DIBZ INTERNATIONAL INC.,
(NV)

CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

Second Quarter Ended
June 30th, 2015
~
28 Neon Moon Drive
Eutaw
Alabama
35462

Investor Relations/Public Relations Contact:

TBA

Security Information
Trading Symbol: DIBZ
Total shares authorized: 888,000,000 as of June 30th, 2015

Exact title and class of securities outstanding:
COMMON STOCK
CUSIP: 253008 20 5
Par or Stated Value: $0.001
Total Common shares authorized: 886,000,000 as of June 30th, 2015
Total shares outstanding: 67,657,906 as of: June 30th, 2015

Additional class of securities:
PREFERRED SHARES
Trading Symbol: NA
Exact title and class of securities outstanding: SERIES A CONVERTIBLE PREFERRED SHARES
CUSIP: NO CUSIP
Par or Stated Value: $0.001
Total shares authorized: 1,000,000 as of: June 30th, 2015
Total shares outstanding: 909,080 as of: June 30th, 2015

PREFERRED SHARES
Trading Symbol: NA
Exact title and class of securities outstanding: SERIES C CONVERTIBLE PREFERRED SHARES
CUSIP: NO CUSIP
Par or Stated Value: $0.001
Total shares authorized: 500,000 as of: June 30th, 2015
Total shares outstanding: 161,456 as of: June 30th, 2015

PREFERRED SHARES
Trading Symbol: NA
Exact title and class of securities outstanding: SERIES D CONVERTIBLE PREFERRED SHARES
CUSIP: NO CUSIP
Par or Stated Value: $0.001
Total shares authorized: 500,000 as of: June 30th, 2015
Total shares outstanding: 161,456 as of: June 30th, 2015

Transfer Agent
Madison Stock Transfer Inc.
2715 Coney Island Ave, 2nd Floor
Brooklyn, NY 11235

Is the Transfer Agent registered under the Exchange Act?* **Yes**

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: **NONE**

Issuance History

In the past two years the Company has made the following changes to its outstanding shares:

1) November 4, 2014

A) Nature: Compensation issuance.

B) Jurisdiction of Registration: Nevada

C) Number of Shares Offered: 31,250,000 common

D) Number of Shares Sold: 31,250,000 common

E) Price: $.001 par value; Received by issuer: $0.00.

F) Trading Status of Shares: Not free trading.

G) Conditions: restricted.

H) These shares issued as compensation for services in lieu of cash.

2) January 23, 2015

A) Nature: Settlement.

B) Jurisdiction of Registration: Nevada

C) Number of Shares Offered: 6,415,800 common

D) Number of Shares Sold: 6,415,800 common

E) Price: $.001 par value; Received by issuer: $0.00.

F) Trading Status of Shares: Not free trading.

G) Conditions: restricted.

H) These shares issued pursuant to settlement of a claim of preferred stock in order to avoid the hazards and costs of litigation.

3) March 31, 2015

A) Nature: Conversion of preferred shares.

B) Jurisdiction of Registration: Nevada

C) Number of Shares Offered: 13,814,471 common

D) Number of Shares Sold: 13,814,471 common

E) Price: $.001 par value; Received by issuer: $0.00.

F) Trading Status of Shares: free trading.

G) Conditions: not restricted.

H) These shares were issued pursuant to holders of Company debt converting their debt to common shares of Company stock in order, presumably, to trade it.

4) June 30, 2015

A) Nature: Conversion of preferred shares.

B) Jurisdiction of Registration: Nevada

C) Number of Shares Offered: 16,167,204 common

D) Number of Shares Sold: 16,167,204 common

E) Price: $.001 par value; Received by issuer: $0.00.

F) Trading Status of Shares: free trading.

G) Conditions: not restricted.

H) These shares were issued pursuant to holders of Company debt converting their debt to common shares of Company stock in order, presumably, to trade it.

DIBZ International, Inc.
Financial Statements
Balance Sheet
For the Periods Ended June 30th, 2015 & December 31, 2014
Unaudited

ASSETS

	June 30th, 2015	Dec. 31, 2014
Current Assets		
Cash on hand, in bank	$ 528	$ 22
Total current assets	528	22
Property, Plant & Equipment		
Other Assets		
Deferred financing costs	362,000	362,000
Computer software, licenses & patents	75,000	75,000
Total other assets	437,000	437,000
Total assets	$ 437,528	$ 437,022

See accountants' report and notes to financial statements

Balance Sheet
For the Periods Ended June 30th, 2015 & December 31, 2014
Unaudited

LIABILITIES AND STOCKHOLDERS' EQUITY

	June 30th 2015	Dec. 31, 2014
LIABILITIES		
Current Liabilities		
Trade accounts payable	10,545	2,947
Payroll payable	85,500	37,500
Total current liabilities	96,045	40,447
Long-term Liabilities Liabilities		
Notes payable - NIR/AJW	7,029,708	7,029,708
Notes payable - Foster Capital	256,077	401,036
Note payable - Riverhouse IT, Inc.	77,825	75,000
Total long-term liabilities	7,363,610	7,505,744
Total liabilities	7,459,655	7,546,191
STOCKHOLDERS' EQUITY		
Common stock, par value $.001, 886,000,000 shares authorized; issued and outstanding: 67,657,906 at June 30, 2015, 31,260,431 at December 31, 2014	67,657	31,260
Preferred Series A, par value $.001, 1,000,000 authorized; 909,080 issued and outstanding June 30, 2015, 947,360 issued and outstanding at December 31, 2014	909	947
Preferred Series C, par value $.001, 500,000 authorized; 161,456 issued and outstanding at June 30, 2015 242,184 issued at December 31, 2014	161	242
Preferred Series D, par value $.001, 500,000 authorized; 161,456 issued and outstanding at June 30, 2015 242,184 issued at December 31, 2014	161	242
Additional paid in capital	344,754	227,476
Accumulated deficit	(7,369,336)	(7,282,750)
Current earnings	(66,433)	(86,586)
Total Stockholders' equity	(7,022,127)	(7,109,169)
Total Liabilities and Stockholders' Equity	$ 437,528	$ 437,022

See accountants' report and notes to financial statements

DIBZ International, Inc.
Statement of Income and
Retained Earnings (Deficit)
For the Three Months Ended
June 30th, 2015 and June 30, 2014
Unaudited

	Three Months Ended June 30, 2015	June 30, 2014
Revenue		
Income	$ 4530	$ -
Total Revenue	4530	-
Cost of Goods Sold	2,531	
Total Cost of Goods Sold	2,531	-
Gross Profit	1,999	-
Operating Expenses		
Amortization	-	-
Interest expense	15,866	-
License and permits	-	-
Office expenses	271	330
Professional fees	4,295	-
Rent	-	-
Compensation	48,000	-
Travel	-	-
Total Expenses	68,432	330
Net earnings (Loss)	(66,433)	(330)
Retained earnings (Deficit);		
Beginning of period	(7,369,336)	(7,282,750)
End of Period	$(7,435,769)	$(7,283,080)

See accountants' report and notes to financial statements

DIBZ International, Inc.
Statement of Cash Flows

For the Three Months Ended June 30th, 2015 & June 30th, 2014
Unaudited

	June 30, 2015	June 30th 14
OPERATING ACTIVITIES		
Net Income (Loss)	$ (66,433)	$ (330)
Adjustments to reconcile net Income (Loss) to net cash provided by operations		
Amortization	-	-
Payroll payable	48,000	-
Accounts payable	7,598	330
Net cash provided by operating activities	(10,835)	-
Investing Activities		
	-	-
Net cash provided by investment activity	-	-
Financing Activities		
Decrease in notes payable	(142,134)	
Conversion of preferred stock	(200)	-
Issuance of common stock	36,397	-
Decrease in paid in capital	(117,278)	-
Net cash from financing activity	11,341	-
Net cash increase for period	506	-
Cash at beginning of period	22	-
Cash at end of period	528	-

See accountants report and notes to financial statements

DIBZ International, Inc.
Statement of Stockholders' Equity
June 30, 2015
Unaudited

	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Accumulated Earnings Deficit	Total Stockholders' Equity
		$			
Balance at 12/31/12	112,743,296	112,743	$116,105	$(7,261,208)	(7,032,360)
Net income (loss) - 2013	-	-	-	(21,542)	(21,542)
Balance at 12/31/13	112,743,296	112,743	116,105	$(7,282,750)	(7,053,902)
Reverse split - 10/30/14, 10,833.333/1	(112,743,296) 10,431	(112,743) 10	111,381 (10)	-	(1,362)
Compensation distrib. - 11/4/14	31,250,000	31,250	-	-	31,250
Net income (loss) - 2014	-	-	-	(86,586)	(86,586)
Balance at 12/31/14	31,260,431	31,260	227,476	(7,369,336)	(7,110,600)
Settlement distribution	6,415,800	6,415			6,415
Conversion - pref. to common	13,814,471	13,815	(26,949)		(13,134)
Conversion - debt	16,167,204	16,167	144,227		160,394
Net income (loss) - 3/31/15				(66,433)	(66,433)
Balance at 3/31/15	67,657,906	67,657	344,754	(7,435,769)	(7,023,358)

See accountants report and notes to financial statements

DIBZ INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
June 30, 2015

NOTE 1- NATURE OF OPERATIONS

Nature of Operations

The Company is a Nevada corporation. Originally, the Company was incorporated in the state of Delaware on December 28, 2006. On January 27, 2007, the Company merged with Haystar Services & Technology, Inc., ("Haystar") a Nevada corporation, with Haystar as the surviving company. Haystar then immediately changed its name to DIBZ International, Inc., a Nevada corporation. The Company is a holding company organized with a goal of acquiring and managing a diversified portfolio of profitable, growth-oriented companies.

The Company is currently in the development stage. All activities of the Company to date relate to its organization, initial funding and share issuance. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year.

NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America. The Company has a calendar year-end accounting period.

NOTE 3-STOCKHOLDERS' EQUITY

The company's capitalization is 886,000,000 authorized common shares with a par value of $.001 per share; 1,000,000 authorized preferred Class A shares with a par value of $.001; 500,000 authorized preferred Class C shares with a par value of $.001; 500,000 authorized preferred Class D shares with a par value of $.001;

NOTE 4 – LONG-TERM DEBT

As of March 31, 2015, the Company has notes payable as follows: (1) notes payable to Fosters Capital Fund II of $256,077 including accumulated interest; (2) notes payable to AJW Group of $7,029,708 including accumulated interest: and (3) a note payable to Riverhouse IT, Inc., of $77,825 .

Describe the Issuer's Business, Products and Services

DIBZ INTERNATIONAL INC., (NV)

On January 27, 2007, the Haystar Services & Technology, Inc. (*"Haystar"*), (Dibz-Nevada), a company formed under the laws of Nevada currently traded on the pink sheets, entered into a Share Exchange Agreement (*"Agreement:"* or *"Merger"*) with Dibz International, Inc. (*"Dibz-Delaware"*), a private operating company formed under the laws of Delaware. As a result of the Merger, there was a change in control of the pink sheet entity. In accordance with SFAS No. 141,(Dibz-Nevada) was the acquiring entity. While the transaction is accounted for using the purchased method of accounting in substance the Agreement is a recapitalization of Haystar's capital structure. For accounting purposes, Dibz-Nevada accounted for the transaction as a reverse merger with Dibz-Delaware being the *"accounting acquirer"*. Dibz-Delaware did not recognize goodwill or any intangible assets in connection with the transaction. Prior to the Agreement, Dibz-Delaware was a newly formed corporation with no significant assets and liabilities.

Immediately prior to the merger, Dibz-Delaware had 100 shares of common stock outstanding. All of these common shares were held by Mark Wood, Dibz-Nevada's Chairman of the Board and CEO. Effective with the Agreement, Dibz-Nevada acquired 100% of Dibz-Delaware common shares in consideration for the issuance of 39,474 shares of Series A Preferred Stock of Dibz-Nevada (*"Series A Preferred"*). Under the Agreement and prior to such conversion, each share of Series A Preferred will have the voting rights equal to 5,783 shares of common stock and vote together with the shares of common stock on all matters. The Series A Preferred is convertible at the option of the holder into common stock at the rate of five hundred seventy eight (578) shares of common for every one share of Series A Preferred at the option of the holder. The Agreement was entered for the business purpose of enhancing shareholder value. Under the terms of the Agreement, the Dibz-Nevada shareholders retained 1,622,000 shares of common stock (held by 24 holders of record) after the cancellation of 3,000,000 shares of common stock by certain Dibz-Nevada shareholders to facilitate the Agreement. As a result, Mark Wood the former sole shareholder of Dibz-Delaware became the controlling shareholder of Dibz-Nevada by holding 39,474 shares of Series A Preferred, which represented voting rights equal to 228,278,142 shares of common stock of Dibz-Nevada. Pursuant to the Agreement Dibz-Delaware became a wholly owned subsidiary of Dibz-Nevada and Dibz-Nevada changed its name to Dibz International, Inc.

Operations;

Dibz-Delaware was incorporated on December 28, 2006 under the laws of the State of Delaware to provide a simple, easy to use all-in-one Communications Platform to users of viral social networks allowing the easy distribution, capturing, cataloging and review of personal content utilized on the viral social network sites. On January 27, 2007, the Haystar Services & Technology, Inc., a company formed under the laws of Nevada currently traded on the pink sheets, entered into a Share Exchange Agreement with Dibz International, Inc., a private operating company formed under the laws of Delaware. Pursuant to the Agreement Dibz-Delaware became a wholly owned subsidiary of Dibz-Nevada and Dibz-Nevada changed its name to Dibz International, Inc. (*"Dibz International"*) Members of Social Networks create amazingly innovative personal profiles in an effort to share information about themselves and create new friends. With this in mind most users of social networks also communicate through text messages - usually without access to the social networks from their cell phones.

And they cannot sort and search those messages or multimedia files as there are no content management systems available. Dramatic increases in on-line advertisement budgets have occurred over the past several years. There has been an explosion of web traffic through Web 2.0 business models. Dibz International will offer social networks and web 2.0 companies an innovative and easy to use communications platform that will enhance their users experience on their site. Social Networks are among the most visited sites on the web. Myspace.com and Facebook.com have proven

the *common interest* of people to socialize and connect online has deep roots. Dibz will provide a simple, easy to use all-in-one Communications Platform to users of viral social networks allowing the easy distribution, capturing, cataloging and review of personal content utilized on the viral social network sites.

"Personal Content", in terms of social network members, consists of information of some sort. This information can be visual, audible, or textual. Comments, photographs, movies, music, blogs and podcasts are all forms of content. Through Dibzs all-in-one communications platform personal content will be distributed to cell phones, PDA's, social networks and email addresses - whatever a Dibz member chooses to register with the company. The information is then cataloged and stored for safekeeping and future use and reference of the Dibz member. We believe a large portion of our users will utilize text messaging as their primary means of communication. The US Wireless Forecast, 2006 to 2011 report from Jupiter Research reports 52% of the US cell phone users utilized text messaging in 2006. According to Jupiter Research text messaging is primarily utilized as a communications medium, with the top two uses of text messaging cited as *"make plans with friends"* and *"communicating with friends and family"*. Text messaging revenues in the U.S should approach $9.5 billion by 2011. We believe that Dibz all-in-one communications platform will greatly simplify the *"technology obstacle"* for the adoption of cell phones as an accepted interface to social networks. Combining text messaging, multi-media messaging, email and video into a single platform will attract users to the platform for the simplicity, ease of use and wireless connections to social networks. The social network market can be divided into two segments: the consumer, or home user, market and the business, or corporate, market. Our initial products target the consumer market. Both the consumer and the business markets are serviced by many of the same popular social networks such as MySpace.Com, Youtube.com, Linkedin.com and Facebook.com. Our second generation of products will not only enhance the consumer market but add business functionality for the corporate market as well.

The Dibz Solution

In order to be viable, our systems must function as a simple and effective means of communication. In addition, we believe that many in the consumer or home user market are seeking an entertaining experience and a way to express their creativity and individual personalities. We believe that consumer users are ready to accept a simple, all-in-one product that offer users a customizable and entertaining experience together with security and opt-in/out features.

We introduced a innovative approach to enhancing our users' social network experience with the launch of our Dibz Platform. Upon launch our Dibz Platform will provide the following benefits:

— Variety and Amount of Personal Content. Our Dibz Platform will offer users access to an extensive and continually growing pool of personal content that we believe may become one of the largest collections of creative and diverse graphics, sound and multimedia content available for each individual user.

— Creative Technology. Once our Dibz Platform is completed and launched our proprietary technology, which is based on advanced software development standards, will be designed to produce robust quality products that provide the functionality packaged in a friendly, less technologically-oriented and entertaining environment.

— Customization. The easy to use Dibz Platform will enable our users to customize and personalize the delivery of and access to their content easily and quickly.

— Flexibility and Ease of Use for Both Sender and Recipient. We will strive to offer a simple and intuitive user interface that enables our users to create different experiences depending on the nature or recipient of the specific content. Users can easily change one or more features for a specific communication. Further, recipients of Dibz users messages can easily open them using most available web browsers and can see all the features without the need for special software.

Our objective is to become the market leader in communication and content management systems for social networks and small business markets. We believe that our platform will be the only one of its kind providing an entertaining and creative system for Dibz users. Our strategies include building on our first to market advantage to gain users with the launch of our Dibz Platform, build advertising revenues through the use of the Dibz Platform and seek to convert free users to paying customers through the launch of new paid services after the launch of our free services. The key elements of our strategy are to:

— Grow our user community. We believe viral marketing has resulted in hundreds of millions of registered users for websites such as MySpace.com and Youtube.com who spread the word about products and services at relatively low marketing costs. Dibz Delaware will use viral marketing to potentially do the same for our Dibz Platform. For that reason,

we expect a significant portion of our products and service offering to remain free to the user. Additionally, in order to strengthen awareness and increase the size of our user base, we intend to expand our marketing methods beyond viral marketing to include advertisements, media buying, public relations activities and additional co-branding arrangements on a limited and targeted basis.

— Avoid offensive market tools. Our goal is to design our products and services to address users' aversion to spam, spyware and other perceived offensive Internet marketing tools, which we believe will encourage more use of the Dibz Platform while increasing user loyalty.

— Develop our advertising revenues. We intend to generate a portion of our anticipated revenues by monetizing visitor traffic to our website through selling paid advertising and sponsored links. In addition, we believe we can generate revenues through keyword search advertising. We also intend to develop an advertising infrastructure allowing potential advertisers effective and economical methods to reach our users. We plan further increase our advertising force by developing independent sales agents, participating in trade shows, and strengthening our brand through other online and offline marketing activities.

— expand product offerings. Once our Dibz Platform is launched we plan to grow our revenues through expanding our free product and service offerings and developing new paid product and service offerings. We will seek to convert our anticipated free users into paying customers by marketing paid products and services to our anticipated user base and to cross-sell additional products and services to these anticipated paying users.

— Focus on the online user. The Internet allows us to reach potential users quickly and easily as well as reduces the costs associated with sales and distribution of our products and services.

— acquire complementary products, technologies or companies. We seek to enhance our technology, grow our user base, and diversify our product lines and services by exploiting strategic acquisition opportunities. We intend to supplement our research and development efforts by acquiring complementary technologies and other assets that enhance the features, functionality and performance of our products and services. We may also seek to increase our user base or enhance our sales and marketing capabilities by acquiring companies in our or similar markets.

Today personal content on Myspace.com and facebook.com is stored on web site servers owned by the website. These websites provide amazing content distribution channels but provide little to no management services for the users content. As part of the Dibz Platform, Dibz will introduce widgets that allow users of MySpace.com and Facebook.com to integrate the Dibz Platform into their MySpace or Facebook accounts. For instance comments posted to a MySpace website are simply displayed. The page owner cannot search, sort, store, rank, etc. his or her comments. The DIBZ Platform widget will allow the storage, capturing, cataloging, manipulation and review of personal content published on or to the web. The content can then be sorted, stored, distributed via wireless and viewed easily. The individual components will be:

Voice Comments. Users can record, post, play and store voice comments. The comments may be made public or kept private, depending upon the user's personal preferences.

Text Messaging. Users will receive and reply to text messages generated by other users. These messages will be stored for future retrieval by the user and may be posted to social networks on the users behalf if so requested.

Multimedia Messaging. Users will receive and reply to multimedia messages, including picture and video options. The multimedia messages are stored for future retrieval by the user and may be posted to social networks on the users behalf if so requested.

Email services. Users will have the ability to generate and reply to email messages. The email messages are stored for future retrieval by the user and may be posted to social networks on the user's behalf if so requested.

Calendar Functions. Users will have the ability to automatically schedule events such as reminders and notices. These events will automatically be sent via text messaging, multimedia messages, emails or a combination of all based on the users settings for each individual recipient of the message.

Content Management. All communication sent or received through the Dibz platform is stored and organized for easy retrieval by the user.

Friend Management. The user creates an on-line friends contact book that the user may group and sort easily. The user then uses these groups, lists and friends in a innovative and fun way to communicate with their friends.

Partner Programs. Programs designed by the company to allow other websites to partner and participate in our business model will be introduced.

Once the Dibz Platform was launched users of Dibz Platform and users of MySpace.com and Facebook.com who use the Dibz Platform widget manage content such as emails, text messaging, voice comments, and multimedia messages from the Dibz Platform. The DIBZ Platform will allows the storage, capturing, cataloging, manipulation and review of personal content sent through the Dibz Platform. Through the upcoming Dibz Platform the users content can be sorted, stored, distributed from the users P.C or via wireless communication and easily viewed. Dibz anticipates offering three levels of service; Basic, Enhanced and Premium. Basic services will be free to the user and provided by DIBZ upon the initial launch of the Dibz Platform. Services should be viral in nature and targeting viral communities such as MySpace.com and Facebook.com. Enhanced serviced will be sold on a monthly subscription. Premium services will be paid for services with pricing to vary by service. Certain Premium services may only be marketed by DIBZ and provided by 3rd party service partners in a revenue sharing arrangement. Enhanced and Premium services will be launched at least 120 days after the launch of the Basic Services.

Our service level offerings are currently planned as follows:

Basic Level—Free to the user – In beta today and scheduled to launch in Q1 2008:

- Basic services will be delivered and managed through the DIBZ Platform. All services can be provided anonymously, via the Users Dibz ID, so the user doesn't have to share their personal email or phone numbers. Basic Level Services provided:

- Send and receive web postings via email
- Send and receive SMS (text messages)
- Send and receive web voice comments via HTML, Wireless Application Protocol (WAP) push, or email
- Create and send Multimedia Messaging Service (MMS) from Dibz website (images, audio, video, rich text)
- Create groups for posting and messaging.
- Control SMS usage either on the number of messages received per day or per month
- Complete group management system, send/receive invitations to/from users
- Reminder service. Send/receive personal reminders that can be created up to a year in advance, that can be sent via SMS and/or email
- Block posting or messages by individuals or groups
- Store content and comments for up to 6 months
- Store and retrieve SMS message history sent/received through DIBZ Platform
- Store and retrieve emails sent/received through DIBZ Platform
- Store and replay voice comment history sent/received through DIBZ Platform
- View and show history of multimedia messages sent/received through DIBZ Platform

Enhanced Level- estimated service fee of $2.95 to $4.95 per month – Currently scheduled for summer 2008 introduction:

Premium Level services may be added or deleted as we launch the Dibz Platform and gain user feedback.
There are currently over 125 million registered users of social networks worldwide. Initially, the Company's marketing effort will be focused on capitalizing the viral nature of these networks by offering a free version the DIBZ Platform. The Company will advertise the Dibz Platform on social network sites such as MySpace.com and facebook.com and through search engines such as Google and Yahoo. The Company intends to develop a direct marketing or *"grass roots"* campaign that will launch in 3rd quarter 2008 whereby DIBZ will establish a presence at social venues that our target audience attends, such as conferences and concerts.

Our Revenue Model
The business model will begin to generate revenue from the first day of web site operations, currently anticipated to be in January 2008. Through the introduction of a *free* version of the Dibz platform, we anticipate capitalizing on the viral nature of our free services to grow our user base. With the anticipated viral nature and expected popularity of our free services, anticipated advertisement revenue will partially offset the cost of corporate operations. We believe offering the platform free will accomplish several objectives. They are:
1) Accelerated growth of the DIBZ platform
2) Exponential growth of our own convergent content network
3) The development of a valuable consumer database;
4) Empower the company to promote paid subscriber services

Competition
We compete with other web based SMS providers, such as www.textu.org, www.onlinetexting.com, www.prombity.com, www.txtdrop.com. None of these services at this time offers the capability of the DIBZ Platform, such as storage, tracking and organizing. There are numerous and well established competitors in phone services similar to DIBZ expected Premium and Enhanced Service offerings. Skype, Vonage, and Yahoo are examples, but none of these providers offer the full range of service DIBZ has, or the management tool the DIBZ Platform offers at this time. Some of these potential new competitors have longer operating histories, greater name recognition, larger customer bases and significantly greater financial, technical and marketing resources. We cannot guarantee that we will be able to compete successfully against current or future competitors or that competitive pressure will not have a material and adverse effect on our financial position, results of operations and cash flows.
DIBZ International Inc., (the "Company") now pursues a business whereby it executes merchant banking acquisition services on private companies seeking debt and/or equity capital and/or to be part of a strategic, themed or diversified, resource sharing, business combination. (The "Business Model"). Specifically, the Company will identify private companies as investments (the "Clients") and acquire control in exchange for managerial, accounting and financial capital. As compensation for the Company's services, the Company proposes to receive proportional revenues to sustain its operations and will receive ownership of the Client (s), which may then be registered or offered by the Company in future public offering or divested as applicable market conditions avail themselves. In addition, the Company may acquire business entities and operations by an exchange in common shares, debt or other asset classes.

DIBZ International Inc. (NV) ("DIBZ") is a firm whose main objective is to increase our subsidiaries value through improving the efficient use of their existing resources and the establishment of new organizational, operational and financial controls. Additionally, we support the financial decision making process which allows for maximization of shareholders' value. Our firm identifies acquisition opportunities and analyzes risk/reward.

The DIBZ mission is to provide our acquisitions and subsidiaries with “result oriented” services and enhanced profitability through improvements in the organizational, operational and financial components of our subsidiaries. Additionally, we seek to support our subsidiaries with methodology, techniques, knowledge and tools that allow them to increase value.
The executive professionals at DIBZ are committed to providing our Subsidiaries with the highest level of services so that the Subsidiaries goals become a reality. DIBZ is built upon several key principles: Focus, Expertise Innovation, Confidentiality and Integrity.

Our Company’s foremost objective: to increase the total value of our Subsidiaries business in real terms and see that reflected in Shareholder value. This is accomplished through services rendered that add value to our investments. To best serve our Subsidiaries, we must be powered by a productive, reciprocal partnership between Parent and subsidiaries. This allows us to focus on goals and needs, utilizing the best talents available. Our goal is to be a Business Development facilitator from start to finish and for horizontal and vertical integration of our subsidiary’s needs. In effect: to provide our subsidiaries with the opportunity to benefit from the same creative, strategic alliances that makes for an enterprise success. DIBZ maintains strategic relationships with professionals from many different disciplines; domestic and foreign. Our management team has invaluable experience in domestic and foreign endeavors, and possesses expertise and experience in banking and international markets that allow for innovative opportunities and solutions suited to the subsidiaries specific needs.

Our professionals aid organizations in bringing innovation across the full spectrum of their activities, from setting strategy and shaping the organizational culture to identifying key additional management where needed to develop cutting-edge products and technologies. We assist our subsidiaries in reinventing their organizations, enhancing their capacity for learning and change, and in doing so, create lasting value.

In today's consolidation dynamic, but also uncertain economic climate, businesses are concerned with numerous issues, such as attaining and maintaining market share, return on investment, quality of management, and the overall human culture of the company. Attorneys, accountants, insurance firms, consultants, and other professionals can and often do perform many of the services offered by DIBZ.

Our Company does not displace or replace any professional. Rather we seek to provide a broader, more objective relationship of the enterprise to its strategic path. Moreover, our experience has taught us that none of these professionals individually can perform the comprehensive program of integrated services across all industries with timely and relevant delivery of output as DIBZ.

Management
Business transformation requires creative solutions. We offer value-added services that enable our subsidiaries to maximize their internal processes. Through the reengineering of their operational, organizational and financial controls, enhancement or refocusing of information technology systems, the implementation of financial strategies and the reorganization of their human resources, corporations are better prepared to respond to increasing market demands. DIBZ assists its subsidiaries in all of these areas. We divide these essential services into five main categories.

- Strategic Financial Management Consulting
- Performance Improvement
- Information Technology Strategy & Architecture
- Human Resources Consulting
- Executive Education

Unless acted upon, strategy is merely a concept. Process, culture, and capabilities are essential components to translating strategy into performance. The marketplace continues to grow more complex, requiring organizations to constantly re-evaluate themselves and too often re-invent themselves to maintain their advantage. Creating a competitive organization requires people who are resilient, continuously learning, and who focus their talents on

creating value for the customer. Today's organizations need a fast, effective way to determine how ready their managers and individual contributors will be for the global business of the 2l'st century.

- Strategic analysis and strengths and weaknesses diagnosis
- Benchmarking process
- Market research and feasibility analysis
- Long range planning and modeling
- Organizational restructuring
- Organization manuals development
- Strategy valuation and scenario analysis
- Market strategies analysis and evaluation
- Consulting regarding entry into the public markets
- Financial analysis and modeling
- Development and evaluation of investment projects
- Budgeting systems development
- Corporate finance consulting
- Financial Statements consolidation systems development and implementation
- Advice throughout the LBO, IPO and reverse merger process
- Development of business plans, PPM and prospectus to facilitate the attraction of capital to the enterprise
- Debt restructuring
- International funding for investment projects
- Company valuation
- Company Buy-Sell process advice
- Venture Capital hunting for existing and new businesses
- Feasibility Studies for Strategic Alliances
- Mergers and Acquisitions process (Due Diligence)
- International Trade Plan development and implementation
- Foreign Markets research
- Search for potential partners and / or representatives
- Analysis and Design of information systems
- Diagnosis and Evaluation of information needs
- Cost-Benefit analysis for purchase of equipment
- Evaluation of software
- Feasibility studies
- Systems operational audit

DIBZ provides expert and timely advice to assist our subsidiaries in making intelligent decisions about complicated financial issues facing them. Our professionals have a broad range of experience including mergers, acquisitions, re-capitalization, leveraged buyouts, divestitures, management buyouts, private placements, venture capital investments and other corporate finance activities.

A. **Date and State (or Jurisdiction) of Incorporation**:
3/15/2002
NEVADA

B. the issuer's primary and secondary SIC Codes;
7370, 6719

C. the issuer's fiscal year end date:
DECEMBER 31

D. principal products or services, and their markets;
Consumer Products
Import /Export
Investment

Describe the Issuer's Facilities

Location 1
Issuer informally leases temporary office space from its President on a month – to – month basis for $1500 P/M until further notice.

Location 2
Issuer informally leases temporary office space from its Chairman on a month – to – month basis for $1500 P/M until further notice.

Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons. *In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.*

	SER D PREF SHARES	VOTES	FULLY DULITED BASIS	%
PAUL TAYLOR	**80,728**	**466,850,024**	**-**	**50%**
7801 North Federal Highway Boca Raton 33487				
MARK WOOD	**80,728**	**466,850,024**	**-**	**50%**
28, Neon Moon Drive Eutaw AL 35462				
Total	**161,546**			

	SER C PREF SHARES	VOTES	FULLY DULITED BASIS	%
PAUL TAYLOR	**80,728**	**0**	**46,660,626**	**0%**
7801 North Federal Highway Boca Raton 33487				
MARK WOOD	**80,728**	**0**	**46,660,626**	**0%**
28, Neon Moon Drive Eutaw AL 35462				
Total	**161,546**			

	COMMON SHARES	
PAUL TAYLOR	**0**	**0**
MARK WOOD	**0**	**0**

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons 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);
   NONE

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;
   NONE

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
   NONE

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.
   NONE

C. Beneficial Shareholders. *Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.*

	SER D PREF SHARES	VOTES	FULLY DULITED BASIS	%
PAUL TAYLOR **7801 North Federal Highway Boca Raton 33487**	**80,728**	**466,850,024**	**-**	**50%**
MARK WOOD **28, Neon Moon Drive Eutaw AL 35462**	**80,728**	**466,850,024**	**-**	**50%**

Total	**161,546**

	SER C PREF SHARES	VOTES	FULLY DULITED BASIS	%
PAUL TAYLOR **7801 North Federal Highway Boca Raton 33487**	**80,728**	**0**	**46,660,626**	**0%**
MARK WOOD **28, Neon Moon Drive Eutaw AL 35462**	**80,728**	**0**	**46,660,626**	**0%**
	161,546			

	COMMON SHARES	
PAUL TAYLOR	**0**	**0**
MARK WOOD	**0**	**0**

Third Party Providers

Registered Agent – Nevada

INCORP INC.,
2360 CORPORATE CIRCLE STE 400
HENDERSON, NV 89074-7722

Legal Counsel

Vic Devlaeminck PC
10013 N.E. Hazel Dell Avenue
Suite 317
Vancouver, WA 98685
(503) 806-3533.
jevic321@aol.com

CPA/ Accountant

None – internal.

Investor Relations Consultant

TBA

Other Information

On October 30, 2014, the Company completed a reverse split of its stock in which it exchanged 1 share of newly-issued common stock for every 10,833.333 shares of previously issued shares.

On December 22, 2014, the Company purchased all of the assets, including software, patents, licenses and customer lists of Riverhouse IT, Inc., for a convertible promissory note in the amount of $75,000 with interest thereon accruing at the rate of 9.0%.

On January 23, 2015, the Company entered into a settlement and mutual release agreement under the terms of which it issued 6,415,800 common shares of its stock to certain individuals in return for their full release of all claims to disputed preferred shares of the Company and related actions involving its transfer agent. Although the Company believes the dispute would have ultimately been proven groundless, it believes that settlement was the most efficient and beneficial means to resolve the dispute.

Issuer Certification

I, Paul R. Taylor certify that:

1**.** I have reviewed this Quarterly Information Statement for the quarter ended March 30th 2015, including Financial Statements of DIBZ International 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 22nd , 2015



PAUL R. TAYLOR
President & Chief Financial Officer