Interact-TV Incorporated

OTC Pink Sheets: ITVI

Viscount Media Trust

Viscount Records Inc.

Pocket Kid Records

Annual Disclosure Statement

for the fiscal year ended December 31, 2014 (FY2014)

INTERACT-TV INCORPORATED

a Delaware corporation
4023 Kennett Pike #590
Wilmington, DE 19807
(302) 250-4248
http://interact-tv-inc.com

Part A General Company Information

Item 1. The exact name of the issuer and its predecessors (if any).

Our exact name is:

INTERACT-TV INCORPORATED

This has been our name since inception (incorporation).

There are no predecessor entities.

Item 2. The address of the issuer's principal executive offices.

Our address, phone number and e-mail address are:

4023 Kennett Pike #590
Wilmington, DE 19807
(302) 250-4248 – phone
info@interact-tv-inc.com – e-mail

Our websites are:

http://interact-tv-inc.com
http://pocketkidrecords.com
http://interact-tv-inc.com/info/interact-tv-channel/

The person responsible for our investor relations is our President, Robert Bryan, who may be contacted at our contact information above.

Item 3. The jurisdiction(s) and date of the issuer's incorporation or organization.

Our jurisdiction of incorporation is the State of Delaware.

Our date of incorporation is March 23, 2000.

Part B Share Structure

Item 4. The exact title and class of securities outstanding.

We have two classes of outstanding stock securities, as follows:

Name of Class	CUSIP Number	Trading Symbol
Common Stock Class	458401304	ITVI
Preferred Stock Class	[n/a]	[n/a]

Item 5. Par or stated value, restrictions and description of the security.

A. Par or Stated Value.

The par value for each class of outstanding stock securities is as follows:

Name of Class	Par Value
Common Stock Class	$0.00001
Preferred Stock Class	$0.00001

B. Restrictions.

There are no restrictions on the transfer of our shares of common stock in the public float (see Item 6, below).

There have been no trading suspension orders issued by the SEC at any time.

B. Description of Common and Preferred Stock.

1. Dividend, voting and preemption rights for our shares of Common Stock are as follows:

Dividend Rights: Shares of Common Stock have no dividend rights, except insofar as the Board of Directors may declare dividends at their sole election.

Voting Rights: Each share of Common Stock has one vote for each matter brought before the shares of Common Stock for a vote.

Pre-Emption Rights: Shares of Common Stock have no pre-emption rights.

2. Dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions for our shares of Preferred Stock are as follows:

Dividend Rights: Shares of Preferred Stock have no dividend rights, except insofar as the Board of Directors may declare dividends at their sole discretion.

Voting Rights:

- Preferred Stock Class, Series A: The aggregate of all issued shares of Series A has voting rights equal to four times the voting rights of all other issued and outstanding shares of all Classes and Series combined. Therefore, each share of Series A has that voting power divided by the number of outstanding shares of Series A at the time of the vote.
- Preferred Stock Class, Series B: Each share of Series B has ten votes for each matter brought before the shares of Preferred Stock Series B for a vote.
- Preferred Stock Class, Series C: Each share of Series C has one vote for each matter brought before the shares of Preferred Stock Series B for a vote.
- Preferred Stock Class, Series D: Shares of Series D Preferred Stock shall have no voting rights, except for those matters which, by Delaware law, must be voted upon by the shares of Series D Preferred Stock, in which case each issued share of Series D Preferred Stock shall have one vote.
- Preferred Stock Class, Series E: Shares of Series E Preferred Stock shall have no voting rights, except for those matters which, by Delaware

law, must be voted upon by the shares of Series E Preferred Stock, in which case each issued share of Series E Preferred Stock shall have one vote.

Conversion Rights:

- Preferred Stock Class, Series A: The aggregate of all issued shares of Series A may be converted into four times the number of shares of Common Stock issued and outstanding at the time of conversion. Therefore, each share of Series A may be converted into that number of shares of Common Stock, divided by the number of shares of Series A outstanding at the time of conversion.
- Preferred Stock Class, Series B: Each share of Series B may be converted into 200,000 shares of Common Stock.
- Preferred Stock Class, Series C: Each share of Series C may be converted into 500 shares of Common Stock.
- Preferred Stock Class, Series D: Each share of Series D may be converted into the number of shares of Common Stock having a worth equal to 500% of the price per share of Series D purchased, depending upon the length of the holding period.
- Preferred Stock Class, Series E: Each share of Series E may be converted into the number of shares of Common Stock having a worth equal to 300% of the price per share of Series E purchased, depending upon the length of the holding period.

Liquidation Rights:

- Preferred Stock Class, Series A: Liquidation rights for this Series are not defined.
- Preferred Stock Class, Series B: Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series B Preferred Stock, the holders of the Series B Preferred Stock shall be entitled to be paid out of the assets of the Corporation an amount equal to $1.00 per share or, in the event of an aggregate subscription by a single subscriber for Series B Preferred Stock in excess of $100,000, $0.997 per share (as adjusted for any stock dividends, combinations, splits, recapitalizations and the like with respect to such shares) (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series B Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series B Preferred Stock as set forth herein, the remaining assets of the Corporation legally available

for distribution, if any, shall be distributed ratably to the holders of the Corporation's Common Stock.

- Preferred Stock Class, Series C: Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series C Preferred Stock, the holders of the Series C Preferred Stock shall be entitled to be paid out of the assets of the Corporation an amount equal to $1.00 per share or, in the event of an aggregate subscription by a single subscriber for Series C Preferred Stock in excess of $100,000, $0.997 per share (as adjusted for any stock dividends, combinations, splits, recapitalizations and the like with respect to such shares) (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series C Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series C Preferred Stock as set forth herein, the remaining assets of the Corporation legally available for distribution, if any, shall be distributed ratably to the holders of the Corporation's Common Stock.
- Preferred Stock Class, Series D: No liquidation rights.
- Preferred Stock Class, Series E: No liquidation rights.

Redemption or Sinking Fund Provisions: Shares of Preferred Stock have no redemption or sinking fund provisions.

3. In addition to the above rights and provisions of our Common and Preferred Stock, there is one other material right not previously described. It is an anti-dilution right, and it extends solely to shares of our Preferred Stock Class, Series B and Series C.

This anti-dilution right specifies that shares of Preferred Stock Class, Series B and Series C are subject to forward splits of the shares of the Common Stock, and as such are forward split in the same ratio as the shares of Common Stock.

4. We have no provisions in our charter or by-laws that would delay, defer or prevent a change in control.

Item 6. The number of shares or total amount of the securities outstanding for each class of securities authorized.

Period End Date	**December 31, 2013**
Common Shares	
Period End Date	December 31, 2013
Number of Shares authorized	30,000,000,000
Number of Shares outstanding	20,303,750,746
Freely Tradable Shares (public float)	4,561,050,374
Total No. of Beneficial Shareholders	appx. 500
Total No. of Shareholders of Record	137
Preferred Shares	
Period End Date	December 31, 2013
Number of Shares authorized	240,000,000
Number of Shares outstanding	3,485,071
Total No. of Beneficial Shareholders	21
Total No. of Shareholders of Record	21

Period End Date	**December 31, 2014**
Common Shares	
Period End Date	December 31, 2014
Number of Shares authorized	30,000,000,000
Number of Shares outstanding	24,572,500,746
Freely Tradable Shares (public float)	9,769,800,374
Total No. of Beneficial Shareholders	appx. 550
Total No. of Shareholders of Record	139
Preferred Shares	
Period End Date	December 31, 2014
Number of Shares authorized	240,000,000
Number of Shares outstanding	3,416,321
Total No. of Beneficial Shareholders	20
Total No. of Shareholders of Record	20

Item 7. **The name and address of the transfer agent.**

Action Stock Transfer Corporation
2469 E. Fort Union Blvd. #214
Salt Lake City, UT 84121
Phone: 801-274-1088
www.actionstocktransfer.com

Action Stock Transfer Corporation is registered under the Exchange Act, and the appropriate regulatory authority of the transfer agent is the Securities and Exchange Commission.

Part C Business Information

Item 8. **The nature of the issuer's business.**

A. Business Development.

Interact-TV, Incorporated (OTC: ITVI) a Delaware corporation (which we will refer to variously as "us", "our" and "we", as well as "ITVI", the "Company" or the "Issuer") was incorporated on March 23, 2000.

Interact-TV is a multifaceted multi-media development company. Interact-TV, through subsidiaries such as Viscount Media Trust and Pocket Kid Records, has already entered into the record production and distribution market , and is currently developing its business plan to enter into film and digital production and distribution, software development and distribution for the video game industry, book publishing and distribution, as well as pursuing the development and acquisition of other multi media projects and companies.

We are now in the initial process of establishing our new 24/7 Interact-TV Web Channel: http://interact-tv-inc.com and http://interact-tv-inc.com/info/interact-tv-channel/. Our purpose is to develop paid advertising stream of income from our web TV station.

We are in negotiations with FMCOCO, a company experienced in website and content development, to develop and program both ITVI and Pocket Kid web channels.

In our early years our stated business purpose has been the development of home entertainment-related software and hardware. Specifically, we developed software and integrated hardware which created what we believe to be the first Linux-based, fully customizable and expandable digital entertainment center that let users manage and

enjoy virtually every digital form of video and audio from their living room, which we named "The Telly-Minder".

Revenues from this and similar home entertainment-based technologies were in the hundreds of thousands of dollars annually from 2002 – 2009.

In October of 2009, we underwent a change in control, as well as a significant broadening of our business plan, through the following transaction:

In October of 2009, ITVI acquired Viscount Media Trust, a California business trust, in a reverse merger transaction, whereby the former shareholders of Viscount Media Trust became the majority shareholders of ITVI. In connection with this acquisition, ITVI's management changed, and while much of ITVI's previous business plan remained intact after the reverse merger, additional lines of business having to do with media became part of ITVI's overall plans as a result of the acquisition. *(Please see Section B. Business of Issuer below for more information about our current businesses.)*

Our specific disclosures related to our business development are as follows:

1. Interact-TV Incorporated (ITVI) is a corporation.

2. ITVI was incorporated in the year 2000, with no predecessor entities.

3. ITVI's fiscal year end date is December 31.

4. ITVI has never been in bankruptcy, receivership or any similar proceeding.

5. In October of 2009, ITVI acquired Viscount Media Trust, a California business trust, in the reverse merger transaction described above.

6. In September of 2014, ITVI signed Terms of Acquisition with Executive musician and artist representation firm Executive Music Group, LLC (EMG).

7. ITVI has never defaulted on the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring ITVI to make payments.

8. ITVI has had one change of control, in October of 2009, in the reverse merger transaction described above.

9. ITVI has on several occasions over the past three years issued a large number of shares of its Common Stock to members of its management, in exchange for services rendered, which constituted an increase of 10% or more of the same class of outstanding equity securities. In addition, it issued a large number of shares of both Common and

Preferred Stock to the former shareholders of Viscount Media Trust in the October 2009 reverse merger transaction described above. *(Please see Item 17 below for more information about our recent share issuances.)*

10. There was a reverse merger transaction in October of 2009, described under Item 8.A. above.

In addition, we conducted two reverse splits of our issued and outstanding shares of Common Stock. The first was a 1:3,000 reverse split of our issued and outstanding shares of Common Stock effected in July of 2010. The second was a 1:2,000 reverse split of our issued and outstanding shares of Common Stock effected in March of 2011.

There have been no, nor are there any pending or anticipated, stock splits, stock dividends, recapitalizations, mergers, acquisitions, spin-offs, or reorganizations other than those described above.

11. ITVI has never had any of its securities delisted by any securities exchange nor deleted from the OTC Bulletin Board.

12. ITVI does not have any current, past, pending or threatened legal proceedings or administrative actions either by or against ITVI that could have a material effect on the issuer's business, financial condition, or operations, nor any current, past or pending trading suspensions by a securities regulator.

B. <u>Business of Issuer</u>.

As disclosed above, ITVI conducted a reverse merger in October of 2009, wherein ITVI acquired all outstanding shares of beneficial interest in Viscount Media Trust and in exchange, issued a controlling interest in ITVI to the former shareholders of Viscount Media Trust, thereby making Viscount Media Trust a wholly-owned subsidiary of ITVI. In conjunction with this transaction, then-management of ITVI resigned and appointed new management in their place.

While we maintained our relationship with the primary inventor of The Telly-Minder (and immediate past president of the Issuer) Ken Fuhrman, who was placed under a consulting contract as development of The Telly-Minder continued, the acquisition of Viscount Media Trust was part of a broadening of our business plan to include not only the means by which to enjoy entertainment content, which we had been working on since inception, but also the content itself.

To that end, we formed, in February 2010, Pocket Kid Records, a California business trust ("Pocket Kid") owned in its entirety by Viscount Media Trust's wholly-owned subsidiary, Viscount Records, Inc.

Pocket Kid is an operating record label and producer of musical acts.

The specific disclosures related to our business operations are as follows:

1. Our primary Standard Industrial Classification (SIC) Code is:

3652 – Phonograph Records & Prerecorded Audio Tapes and Disks;

and our secondary SIC Code is:

3663 – Radio & TV Broadcasting & Communications Equipment

2. We have conducted operations since inception and continue to conduct operations.

3. We are not currently, nor have we ever been a "shell company", as that term is defined in SEC Rule 144(i);

4. We have a four-tiered corporate structure, with ITVI the parent company, and three successive "layers" of wholly-owned subsidiaries. The structure is described in detail in our "Corporate Structure" sub-section below. The subsidiaries' respective business purposes and methods of operation are disclosed in detail in the "Description of Operations" sub-section below. Our financial statements are consolidated for ITVI and all three of its subsidiary entities.

5. There are no existing or probable governmental regulations on the business of the Issuer or any of its subsidiaries which have or are expected to have a significant effect on the operations or plan of operations outside of the normal course of business operations.

6. We estimate that we have spent approximately $20,000 during each of the last two fiscal years on research activities related to the testing of certain recorded music tracks and their likelihood to be successful among the record-buying public; however, while all costs are eventually intended to be recompensed by sales, the extent to which the cost of such activities are being borne directly by customers is minimal, as price structure for album and download sales for such recorded music tracks were not altered as a result of the research and development costs disclosed herein.

7. There are no significant costs or effects of compliance with environmental laws (federal, state and/or local).

8. ITVI has two corporate officers, both of whom are considered part-time. Pocket Kid Records, as disclosed in greater detail below, retains the services of a number of consultants and third-party artist managers, publicists and related artist representatives and business service providers, but does not employ any of them directly.

Corporate Structure

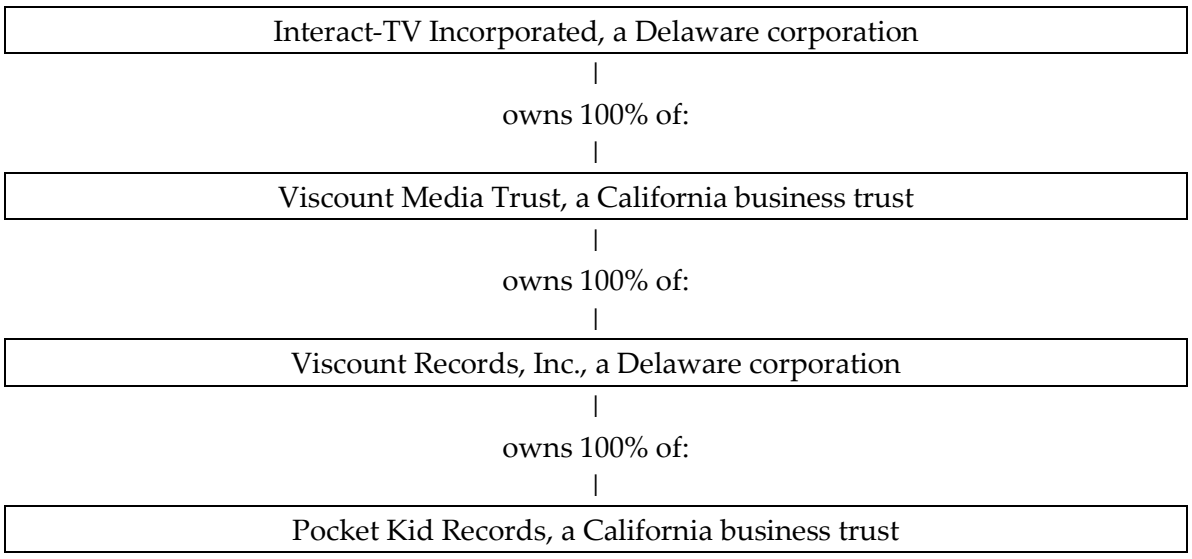
Through acquisitions, ITVI has developed a four-tier corporate structure as follows.

ITVI is a Delaware corporation with one wholly-owned subsidiary: Viscount Media Trust, a California business trust.

Viscount Media Trust, in turn, has one wholly-owned subsidiary: Viscount Records, Inc., a Delaware corporation.

And finally, Viscount Records, Inc. has itself one wholly-owned subsidiary: Pocket Kid Records, a California business trust.

Graphically, the corporate structure is represented as follows.



Each company has its own mission statement. However, of the four entities, ITVI and Pocket Kid Records are currently treated as the most active businesses, with Pocket Kid Records having the most advanced business operations. *(See the Description of Operations sub-section below.)*

Because each subsidiary is wholly-owned by its respective parent, all four entities' financial results are consolidated when presenting the financial statements of Interact.

Description of Operations

Interact-TV Incorporated: Home "Infotainment" Products – the "TellyMinder"

Developed under the auspices of ITVI itself, as opposed to one of its subsidiary companies, the TellyMinder is a small desktop computer designed to fit into any entertainment center and display pre-defined messages on a television screen. TellyMinder has a web-based interface that allows the sender to enter messages and then schedule these messages to be displayed at a specified time. Messages can include reminders to take a specific medication at a given time, appointment confirmations, or a simple check-in to see how someone is doing.

The TellyMinder is to have a web-cam option so sender can check in on the recipient and get visual feedback on the recipient's status. Future options may include the ability to connect monitoring equipment via TellyMinder's wireless networking so vital information including heart rate, blood pressure and oxygen levels can be monitored in real time. This would also allow TellyMinder to trigger emergency services if the vital information falls to unsafe levels.

TellyMinder leverages significant intellectual property (IP) rights in the following areas:

- User Interface Library that combines broadcast quality graphics, animation and streaming media
- Intelligent networked media management system
- Enhanced television synchronization implementation over a TCP/IP network
- Store and forward streaming of MPEG video over TCP/IP networks

TellyMinder uses a synchronization mechanism based on XML that allows content delivered over the Internet to be coordinated with the display of broadcast television. This dramatically improves the response time to the user, removing the objectionable download delays which can occur when information is requested over the Internet.

Software Architecture

The following are the core components of the TellyMinder software platform:

tmiGui - This layer of software developed for TellyMinder allows for the design of user interfaces that are television and entertainment centric. Building on the technical team's extensive knowledge of broadcast graphics design, a sophisticated user interface toolkit has been developed.

Networked Media Management - TellyMinder has an integrated small and fast database and a newly designed sophisticated, low maintenance, media management system.

Linux Operating System - The Linux OS is the current operating system that TellyMinder is built upon, although all of the current application programming interfaces (APIs) in TellyMinder have been designed to be ported to alternate operating systems if the market dynamics dictate this is necessary.

Viscount Media Trust and Viscount Records, Inc.: Media Products and Services

Viscount Media Trust, as holding company, shares its Mission and Vision with is wholly-owned subsidiary, Viscount Records, Inc.

Vision: To provide quality multi media products and services, through the acquisition of exceptional and unique companies and talent.

Mission: To create a dynamic growth company that is profitable while benefitting the multi media and entertainment industries, by being artist and creator friendly . The company wants to provide an environment that attracts top talent by being supportive and less controlling of artists visions and products than traditional multi media companies.

Development Phases:

Phase 1 – The development and/or discovery of unique business models to compete in niche multi-media markets, including but not limited to:

- Music Recording and Production
- Artist Management and Related Services
- Computer and video games

Phase 1 includes the accumulation of personnel to carry out the business model.

Phase 2 – Production phase. Delivery of multi media products and services.

Viscount is currently in Phase 1.



Pocket Kid Records: Record Production and Artist Management

Vision: To provide quality recording products, through the contractual acquisition of exceptional and unique talent.

Mission: To create a dynamic growth company that is profitable while benefitting the multi media and entertainment industries, by being artist and creator friendly. The company wants to provide an environment that attracts top talent by being supportive and less controlling of artist's visions and products than traditional multi media companies.

Pocket Kid Records is called a "New Age" record company by its management because management believes that as record companies falter in the new, more competitive era of "internet" distribution, Pocket Kid emerges with a way to survive and take the lead in such an environment.

Pocket Kid Records' management believes that it is time for a "back to basics" approach to music producing and distribution, while incorporating the new media distribution channels. Pocket Kid's mission is to find the very best raw talent, give this raw talent the freedom to realize their creative potential, and to be in touch with what the fans think about music – not what record company execs think about music.

More broadly, Pocket Kid Records' mission is to spearhead a renaissance in Rock and Popular music.

Development Phases:

Phase 1 – The development and/or discovery of unique business models to compete in niche multi-media markets. The accumulation of personnel to carry out the business model.

Phase 2 – Production phase. Delivery of multi media products.

Pocket Kid is currently in Phase 2.

Financial Budget: In this space in previous disclosure statements, we projected Pocket Kid achieving a positive cash flow by the second half of FY2013. Pocket Kid is ahead of schedule, having achieved positive cash flow for three of the last four quarters (Q4 FY12, Q1FY13 and Q2FY13). In addition, we estimated an additional $500,000 budget to hit financial targets but now are reducing such requirement to $100,000, as Pocket Kid's

successful management of its artists under contract have eliminated the need for a capital raise above $100,000.

Business Operations:

With the signing in February of 2010 of what management believes to be one of the best, if not the best new rock band in the country, and the establishment of top-tier relationships to support this band's first full-length album released in April of 2012, Pocket Kid expects the critical and artistic acclaim that has been accumulating to date for the quality of its first release to be a key component in its expansion strategy.

Record Distribution Agreements

November of 2011:

Pocket Kid Records and Fontana Records entered into a three year exclusive record manufacturing and distribution agreement.

Fontana Records/Fontana Distribution, LLC is a Universal City, CA-based record distribution company, formerly a subsidiary of Universal Music Group, and currently part of Ingrooves Fontana, a digital and physical music distribution firm.

In consummating the agreement, which covers the United States and Canada territories, Pocket Kid joins the family of Fontana-distributed labels such as Interscope Records (*Blink-182, Feist*), Island Def Jam Recordings (*Ludicris, Bon-Jovi*), Downtown Records (*Mos Def, Gnarls Barkley*) and Nitro Records (*AFI, The Offspring*).

December of 2014:

Pocket Kid extended its distribution agreement with Ingrooves/Fontana for another 2 years for its first album extending its distribution from US and Canada to world-wide.

Pocket Kid added Dead Sara's second album to its distribution agreement with Ingrooves/Fontana, to be released on March 31, 2015 (both Pocket Kid's Dead Sara albums will be distributed under this agreement.)

The Company also launched a pre-order pledgemusic.com campaign for Dead Sara's second album.

Additionally, Pocket Kid signed an agreement with Atlantic/Elektra (a division of Warner Music Group) for Dead Sara's upcoming third album.

First Band Signing an Initial Album Release

The first album released through the new distribution agreement with Fontana was the self-titled debut album of Pocket Kid's first signed act, Dead Sara, a new rock band signed by Pocket Kid in February 2010. In less than three years with Pocket Kid, Dead Sara has already enjoyed significant success, including being named Best New Rock Group at the 2012 Vegas Rocks Magazine Awards and nominated by RadioContraband for Indie Artist of the Year 2012 , as well as winning the 98.7 FM Los Angeles-area Artist of the Year 2012 fan-voted contest, beating out multi-platinum rock band No Doubt in the final vote, after beating several other bands in earlier "brackets". The band's first single, "Weatherman", has received airplay on over 100 radio stations across the U.S., peaking at #26 on Billboard's Active Rock chart and #35 on Billboard's Alternative Rock chart. The song was also named the #1 rock song of 2012 by Loudwire, and was licensed this past year by three firms: Fiat, an automotive brand of Chrysler Group, LLC, as part of its Fiat Abarth internet video campaign; Electronic Arts (EA), for its video game "Need for Speed: Most Wanted 2"; and a separate, undisclosed, video game manufacturer. In addition, the band has been featured in Rolling Stone Magazine on a number of occasions, as well as Billboard Magazine, Alternative Press, Revolver, the Los Angeles Times, Amp Magazine, High Voltage and many internet-based music sites, such as Loudwire and CBS Radio.

From February to May 2013, Dead Sara toured large arena and stadium venues as the opening act for multi-platinum recording artist Muse on the Southeast and Midwest legs of Muse's worldwide tour, after having opened for other bands on tour such as The Used, Chevelle and Bush, and this past summer playing as part of the Van's Warped Tour U.S. and United Kingdom, as well as performing songs in an episode of the ABC late night talk show "Jimmy Kimmel Live".

Dead Sara Songwriting, Publishing and Licensing Agreements

Chrysler/Fiat internet ad campaign. As mentioned above, Dead Sara's song "Weatherman" was licensed in April of 2012 by Fiat, a division of Chrysler Automotive, for its Fiat Abarth internet advertising campaign. In exchange for the right to use Weatherman in its internet commercials, Fiat paid a licensing fee to Pocket Kid. Fiat renewed its license of Weatherman in April 2013, paying an additional licensing fee.

Electronic Arts video game. An additional licensing agreement was reached with video game manufacturer Electronic Arts, Inc. ("EA"), wherein EA paid a fee in exchange for the rights to use the song Weatherman in its video game "Need For Speed: Most Wanted 2".

Undisclosed video game 1. A third licensing agreement for the song Weatherman was executed during the first quarter of 2013 (ended March 31, 2013) with a separate video game manufacturer for a video game, the title and contents of which have yet to be disclosed publicly.

Undisclosed video game 2. A licensing agreement for the band Dead Sara's cover performance of another band's song was executed during the second quarter of 2013 (ended June 30, 2013) with a video game manufacturer for a video game, with terms confidential.

Peertunes/Magnetic Rhodes. In April of 2012, Pocket Kid signed an exclusive songwriter and copublisher agreement with both Peertunes, Ltd. as well as the publishing company Magnetic Rhodes Music, run by PJ Bloom, a music supervisor for over 15 years and best known as the music supervisor for the hit Fox TV show "Glee". Peertunes and Magnetic Rhodes Music are operating as a joint venture in this agreement with Pocket Kid.

The agreement confers to Peertunes and Magnetic Rhodes Music the exclusive right to publish songs written and/or recorded by Dead Sara in its first album, which was released in April 2012, and the option to publish songs contained in the next three Dead Sara albums. In exchange for such rights and options, Peertunes and Magnetic Rhodes Music paid to Pocket Kid a fee. Peertunes and Magnetic Rhodes Music have the option to publish or not publish each of the next three Dead Sara albums, at their sole discretion. If they choose to publish any given album, they must make additional, increased payments.

Per the terms of the agreement with the band Dead Sara, Pocket Kid retains 50% of any and all such licensing and publishing fees and conveys the remainder to the band itself, after recoupment of expenses paid.

Fordee Management Company Joint Venture. Also, with respect to Dead Sara's first album only, Pocket Kid is to convey 50% of its share of the licensing and publishing rights fees derived from Dead Sara's first album to Fordee Management Company, the joint venture partner on Dead Sara's first album, along with monies to recompense Fordee Management for any expenses it paid in the joint venture. 50% of Pocket Kid's share of the total fees received is equal to 25% of the total fees received. Therefore, Fordee and Pocket Kid each receive 25% of the total of all monies received due to Dead Sara's first album, while 50% belongs to the band, after all expenses are reimbursed.

Epic Records. In January of 2013, Pocket Kid signed a recording and licensing agreement with Epic Records regarding Pocket Kid's signed artist, Dead Sara. The agreement gives Epic the immediate right to manufacture, distribute, market and sell

Dead Sara's self-titled debut album (released in April 2012) outside the United States and Canada.

Band Engages Ziffren Brittenham LLP. In January, 2014, Pocket Kid Records' own recording artist, Dead Sara, has engaged the Los Angeles-based law firm of Ziffren Brittenham LLP to represent the band in all entertainment-related legal affairs.

Ziffren Brittenham is home to some of the most pre-eminent entertainment attorneys in the country, including attorneys which have represented 29 members of the Rock and Roll Hall of Fame, Academy Award and Emmy Award winners and nominees, production companies and studios.

19 Entertainment Management. Dead Sara signed a 9-month management representation agreement with 19 Entertainment on March 19, 2014.

19 Entertainment, part of Core Media Group, is a multi-faceted entertainment company, having operating divisions in both entertainment production and artist management. While 19 is best known for developing and producing such programs as "American Idol" and "So You Think You Can Dance" in the U.S. and "Pop Idol" in the U.K., 19 also serves as personal manager to many artists in the recording industry, including many of the former contestants of American Idol.

19 Entertainment's agreement with Dead Sara, wherein 19 serves as exclusive personal manager for the band throughout all areas of the entertainment industry, represents one of the first such agreements for 19 in the rock genre, an expansion that 19 expects to use Dead Sara to further.

Dead Sara Appearances

Warner Bros. Television. In February of 2013, all four Dead Sara band members appeared in an episode of the television program "Vampire Diaries", appearing as the band Dead Sara and performing two songs. Warner Bros. licensed the performance and the band members' likenesses from the members themselves as well as from Pocket Kid.

Network Television Debut. On March 31, 2013, Dead Sara made its network television debut in an episode of the CW Television Network program "The Vampire Diaries", co-produced by Warner Bros. Television and CBS Television Studios and among the two highest-rated programs on The CW Television Network.

Band Recognized by Dave Grohl. In August of 2013, Dead Sara has been publicly recognized by rock legend Dave Grohl, drummer for multi-platinum recording artist

Nirvana as well as founder and frontman for multi-platinum recording artist Foo Fighters.

Acquisition Term Sheet Signed with Executive Music Group

In September 2014 Interact-TV Incorporated and Executive Music Group, LLC (EMG) signed an Acquisition Term Sheet for Interact-TV's proposed acquisition of musician and artist representation firm Executive Music Group, LLC.

The completion of the acquisition is awaiting due diligence.

With an extensive track record and a roster of clients that includes recording artists Alien Ant Farm and American Idol contestant Chris Medina ("What Are Words?"), EMG promotes the albums, songs, music videos, books, live performances and other creative output of its artist clients. Its services for many clients also include career management as it relates to all branches of the entertainment industry.

Development of New Talent

As of December 31, 2014, Pocket Kid is working with several new talent but has not agreed to sign or develop anyone yet.

Item 9. The nature of products or services offered.

A. Our principal products and services, and their markets, are described in our "Description of Operations" sub-section under Item 8 above.

B. The distribution methods of our products and services are described in our "Description of Operations" sub-section under Item 8 above.

C. Dead Sara's first full-length album, "Dead Sara", was released on April 10, 2012, and is available for sale through all normal distribution channels, including Amazon.com, iTunes, Spotify and Rhapsody.

D. The entertainment industry, and in particular the music industry, is extremely competitive, with dozens of major record labels competing against thousands of independent record labels such as Pocket Kid. Pocket Kid's distribution agreement with Fontana gives it a competitive advantage over most, though not all, smaller record companies, but seeking out, developing and properly marketing new talent remains a challenge, as the methods of competition are mostly in this area. Price is not considered a method of competition as most recorded music is priced similarly, and consumers'

tastes are only marginally affected by price differences. *(See Item 16 below for more information about our industry and future plans.)*

E. The sources and availability of raw materials is not a significant factor in our business.

F. Our industry is not dependent on one or a few major customers.

G. On February 3, 2010, Pocket Kid Records entered into a Multiple Rights Artist Agreement with Dead Sara, LLC, wherein, together with related agreements and executed term sheets, the members of the band "Dead Sara", through their loan-out limited liability company DEAD SARA, LLC, agreed to sell, transfer and convey all rights to all musical compositions written and/or recorded during the term of the agreements, in exchange for 50% of the publishing and other royalties, net of expenses paid for and/or advanced by Pocket Kid. The duration of the agreements is five recorded full-length albums of original content.

As administrator and rights holder for the musical compositions, performances and masters written, composed and/or recorded by the band Dead Sara, Pocket Kid negotiates periodically with third parties wishing to license one or more of Dead Sara's songs. As of December 31, 2013, two licensing agreements are in effect. The first is with Fiat, an automotive brand of Chrysler Group, LLC. Fiat acquired from Pocket Kid the rights to use the song "Weatherman" as part of its internet campaign for the Fiat Abarth car. As a result of this agreement, portions of the song can be heard on a Fiat Abarth video uploaded onto Fiat's YouTube "channel".

A second licensing agreement, with video game manufacturer EA as described above, was entered into in the fourth quarter of FY2012.

Pocket Kid has entered into several agreements in the course of its normal business operations, retaining consultants, artist representatives, publicists, attorneys and other related entertainment and music industry experts and business professionals to provide services related to the representation, management and handling of business interests for the band Dead Sara. These are third-party retention agreements, and not employment contracts.

One such agreement is between Pocket Kid and FMCOCO, Inc., a consulting firm owned by Stan Medley. FMCOCO is to provide marketing services to Pocket Kid's artists (currently, the musical group Dead Sara) in exchange for fees which may be paid either in cash or equivalent number of shares of ITVI. The duration of the agreement is indefinite, although either party – Pocket Kid or FMCOCO, Inc. – may terminate at any time for any reason. Currently, the monthly fees are $5,000 per month, due in cash, stock or through a convertible note. The principal executive officer of FMCOCO, Inc. is Stan Medley, the father of Steven Medley. Steven Medley has dispositive control over the

majority voting interest in the Company through his SM CA Trust; however neither Stan Medley nor Stan's company FMCOCO is an affiliate of ITVI or Pocket Kid. Stan Medley and FMCOCO's services are purely advisory, while management decisions are made by Robert Bryan. Stan Medley is neither an officer, director or major stockholder of the Company, nor is under common control with the Company. Stan Medley owns no shares individually, while his company FMCOCO owns less than 10% of the outstanding common shares and less than 10% of the outstanding preferred shares of the Company.

Second, ITVI has a consulting contract with its President, Robert Bryan. Mr. Bryan is due $16,000 per month for his services, payable in either cash, stock or a convertible note. As of December 31, 2013, the Company owes Mr. Bryan $315,500. Mr. Bryan began waiving his right to receive any fees from this agreement beginning in July, 2013, but did not waive his right to receive the accrued fees owed him through June 2013.

As of the date of this Disclosure Statement, neither ITVI nor any of its subsidiary companies hold any patents, trademarks, franchises, concessions, licenses, royalty agreements or labor contracts, other than as disclosed above.

H. Government approval of our principal products or services is not required.

Item 10. **The nature and extent of the issuer's facilities.**

We are able to use the offices of our President, Robert Bryan, on a rent-free basis.

We have no other properties which we own or lease. Facilities for the recording of records are leased for the duration of the recording process, which typically lasts a total of 4-6 weeks. Such facilities may be leased on behalf of the Pocket Kid signatory artist Dead Sara from time to time.

Part D Management Structure and Financial Information

Item 11. **The name of the chief executive officer, members of the board of directors, as well as control persons.**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or

advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

We have two corporate officers, each of whom also serve as directors. We have a total of four directors.

A. Officers and Directors.

The following information is presented for each of our executive officers, directors, general partners and control persons, as of the date of this information statement:

ROBERT G. BRYAN, President, Vice-President, Secretary, Treasurer, and a member of the Board of Directors

1. Full name: Robert G. Bryan

2. Business address: 4023 Kennett Pike #590
Wilmington, DE 19807

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):

Robert Bryan is a musician and fine artist as well as businessman, who has headed several private and public companies. From 1996 – present, much of Mr. Bryan's artistic efforts have been organized through his private California business trust Bryan Design, for which Mr. Bryan serves as sole officer and trustee.

From March 5, 2010 – March 18, 2012, Mr. Bryan was the sole officer of James Monroe Capital Corporation as well as its wholly-owned subsidiary, Visual Force, which produced mascot and other costumery of Mr. Bryan's own creations, and developed software to produce automated mural paintings from computer-based artwork, based on an idea developed by Mr. Bryan.

From October 23, 2009 – present, Mr. Bryan has been the President, Vice-President, Secretary and Treasurer of Interact-TV Incorporated (ITVI), providing day-to-day operations guidance as well as providing leadership for Pocket Kid Records until such time as a permanent officer can be found to lead Pocket Kid. From February 3, 2012 – present, Mr. Bryan has also been a director of ITVI.

4. <u>Board memberships and other affiliations</u>:

Other than as disclosed above, Mr. Bryan does not currently serve as a director on any publicly-traded or reporting company's Board, or in any similar capacity.

5. <u>Compensation by the issuer</u>:

Mr. Bryan has a consulting contract with ITVI as disclosed in Item 9.G. above.

6. <u>Number and class of the issuer's securities beneficially owned by Robert G. Bryan:</u>

<u>Class of Securities</u>	<u>Number of Securities</u>	<u>Percent Ownership of Class</u>
Common Stock	14,802,700,000 shares	60.2%

JOHN E. MCCONNAUGHY JR., a member of the Board of Directors

1. Full name: John E. McConnaughy, Jr.

2. Business address: 4023 Kennett Pike #590
Wilmington, DE 19807

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):

Mr. McConnaughy founded JEMC Corporation as his personal holding company in 1985 and has been its Chairman and Chief Executive Officer since 1988.

He also has served on the Boards of numerous companies (see response under 4. below).

From July 27, 2012 – present, Mr. McConnaughy has been named as a member of the Board of Directors for Interact-TV Incorporated (ITVI).

4. Board memberships and other affiliations:

Mr. McConnaughy currently serves on the boards of four public companies: Allis-Chalmers Energy Inc. (ASY), Wave Systems Corp. (WAVX), Arrow Resources Development, Inc. (ARWD), Levcor International, Inc. (LEVC), and one private company, Kinetitec Corporation.

5. Compensation by the issuer:

Mr. McConnaughy is not currently compensated by the Issuer

6. Number and class of the issuer's securities beneficially owned by John E. McConnaughy Jr.:

None.

STEVEN MEDLEY, a member (Chairman) of the Board of Directors

1. Full name: Steven Medley

2. Business address: 4023 Kennett Pike #590
Wilmington, DE 19807

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):

Mr. Medley is the trustee of SM CA Trust, a trust which owns stock in several private corporations, as well as Interact-TV Incorporated (ITVI).

From October 23, 2009 – present, Mr. Medley has been a director of ITVI. In addition, he is sole trustee and officer of Viscount Media Trust and sole officer and director of Viscount Records, Inc., two of ITVI's subsidiaries.

Since 2002, from the age of 18, Mr. Medley has been self-employed in the business of investment banking. An experienced trader and trust administrator, Mr. Medley has widened his footprint into the areas of international banking and financing.

4. Board memberships and other affiliations:

Other than as disclosed above, Mr. Bryan does not currently serve as a director on any publicly-traded or reporting company's Board, or in any similar capacity.

5. Compensation by the issuer:

Mr. Medley is not currently compensated by the Issuer.

6. Number and class of the issuer's securities beneficially owned by Steven Medley:

Class of Securities	Number of Securities	Percent Ownership of Class
Preferred Stock, Series A	2,000,000 shares (through SM CA Trust)	89.1% of Series A
Preferred Stock, Series B	10,000 shares (through SM CA Trust)	97.6% of Series B

B. Legal/Disciplinary History.

None of the foregoing persons described in the "Officers and Directors" subsection above have, 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.

C. Disclosure of Family Relationships.

Ms. Siouxsie Medley, through SM CA trust, owns over 10% beneficial interest in ITVI. Ms. Medley, however, does not have voting control in MS CA Trust. Ms. Medley is the sister of Mr. Steven Medley, Chairman of ITVI's Board of Directors.

There are no other family relationships among and between the Issuer's directors, officers, or beneficial owners of more than ten percent (10%) of any class of the Issuer's

equity securities. There are no persons nominated or chosen by the Issuer to become directors or officers.

D. Disclosure of Related Party Transactions.

The following are transactions or currently proposed transactions during the issuer's last three full fiscal years and the current fiscal year, involving the issuer, in which (i) the amount involved exceeds the lesser of $120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest:

- None

E. Disclosure of Conflicts of Interest.

There are, and have been, no conflicts of interest among any of our officers, directors, or other affiliates, control persons or related persons. Pocket Kid Records may, as per its stated business plan and disclosures above, manage or produce other bands which may compete in the same sector of the music industry as Dead Sara, but every effort will be made to avoid the shifting of resources away from Dead Sara in favor of other bands.

Item 12. Financial information for the issuer's most recent fiscal period.

Please see Item 13.

Item 13. Financial information for the two preceding fiscal years.

The following financial statements, prepared according to U.S. GAAP by a certified public accountant, have been uploaded and made available to the public through the OTC Disclosure and News Service via an "Annual Report" for years-ended December 31, 2013 and December 31, 2014, and are hereby incorporated by reference:

1) balance sheet;
2) statement of income;
3) statement of cash flows;
4) statement of changes in stockholders' equity; and
5) financial notes.

Item 14. Beneficial Owners.

The following is a list of the names, addresses and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the Issuer's equity securities:

Name and Address	Class of Securities	Number of Securities	Percent Ownership of Class
SM CA Trust[1] c/o Interact-TV Incorporated	Preferred Stock	2,010,000 shares	58.8%
Robert Bryan c/o Interact-TV Incorporated	Common Stock	14,802,700,000 shares	60.2%

Item 15. The name, address, telephone number and/or email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:

1. Investment Banker: None.

2. Promoters: None, other than the Issuer's officers and directors.

3. Counsel: None.

Special Counsel for OTC and securities matters:

Lorin Rosen
LAR Law Group
6 Butler Court
Centereach, NY 11720
www.larlawgroup.com
larlawgroup@gmail.com

4. Accountant or Auditor:

The Company's financial statements are unaudited.

[1] Dispositive and investment control belongs to the trustee of SM CA Trust, Steven Medley, also a director of ITVI.

Accountant: Loukas Photos, CPA
3715 Market St. #107
Glendale, CA 91208
Phone: (818)795-1902
lpsite@earthlink.net

5. Public Relations Consultant(s): None.

6. Investor Relations Consultant: None.

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement – the information shall include the telephone number and email address of each advisor: None.

Item 16. Management's Discussion and Analysis of Plans and Results of Operation.

Our plans of operation have two focal points. The first is Pocket Kid Records. Its first signed artist, the musical group "Dead Sara", is currently preparing to record its second album after performing on tour in 2011-2013 with such bands as Muse, Bush, Chevelle, The Used, The Offspring and as a featured performer on both the U.S. and U.K. legs of the Van's Warped Tour, as well as a performance on ABC-TV's "Jimmy Kimmel Live" on June 8, 2012. Dead Sara's first single, "Weatherman", continues to receive heavy airplay on radio stations across the country, as it has since February of 2012, and has been licensed by various companies three times so far.

As disclosed in our financial statements, during the year ended December 31, 2012, we used $379,364 in cash to fund our operations, but because our operating activities provided $323,150 in cash, our net cash used in operations was only $56,214 for FY2012, roughly keeping pace with previous years. During our year ended December 31, 2013, we used $375,505 in cash to finance operations, while receiving $355,646 in cash over the same period (see footnotes to our financial statements). During our year ended December 31, 2014, we used $36,609 in cash.

During the 4th quarter of 2014, we realized an income of $38,305 from royalties and album sales, and netted $16,696 after expenses.

We achieved our first quarter of net income this past quarter ended December 31, 2014. Prior to this, our net loss narrowed seven of the eight quarters preceding the 4th quarter of 2014. Our cash flow has been positive for seven of the last nine quarters, as shown below:

Three Months Ended	Net Loss/Income	Net Change in Cash
December 31, 2012 (Q4 FY2012)	($73,920)	$409
March 31, 2013 (Q1 FY2013)	($64,529)	$4,581
June 30, 2013 (Q2 FY2013)	($48,720)	$25,328
September 30, 2013 (Q3 FY2013)	($45,985)	($24,103)
December 31, 2013 (Q4 FY2013)	($39,800)	($6,315)
March 31, 2014 (Q1 FY2014)	($23,248)	$1,031
June 30, 2014 (Q2 FY2014)	($53,020)	$353
Sept. 30, 2014 (Q3 FY 2014)	($783)	$1,390
Dec. 31, 2014 (Q4 FY 2014)	$1,696	$23,985

We do not have a sufficient amount of cash to fund our operations for the next twelve months. With only appx. $23,985 of cash on hand as of December 31, 2014, we may require additional financing activities, either through the sale of shares or the receipt of loans, if we are not able to generate continued revenues. We anticipate utilizing both preferred share sales as well as loans to continue to operate.

Pocket Kid's operations alone are expected to require $100,000 in cash during the coming year, to fully fund its continuing commitment to Dead Sara as well as other prospective acts. While Pocket Kid is projecting sufficient cash by the second half of 2014 to self-finance its operations, we will need to continue to raise money in the meantime for both Pocket Kid and ITVI. The exact amount we will need to raise, either through debt or equity placements, is unknown, as we are looking to the results of album sales and any additional licensing or publishing agreements for Dead Sara songs before we produce final figures for our required capital raising needs.

Pocket Kid conducted some test surveys on the radio airplay potential and overall marketability of certain Dead Sara songs, which did not affect the content or creative output of Dead Sara in any way, and may conduct similar testing for future albums, but there are no plans to conduct any further such testing in the immediate future.

As we announced in a letter to shareholders dated November 5, 2013 (with the text of the letter disseminated through a press release published November 12, 2013), we are organizing our business model around three Divisions, Entertainment Services, Music and Music Management (including Pocket Kid Records), and Entertainment Content. Currently, our only operational division is Music and Music Management, but we have identified several prospective acquisition and joint venture targets which we intend to place under our Entertainment Services Division in the coming Fiscal Year 2014.

Also as announced in our letter and press release, we may organize additional divisions as may be needed to accommodate future acquisition targets and joint venture partnerships.

Finally, we announced through our letter and press release that our intention is to retain an audit firm and securities counsel to assist us in filing a registration statement with the Securities and Exchange Commission, upon whose effective date we would automatically be included in the OTC QB tier on the OTC Markets Group secondary stock quotation service, with an eventual move to the OTC QX marketplace planned in the mid-term future.

There are no expected purchases or sales of plant or significant equipment.

There are no expected significant changes in the number of employees over the next twelve months, as most of the professionals hired thus far have been hired as third-party consultants and not as in-house employees.

Off-Balance Sheet Arrangements. We have no off-balance sheet arrangements.

Part E Issuance History

Item 17. List of securities offerings and shares issued for services in the past two years.

Common Stock.

We conducted no private or public offerings of shares of our Common Stock since January 1, 2013, the beginning of our penultimate completed fiscal year, and issued no new shares of Common Stock for services since that date.

Preferred Stock, Series D.

We conducted two private offerings of shares of Preferred Stock, Series D from February 1, 2012 to August 18, 2014 pursuant to SEC Rule 504(b)(1). 1,000,000 shares were offered at $1 per share, and 90,500 shares were sold, for a total of $90,500 raised. Of the total amount raised, $17,000 was raised in the form of services rendered to the company in 2011 (see footnotes to our financial statements incorporated by reference), while $73,500 was raised in cash. A total of 9 persons participated in the offering.

All shares issued pursuant to this private offering are restricted shares, and were issued with certificates bearing a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Shares of Preferred Stock are not publicly-tradable; however, they are convertible to shares of Common Stock. Please see item 5.B. above.

Preferred Stock, Series E.

We conducted no private or public offerings of shares of our Preferred Stock, Series E since January 1, 2013, the beginning of our penultimate completed fiscal year, and issued no new shares of Preferred Stock, Series E for services since that date.

Part F Exhibits

Item 18. Material Contracts.

A. Except as disclosed herein, we have no material contracts, not made in the ordinary course of business, that will be performed after the disclosure statement is posted

through the OTC Disclosure and News Service or was entered into not more than two years before such posting; nor any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price; nor any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements, other than as disclosed herein; nor any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; nor any material lease under which a part of the property described in the disclosure statement is held by the issuer.

As disclosed in Item 9 above, Pocket Kid Records entered into a Multiple Rights Artist Agreement with Dead Sara, LLC, in February of 2010, wherein members of the musical artist group "Dead Sara" conferred, transferred, conveyed and sold to Pocket Kid all rights in and to its musical compositions, performances, publishing and other related rights in exchange for 50% of the income generated from such rights net of expenses.

B. As disclosed in Item 9 above, ITVI's President, Robert Bryan, has a consulting contract with ITVI, wherein Mr. Bryan earns $16,000 per month, payable in cash or securities of ITVI, in exchange for providing consulting services related to the music industry and general corporate governance guidance.

Item 19. Articles of Incorporation and Bylaws.

A. A complete copy of ITVI's Certificate of Incorporation, and all amendments thereto, have been uploaded through the OTC Disclosure and News Service on January 2, 2013 as an exhibit to this Initial Disclosure Statement and are incorporated by reference.

B. A complete copy of ITVI's bylaws, as well as all amendments thereto, have been uploaded through the OTC Disclosure and News Service on January 2, 2013 as an exhibit to this filing and are incorporated herein.

Item 20. Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

There have been no purchases of the Issuer's securities by the Issuer. The Issuer has no Affiliated Purchasers.

Item 21. Issuer's Certifications.

I, Robert Bryan, certify that:

1. I have reviewed this Annual Disclosure Statement of Interact-TV Incorporated;

2. 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

3. Based on 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.

Date: December 31, 2014

/s/ Robert Bryan
Robert Bryan
President and Treasurer
(Chief Executive Officer and Chief Financial Officer)