Paw4mance Pet Products International, Inc.

(Formerly Cody Ventures Corporation)

QUARTERLY REPORT

For Period Ending March 31, 2015

1) Name of the issuer and its predecessors (if any)

Fearless Films, Inc.

Predecessors:	Paw4mance Pet Products International, Inc.	- April 07, 2014
	Cody Ventures Corporation	- October 11, 2004
	BisAssist, Inc.	- December 21, 2000
	MYG Corp.	- July 06, 2000

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 467 Edgeley Blvd.
Address 2: Concord, ON, Canada
Address 3: L4K 4E9
Phone: (786) 219-9504
Email: fearless1@hotmail.com
Website(s): http://www.fearlessent.com/#/MOVIES/

IR Contact

None

3) Security Information

Trading Symbol: PAWP
Exact title and class of securities outstanding: Common, voting shares
CUSIP: 704011105
Par or Stated Value: $0.001
Total shares authorized: 500,000,000 as of April 30, 2011
Total shares outstanding: 155,201 as of November 19, 2014

Additional class of securities:
Trading Symbol: n/a
Exact title and class of securities outstanding: preferred, convertible
CUSIP: n/a
Par or Stated Value: $0.001
Total shares authorized: 20,000,000 as of April 30, 2011
Total shares outstanding: 1,000,000 as of August 11, 2014

Transfer Agent

Name: Island Stock Transfer
Address 1: 15500 Roosevelt Boulevard, Suite 301
Address 2: Clearwater, Florida 33760
Phone. (727) 289-0010
Fax: (727) 289-0069

Is the Transfer Agent registered under the Exchange Act?* Yes: X No: ☐

List any restrictions on the transfer of security:

none

Describe any trading suspension orders issued by the SEC in the past 12 months.

none

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Acquisition of Fearless Films, Concord ON, Canada (August 05, 2014)
Issued 1,000,000 Preferred A Voting Shares for the Acquisition

Reverse split of the Common Issued Stock 1:1000 (November 19, 2014)
Pre-Split: 155,086,275 Common Shares
Post-Split: 155,201 (incl. 115 fractional shares)

The Company, under FEARLESS plans to file for Full Reporting Status and trading on the OTCQB market.

The Company's Business:
Fearless Entertainment is an independent full service production company founded by award-winning actor, producer Victor Altomare. Along with company favorite; award-winning writer, director Goran Kalezic, Fearless produces top quality entertainment with an edge. The service scope specializes in short film and feature film production in addition to script writing, copywriting, fulfillment and distribution. Since its inception, Fearless Entertainment has been on the map as a top independent producer winning accolades at most major film festivals and is known to have a keen eye for emerging talent.

The Company on August 12, ceased all operations of its subsidiary Paw4mance Pet Products (Toronto, Ontario, Canada), the subsidiary company is no longer part of the Company.

4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
n/a

B. Shares issued, Common
   a. Issued on September 28, 2012 (total 2,796,429 shares)
      i. Jeffrey Shaw, President – 446,429 shares restricted rule 144 – Services provided
      ii. Delbert G. Blewett, Secretary – 250,000 shares, restricted 144 – Services provided
      iii. Emac Handels AG, Administration – 2,000,000, restricted 144 – Admin. Services Provided
      iv. KOSMAS ENTERPRISES – 100,000 shares restricted 144 – Services Provided

b. Issued on December 14, 2012
   i. Jeffrey Shaw, President – 8,465,925 shares restricted 144 – Services Provided
c. Issued on February 15, 2013
   i. Jeffrey Shaw, President – 1,378,750 shares restricted 144 – Services Provided

Shares issued, Preferred, Series 'A', Voting Shares.
For Acquisition of Fearless Films, Concord ON, Canada to:
Victor Altomare, 16 Isa Court, Woodbridge ON, Canada, L4H- 1J4

C. Whether the certificates or other documents that evidence the shares contain 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.

Above shares have not been registered and must be sold or transferred according to Rule 144 of the SEC.

5) Financial Statements

Attached – Page 6 below

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

A. Date and State (or Jurisdiction) of Incorporation:
July 06, 2000, State of Nevada

B. the issuer's primary and secondary SIC Codes;
Primary: 7812, Secondary: 7822

C. the issuer's fiscal year end date;
December 31

D. principal products or services, and their markets

On August 05, 2014, the Company entered into an agreement to acquire 100% of the shares of FEARLESS FILMS, INC. a Toronto Canada Company, to this date the agreement has not been closed.

The Company's Business:

Fearless Entertainment is an independent full service production company founded by award-winning actor, producer Victor Altomare. Along with company favorite; award-winning writer, director Goran Kalezic, Fearless produces top quality entertainment with an edge. The service scope specializes in short film and feature film production in addition to script writing, copywriting, fulfillment and distribution.
Since its inception, Fearless Entertainment has been on the map as a top independent producer winning accolades at most major film festivals and is known to have a keen eye for emerging talent.

7) Describe the Issuer's Facilities

The Company closed its sales and warehouse location.

The Company subleases office space in Toronto.

8) Officers, Directors, and Control Persons

A. Officers, Directors, and Control Persons
President, Director and Acting Secretary: Dennis dos Santos

B. Legal/Disciplinary History
1. – 4. none

C. Beneficial Shareholders
Linda Bucarelli, 235 Montebello Ave., Woodbridge, ON L4H 1L6, Canada
– 187,500 shares (12.09%)

Victor Altomare, 16 Isa Crt., Woodbridge, ON L4H 1J4, Canada
– 1,000,000 Preferred, Convertible Series 'A' shares.

9) Third Party Providers

Legal Counsel

Name:	Leonard E. Neilson
Firm:	L. Neilson Law
Address 1:	8160 South Highland Drive, Suite 104
Address 2:	Sandy, Utah 84093
Phone:	801 733-0800
Email:	LNeilsonLaw@aol.com

Accountant

Name:	Harold Schneider
Firm:	Banner Services Group
Address 1:	1813 Emerald Way
Address 2:	Lynden, WA, 98-2648561
Phone:	250 258-7481
Email:	mcd2@shaw.ca

Investor Relations Consultant
n/a

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name:	Ernst Hiestand, Admin. Advisor
Firm:	Emac Handels AG
Address 1:	Churerstrasse 106
Address 2:	8808 Pfaeffikon, Switzerland
Phone:	604 929-9529
Email:	emac01@shaw.ca

FEARLESS FILMS, INC.

(formerly Paw4mance Pet Products International, Inc.)

Financial Statements

March 31, 2015

Responsibilities for Financial Statements

The financial statements for Fearless Films, Inc.. have been prepared by management in accordance with accounting principles generally accepted in the United States of America. These financial statements, which are the responsibility of management, are unaudited. Management believes the financial statements are free of material misstatement and present fairly, in all material respects, the financial position of the Company as at March 31, 2015 and for the period from inception in July 06, 2000 to March 31, 2015 and the results of its operations and its cash flows for the periods then ended.

FEARLESS FILMS INC.
(formerly Paw4mance Pet Products International, Inc.)

Financial Statements

March 31, 2015

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FEARLESS FILMS, INC.
(formerly Paw4mance Pet Products International, Inc.)
Consolidated Balance Sheet
(unaudited)

	March 31, 2015	December 31, 2014
ASSETS		
Investment in Fearless Films, Inc.	$ 1,000	$ 1,000
TOTAL ASSETS	$ 1,000	$ 1,000
LIABILITIES & SHAREHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	$ 540,731	$ 494,731
Due to related parties	-	-
Total Current Liabilities	540,731	494,731
Shareholders' Equity		
Preferred shares, 1,000,000 issued and outstanding	1,000	1,000
Common Stock, 500,000,000 shares authorized, par value $0.001 per share; 155,201 shares and 155,201 shares issued and outstanding, respectively	155	155
Additional Paid in Capital	681,224	681,224
Accumulated Deficit	(1,222,110)	(1,176,110)
Total Shareholders' Equity	(539,731)	(493,731)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 1,000	$ 1,000

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

FEARLESS FILMS, INC.
(formerly Paw4mance Pet Products International, Inc.)
Consolidated Statement of Operations

	Three Months Ended	
	March 31 2015	**March 31 2014**
Sales	$ -	$ -
Cost of Goods Sold	-	-
Gross Profit	$ -	$ -
Operating Expenses	46,000	41,000
Net Income (Loss)	$ (46,000)	$ (41,000)
Net loss per share	$ (0.30)	$ (0.26)
Weighted average shares outstanding	155,201	155,201

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

FEARLESS FILMS, INC.
(formerly Paw4mance Pet Products International, Inc.)
Consolidated Statements of Stockholders' Equity (Deficit)
From Inception on July 06, 2000 through March 31, 2015
(unaudited)

	Common Stock		Preferred Shares		Additional Paid-in	Deficit Accumulated During the Development	
	Shares	Dollars	Shares	Dollars	Capital	Stage	Total
Balance, January 1, 2008	251,550,660	$ 251,551			$ 38,190	$ (218,529)	$ 71,212
Reverse Stock split	(251,424,885)	(251,425)			251,425	-	-
Common stock issued for debt	103,900,000	103,900			(71,200)	-	32,700
Common stock issued for debt	8,000,000	8,000			32,000	-	40,000
Common stock issued for services	21,000,139	21,000			-	-	21,000
Net Income (Loss)	-	-			-	(186,947)	(186,947)
Balance, December 31, 2008	133,025,914	133,026			250,415	(405,476)	(22,035.20)
Net Income (Loss)	-	-			-	(4,310)	(4,310)
Balance, December 31, 2009	133,025,914	133,026			250,415	(409,786)	(26,345)
Net Income (Loss)	-	-			-	(4,310)	(4,310)
Balance, December 31, 2010	133,025,914	133,026			250,415	(414,096)	(30,655)
Reverse Stock split	(132,759,818)	(132,760)			-	-	(132,760)
Common stock issued for debt	50,000,000	50,000			(10,000)	-	40,000
Common stock issued for debt	100,000,000	100,000			-	-	100,000
Common stock issued for services	25,000	25			4,225	-	4,250
Net loss for the year ended December 31, 2011	-	-			-	(97,211)	(97,211)
Balance, December 31, 2011	150,291,096	$ 150,291			$ 244,640	$ (511,307)	$ (116,376)
Common stock issued for services	300,000	300			160,674	-	160,974
Common stock issued/reserved 506D at $0.02475 (conversion from pref. stock)	20,000	20			(20)	-	-
Common stock issued for debt	446,429	446			62,054		62,500
Common stock issued for services	2,000,000	2,000					2,000
Common stock issued for services	250,000	250					250
Common stock issued for debt	100,000	100			19,900		20,000
Net loss for the year ended December 31, 2012						(215,145)	(215,145)
Balance, December 31, 2012	153,407,525	$ 153,407			$ 487,248	$ (726,452)	$ (85,797)
Common stock issued for services	300,000	300					300
Common stock issued for debt	1,378,750	1,379			39,045		40,424
Net loss for the year ended December 31, 2013						(204,861)	(204,861)
Balance, December 31, 2013	155,086,275	$ 155,086	$ -	$ -	$ 526,293	$ (931,313)	$ (249,934)
Preferred shares issued for acquisition			1,000,000	1,000			1,000
Reverse stock split	(154,931,189)	(154,931)			154,931		-
Fractional shares due to reverse stock split	115						
Net loss for the year ended December 31, 2014						(244,797)	(244,797)
Balance, December 31, 2014	155,201	$ 155	1,000,000	$ 1,000	$ 681,224	$ (1,176,110)	$ (493,731)
Net loss for the three months ended March 31, 2015						(46,000)	(46,000)
Balance, March 31, 2015	155,201	$ 155	1,000,000	$ 1,000	$ 681,224	$ (1,222,110)	$ (539,731)

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

FEARLESS FILMS, INC.
(formerly Paw4mance Pet Products International, Inc.)
Consolidated Statement of Cash Flows
(unaudited)

	Three Months Ended March 31, 2015	Three Months Ended March 31, 2014
Cash Provided by (used in)Operations		
Net Income (Loss)	$ (46,000)	$ (41,000)
Depreciation and Amortization	-	-
Cash provided by (used in) operations	(46,000)	(41,000)
(Increase)Decrease in current assets:		
Accounts receivable	-	-
Prepaid expenses	-	-
Inventory	-	-
Accounts payable and bank indebtedness	46,000	41,000
Total cash provided by (used in) operating activities	-	-
Cash provided by (used in) Investing Activities		
Issuance of stock	-	-
Total cash provided by (used in) investing activities	-	-
Net Increase / (Decrease) in cash	-	-
Cash and cash equivalents, beginning of period	-	-
Cash and cash equivalents, end of period	$ -	$ -

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

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Organization

Paw4mance Pet Products International, Inc. (the "Company ") was incorporated in the State of Nevada as MYG Corp. on July 06, 2000 to seek out and develop unique Business opportunities. On March 19, 2000, the company authorized, through a Board of Directors Resolution, a name change to Bisassist, Inc., and operated a business consulting firm. On October 11, 2004, the company changed its' name to Cody Ventures Corporation and was active in printing and publishing a local weekly publication called Tidbits, which had been published and distributed for over 130 consecutive weeks.

On November 16, 2004 Cody Ventures Corporation acquired Cody Ventures, Inc. as a wholly owned subsidiary to develop Tidbits publications in the State of Texas. On March 20, 2004, Cody Ventures Corporation acquired Dakota Imaging, Inc. as a wholly owned subsidiary to develop Tidbits publications in the states of North and South Dakota. In November, 2006, the wholly-owned subsidiaries, Cody Ventures Inc., and Dakota Imaging Inc., were divested and spun off in a stock exchange agreement. On November, 2006, Cody Ventures Corp. acquired all of the stock in Ten State Street, Inc., as a wholly owned subsidiary. Ten State Street, Inc. was engaged in the development of two dating websites and a social net working site. Ten States acquired internet domains, dating and social networking sites, virtual servers, database management codes, loyalty-tracking codes and graphic design interfaces. In January 2008, the Company effected a reverse stock split on its issued and outstanding shares of 2000:1, in pursuant of business acquisitions that the Company was pursuing at the time. The Company has two wholly-owned subsidiaries; Paw4mance Pet Products, Toronto, Ontario, Canada (2011), and Ten State Street, Inc., Newport Beach, CA (2006) which has been wound down as a result of the acquisition of Paw4mance Pet Products, Toronto, Ontario. It is the intention of the Company to increase its marketing and product awareness on an international scale for its “All Natural Treats” and other pet food lines of products.

On August 12, 2014, the Company ceased all operations of its subsidiary, Paw4mance Pet Products, and disposed of all the subsidiary’s assets.

On November 11, 2014, the Company acquired 100% of the issued and outstanding shares of Fearless Films Ltd. (“Fearless”) whereby Fearless became a wholly owned subsidiary of the Company.

On November 19, 2014, the Company effected a reverse split of its common stock by 1 share for 1,000 shares.

On November 19, 2014, the Company changed its name to Fearless Films, Inc.

b. Accounting Method

The financial statements are prepared using the accrual method of accounting. The Company has elected a calendar year end.

c. Consolidation

The accompanying consolidated financial statements include the Company and its wholly owned subsidiary Paw4mance Pet Products (Toronto) as of and for the period ended March 31, 2015.

On August 12, 2014, the Company ceased all operations of its subsidiary, Paw4mance Pet Products, and disposed of all the subsidiary’s assets.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

e. Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of six months or less when purchased to be cash equivalents.

f. Financial Instruments

The carrying values of cash, accounts receivable, accounts payable, promissory notes payable and due to related parties approximate fair value because of the short-term nature of these instruments. Management is of the opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

g. Inventory

Inventory, which consists of finished goods, is valued at the lower of cost and net realizable value using the first in first out (FIFO) method.

h. Intangible Assets and Amortization

The Company has adopted ASC 350 "Goodwill and Other Intangible Assets", which requires that intangible assets be tested annually for impairment. Intangible assets with a finite life will be amortized over the estimated useful life of the asset. The Company's operational policy for the assessment and measurement of any impairment in the intangible assets is to evaluate annually, the recoverability and remaining life of its intangible assets to determine the fair value of these assets.

i. Revenue Recognition

The Company receives revenues from the sale of Pet Products. The Company recognizes revenues when persuasive evidence of an arrangement exists, the product is delivered and collection is reasonably assured.

j. Income Taxes

The Company accounts for income tax using the asset and liability method in accordance with ASC 740, “Income Taxes”. The asset and liability method provides that deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial reporting and tax bases of assets and liabilities and for operating loss and tax credit carry forwards. Deferred tax assets and liabilities are measured using the currently enacted tax rates and laws that will be in effect when the differences are expected to reverse. The Company records a valuation allowance to reduce deferred tax assets to the amount that is believed more likely than not to be realized.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

k. Basic and Diluted Loss per Share

Basic loss per common share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted loss per common share is computed in the same way as basic loss per common share except that the denominator is increased to include the number of additional common shares that would be outstanding if all potential common shares had been issued and if the additional common shares were dilutive.

(l) Financial Instruments

Pursuant to ASC 820, *Fair Value Measurements and Disclosures* and ASC 825, *Financial Instruments,* an entity is required to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value using a hierarchy based on the level of independent, objective evidence when measuring fair value using a hierarch based on the level of independent, objective evidence surrounding the inputs used to measure fair value. A financial instrument's categorization with the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The hierarchy prioritized the inputs into three levels that may be used to measure fair value:

- Level 1 applies to assets or liabilities for which t here are quoted prices in active markets for identical assets or liabilities

- Level 2 applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active

- Level 3 applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

The Company's financial instruments consist principally of cash, accounts payable, and amounts due to related parties. The fair value of the Company's cash equivalents, when applicable, is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. As at March 31, 2015, the Company estimates that the carrying values of all of its financial instruments approximate their fair values due to the nature or duration of these instruments. The Company's accounting policy for equity instruments issued to consultants and vendors in exchange for goods and services follows the provisions of ASC 505, Equity Based Payments to Non employees. The measurement date for the fair value of the equity instruments issued is determined at the earlier of (i) the date at which a commitment for performance by the consultant or vendor is reached or (ii) the date at which the consultant or vendor's performance is complete.

m. Recently Issued Accounting Pronouncements

In January 2010, the FASB issued Accounting Standards Update (ASU) No. 2010-06, Improving Disclosures about Fair Value Measurements, which amends the ASC Topic 820, Fair Value Measurements and Disclosures. ASU No. 2010-06 amends the ASC to require disclosure of transfers into and out of Level 1 and Level 2 fair value measurements, and also requires more detailed disclosure about the activity within Level 3 fair value measurements. The new disclosures and clarifications of existing disclosures are effective for interim and annual reporting periods beginning after March 15, 2009, except for the disclosures concerning purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after March 15, 2010, and for interim periods within those fiscal years. The adoption of this amendment is not expected to have a material effect of the Company's consolidated financial statements.

NOTE 2 - GOING CONCERN

The Company's consolidated financial statements are prepared using generally accepted accounting principles applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has sustained recurring losses, has accumulated deficit and a deficit in working capital. This raises substantial doubt about the Company's to continue as a going concern. Management intends to increase its production and distribution and obtain debt and equity financing. There is no assurance the Company will be successful in these efforts.

NOTE 3 - ACQUISITION OF SUBSIDIARY

On August 05, 2014, the Company acquired 100% of the issued and outstanding shares of Fearless Films Ltd. ("Fearless") whereby Fearless became a wholly owned subsidiary of the Company.

NOTE 4 - INCOME TAXES

The Company has losses for tax purposes totaling $1,222,110 which may be applied against future taxable income. These losses begin to expire in 2031. The potential tax benefit arising from these losses has not been recorded in the consolidated financial statements. The Company evaluates its valuation allowance requirements on an annual basis based on projected future operations. When circumstances change and this causes a change in management's judgment about the realizability of deferred tax assets, the impact of the change on the valuation allowance is reflected in current operations.

NOTE 5 - ISSUANCES OF SHARE CAPITAL

As of March 31, 2015 the Company has 155,201 common shares outstanding.

On August 11, 2014, the Company issued 1,000,000 Series A preferred shares as an initial deposit relating to an acquisition.

NOTE 6 - CONTINGENCIES AND COMMITTMENTS

(a) Litigation

From time to time, the Company may become involved in various lawsuits and legal proceedings which arise in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm the Company. The Company is currently not aware of any such legal proceedings or claims that the Company believes will have, individually or in the aggregate, a material adverse affect on its business, financial condition or operating results.

(b) Indemnities and Guarantees

During the normal course of business, the Company has made certain indemnities and guarantees under which it may be required to make payments in relation to certain transactions. The Company indemnifies its directors, officers, employees and agents to the maximum extent permitted under the laws of the State of Nevada. These indemnities include certain agreements with the Company's officers under which the Company may be required to indemnify such person for liabilities arising out of their employment relationship. The duration of these indemnities and guarantees varies and, in certain cases, is indefinite. The majority of these indemnities and guarantees do not provide for any limitation of the maximum potential future payments the Company could be obligated to make. Historically, the Company has not been obligated to make significant payments for these obligations and no liabilities have been recorded for these indemnities and guarantees in the accompanying balance sheets.

10) Issuer Certification

I, Dennis dos Santos certify that:

1. I have reviewed this quarterly disclosure statement of Fearless Films, Inc.

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.

August 18, 2015

"/s/ Dennis dos Santos

President & CEO