In the August 2004 issue of PC Magazine, The Children's Internet® was ranked as Editors' Choice in the category of "Kids' Browsers and Services," and was voted number one over AOL, EarthLink and MSN Premium 9. Additionally in August 2006, The Children's Internet® was declared winner of Outstanding Products of 2006 by iParenting Media Awards in the software category. Shortly thereafter in September 2006, The Children's Internet® received the coveted National Parenting Center's Seal of Approval.
We believe The Children's Internet® is the most comprehensive, smart solution to the problems inherent to a child's unrestricted and unsupervised Internet access. We offer a protected online service and "educational super portal" specifically designed for children, pre-school to junior high, providing them with SAFE, real-time access to the World Wide Web; access to hundreds of thousands of the best pre-selected, pre-approved educational and entertaining web pages accessed through a secure propriety browser and search engine.

During 2007, the technology on which the product is based and the functionality of the service was improved. The Company, through TDN, also substantially upgraded the underlying system infrastructure by increasing redundant servers and improving control procedures which in turn increased the reliability of the service. Additionally, during the first quarter of 2007, where appropriate, the Company contracted with third party companies to outsource administrative support services and effectively put in place the infrastructure to support the marketing initiatives. These outsource providers handled telemarketing and the order taking process and media placement.

The Business Model

The product was being sold for $9.95 per month to the subscriber. The user must already have internet access, either through dial-up, DSL or cable broadband. We utilize both retail and wholesale channels of distribution.
The Company will focus on establishing long-term, value-driven relationships with:

- Parents and Kids
- The School Market: School Administrators and Teachers
- Major ISP's such as Comcast, Yahoo, AOL, etc.

The product is launched and generated minimal revenues through our grass roots marketing efforts as well as some online marketing initiatives.
At the end of the first quarter of 2007, we aired our updated Infomercial on various television stations from New York to California for an initial three week media test which was the first part of an overall three month media campaign. The

Company intended to continue to run the media test to identify the markets that met or exceeded our response criteria in order to build the permanent television schedule to "roll-out" the infomercial on a national basis. However, due to unforeseen expenses we have not had the anticipated budget in place to continue to run the media test after the first quarter of 2007.

Beginning with the third quarter of 2007, we focused the majority of our resources on negotiating and finalizing the Definitive Stock Purchase Agreement and negotiating a proposed settlement with the SEC of the outstanding claims filed by the SEC against the Company.
We believe that implementation of a broad based sales and marketing plan is essential. With adequate funding, we would execute our sales and marketing programs using a number of traditional and some less traditional marketing techniques to generate product awareness and build brand awareness. Among these are;

- Non-profit organizations such as religious groups, Boy Scouts and Girl Scouts, etc.
- ISP customers with an interest in protecting their families
- Direct Response Marketing .

The TV Infomercial will be the cornerstone of our consumer-marketing program. This direct response-marketing vehicle provides a number of advantages including; a direct sale opportunity, brand awareness development, cost effectiveness, and rapid market response and feedback.

- Spot Media . In markets where consumer reaction to our Direct Response Marketing program is high, we will run spot television and radio commercials in support of our Direct Response campaign to further enhance brand awareness and reinforce the consumer purchase decision. We will also be opportunistic marketers, purchasing airtime around relevant programming, such as MSNBC's "To Catch a Predator" program.
- Public Relations . Public relations activities will combine events, special promotions, and traditional media relations with the objective of maintaining top-of-mind awareness of the product with consumers and media. We will work with our strategic partners, where possible and appropriate, to maximize resources and obtain optimum media coverage.
- Internet Advertising . The Company will employ Internet advertising on targeted sites frequented by parents of schoolaged children. Advertising will also be placed on sites that specifically address Internet security for children.
- School Sales Initiative . Schools are a natural vehicle for reaching our target audience, parents of school-aged children. The Company will initiate a major sales effort aimed at forming partnerships with schools and teachers to bring awareness of our product to children and their parents. The Company has tested this concept with local school districts and the response has been excellent.
- Fundraising Initiative . The Company will establish a fundraising program for use by schools as well as other children's organizations, as a fund raising vehicle. This program will enable such organizations to raise funds by selling subscriptions to The Children's Internet service. A portion of the sales price will be refunded to the selling organization. The advantage of TCI's fund raising program over other fund raising vehicles is that our program functions like an annuity, providing continued funding to the participating organization for as long as their members continue to subscribe to The Children's Internet service.

Strategic Partnerships.
Strategic partnerships will be an important component of our overall marketing strategy. Strategic partners can provide "legitimacy" for the brand. These partners can also expose the Company's product to a large base of potential new customers. Joint public relations and marketing efforts can be a very cost effective mechanism. ISP's, web portals, telecommunications companies, child-oriented companies and public interest groups will be target strategic partners.

We believe the combined effect of this coordinated marketing program will be to build awareness of our product amongst our target consumer, to establish The Children's Internet as the premiere product in the minds of consumers and to drive this motivated consumer base to make the purchase decision to subscribe to The Children's Internet service.

Channels of Distribution:
The Children's Internet, Inc. will employ both direct and indirect sales channels.
Also, subject to secure financing, we will hire a direct sales force. The primary targets will be the largest Internet Service Providers as well as other national organizations that market to the most appropriate demographic groups for our service. We believe one or more of the largest ISPs in the United States will recognize the first mover advantage opportunity and will use The Children's Internet to not only offer this much needed product to their existing customers, but also to take a significant market share from their competition. We also believe that almost any company that markets to our demographics will want to seize the public relations goodwill that will accrue to any company offering our service.

The indirect channel, composed of non-salaried independent agents and wholesale distributors, will target a wide range of opportunities, from local charities to national organizations where they may have an influential contact. These sales agents will have the opportunity to employ secondary resellers to work for them, but we will not market using a multi-level marketing plan.

Future Products and Services

In the future, we anticipate generating revenues via advertising sold to the purveyors of children goods and services. As well, we intend to engage in the merchandising of The Children's Internet® themed products, from clothing to toys to books, but for the foreseeable future we will focus strictly on the successful distribution of our core service.

Market Share, Cash Flow and Profitability

Although market data is not exact, and varies depending on the source, our plan is based on the belief that in the United States alone there are
an approximately 35 million homes with internet access with children in kindergarten through grade 12 as of June 2007. Our model, with a mix of business generated from the respective channels of distribution, indicates we can be cash flow positive and profitable with less than 0.5% of the market.

· Strategic Partnerships. Strategic partnerships will be an important component of our overall marketing strategy. Strategic partners can provide "legitimacy" for the brand. These partners can also expose the Company's product to a large base of potential new customers. Joint public relations and marketing efforts can be a very cost effective mechanism. ISP's, web portals, telecommunications companies, child-oriented companies and public interest groups will be target strategic partners.

which expired on April 30, 2007. From May 1 through July 15, 2007, we rented our office space on a month-to-month basis. The Company and the landlord could not reach an agreement on terms for a new lease and we vacated the premises on July 13, 2007, and moved into office space in San Ramon, California. This office space is leased by Nasser Hamedani, a related party, who we were obligated to reimburse for the monthly lease payment of $1,762.

Going Concern Uncertainty

Through the date of this report, we have relied primarily on loans from management to fund all of our expenses. However, this may not be able to continue in the future. As discussed in Note 4 of the Company's Financial Statements, a Stock Purchase transaction was not consummated. Since the transaction was not consummated, the Company will be required to obtain additional funds through private placements of debt or equity securities or by other borrowing. There is no assurance that such additional financing will be available when required in order to proceed with our business plan. Further, our ability to respond to competition or changes in the market place or to exploit opportunities will be significantly limited by lack of available capital financing. If we are unsuccessful in securing the additional capital needed to continue operations within the time required, we will not be in a position to continue operations. In this event, we would attempt to sell the Company or file for bankruptcy.

Off-Balance Sheet Arrangements

None.

LEGAL PROCEEDINGS

None

Item XVIII Material Contracts.

None

Item XIX Articles of Incorporation and Bylaws Posted

Item XX Purchase of Equity Securities by the Issuer and Affiliated Purchasers.

There has been no purchase of Equity Securities by the Issuer or Affiliates

Item IX: Issuer's Certifications

I, Gary F. Kimmons certify that:

1. I have reviewed this Annual Disclosure Statement of The Children's Internet Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statements 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

3. Based on my knowledge, the financial statements, and other financial informant 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 and of, and for, the periods presented in this disclosure statement.

Date: February 17, 2015

/s/ Gary F. Kimmons
Gary F. Kimmons, President