

# eDOORWAYS INTERNATIONAL CORPORATION

## Disclosure Statement - Third Quarter, 2011

### Part A General Company Information

#### **Item I The name of the issuer:**

eDOORWAYS INTERNATIONAL CORPORATION formerly GK Intelligent Systems, Inc. The name changed at the beginning of the 2006 calendar year to eDoorways Corporation and to eDoorways International Corporation in September of 2010.

#### **Item II The address of the issuer's principal executive offices:**

The principal address is 3409 Esperanza Crossing, Suite 7211, Austin, Texas 78758.  
The Company operates two websites, edoorways.wordpress.com (corporate blog) and edoorways.com  
The Principal executive officer of the company is Gary Kimmons he can be reached at the Corporate offices Phone number of 512-415-3425 fax number of 512-284-7285.

#### **Item III The Jurisdiction and date of the issuer's incorporation or organization:**

The issuer was incorporated in Delaware in February of 1988.

### Part B Share Structure

#### **Item IV The exact title and class of Securities outstanding:**

On October 4, 2011, we filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to effect a reverse split of the Company's outstanding Common and Preferred stock of 1000:1 to reduce the total number of shares of which the Corporation will have the authority to issue to fifteen million three hundred thousand (15,300,000) shares consisting of fifteen million (15,000,000) shares of common stock, par value \$0.0001 and three hundred thousand (300,000) shares of blank check preferred stock, par value \$0.0001.

**Note: Unless specified as "pre-split", all securities issuances (both common and preferred) in this filing are post-split.**

Series A convertible preferred stock, \$0.0001 par value per share; 7,000 shares authorized, none issued

Series B convertible preferred stock, \$0.0001 par value per share; 1,100 shares authorized, none issued

Series C convertible preferred stock, \$0.0001 par value per share; 1,000 shares authorized, 1,000 issued and outstanding

Series D preferred stock, \$0.0001 par value per share; 1,000 shares

authorized, issued and outstanding

Series F preferred stock, \$0.0001 par value per share; 50,000 shares authorized, issued and outstanding

Series G preferred stock, \$0.0001 par value per share; 60,000 shares authorized; 47,695 shares authorized, issued and outstanding.

Series H preferred stock, \$0.0001 par value per share; 10,000 shares authorized, 5,952 shares issued

Common stock, \$0.0001 par value per share; 15 million shares authorized; 6,217,709 outstanding

CUSIP number: 281373209

The trading Symbol is EDWY

**Item V Par or stated value and description of the security:**

A. Par value or stated value

Series A, B, C, D, F, G & H of preferred stock are all at \$0.0001 par value

All Common stock has a par value of \$0.0001

B. Common or Preferred Stock

1. Common stock has voting rights and to date no dividends have been issued.

2. The Board of Directors is vested with the authority to fix the voting powers and other designations of each class of stock. The Board has not made any such designations of the Series A, B, F, G and H Convertible Preferred Stock. On December 4, 2007, the Board of Directors designated that the Series C Convertible Preferred Stock would:

- Carry voting rights five times the number of common stock votes;
- Carry no dividends;
- Carry liquidating preference eight times the sum available for distribution to common shareholders;
- Can automatically convert after one year after issuance to 20 common shares; and
- Not be subject to reverse stock splits and other changes to the common stock of eDoorways International Corporation.

Series D preferred stock carries the same dividend rights as common stock and allow the holder of the outstanding shares voting rights equal to 51% of all voting stock, preferred and common.

3. There are no other material rights of common or preferred stock.

4. None

**Item VI The Number of shares or total amount of securities outstanding for each class of securities authorized.**

Class A Preferred Stock as of October 4, 2011- 7,000 shares authorized none issued

Class B Preferred Stock as of October 4, 2011- 1,100 shares authorized none issued

Class C Preferred Stock as of October 4, 2011- 1,000 shares authorized and 1,000 outstanding. There are none of these shares being traded currently. There are two beneficial owners of these shares. There are only two owners of these shares.

Class D Preferred Stock as of October 4, 2011 there are 1,000 shares authorized and 1,000 issued and outstanding to one beneficial owner.

Class E None Created

Class F Preferred Stock as of October 4, 2011 – 50,000 shares authorized and 50,000 outstanding. There is one beneficial owner of these shares.

Class G Preferred Stock as of October 4, 2011 – 60,000 shares authorized; and 47,695 issued and outstanding to two beneficial owners.

Class H Preferred Stock as of October 4, 2011 – 10,000 shares authorized and 5,952 issued and outstanding to one beneficial owner.

Preferred Stock as of October 4, 2011 there are 300,000 shares authorized.

Common Stock as of October 4, 2011 there are 15 million shares authorized and 6,217,709 issued and outstanding.

The Public float of Common stock as of October 4, 2011 is 5,405,915

The total number of beneficial shareholders as of October 4, 2011 is 9

The total number of shareholders of record as of October 4, 2011 is 176

**Part C Business Information**

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

The registrar and transfer agent for the issuer is ClearTrust LLC.

Office:

16540 Pointe Village Drive, Ste 201, Lutz, FL 33558 is registered under the securities Exchange Act and its regulatory authority is the Securities and Exchange Commission. The Agent can be reached at phone number – (813) 235-4490.

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

A. Business Development

1. - 2. Form of Organization of the Issuer. Year Organized. eDoorways International Corporation (the "Company", "eDoorways," "we" or "us") was originally incorporated in the state of Delaware on February 26, 1988 under the name Technicraft Financial Ltd. In October 1991, the name was changed to LBM-US, Inc. In a reverse merger in August of 1994, the company acquired GK Intelligent Systems, Inc. and the Company adopted such name. In 2006, the Company changed its name to eDoorways Corporation, Inc. and in 2010 the name was amended to eDoorways International Corporation.

3. Fiscal Year-End. The Company's fiscal year end is December 31st.

4. Whether the Issuer has been in Bankruptcy / Receivorship. None

5. Any Material Reclassification / Merger / Consolidation / Purchase / Sale of Assets. None

6. In the last three years the Company has not defaulted on Loans or other indebtedness and has had no change in control.

7. Any Change of Control. None

8. The Company has increased its shares of common stock from a little over 13 million to 6.2 billion in 55 months to pay for the development costs of its products.

9. Past or Pending Stock Split / Stock Dividend / Recapitalization / Merger / Acquisition / Spinoff / Reorganization. The Company effected a 1000:1 reverse stock split on October 27, 2011 resulting in 15 million authorized common shares and 300,000 authorized blank check preferred shares.

10. The Company moved from the OTC Bulletin Board to the PinkSheets in 2010.

11. Current / Past / Pending or Threatened Legal Proceedings or Administrative Actions

On February 10, 2000, the Texas Workforce Commission placed an administrative lien on us in the amount of \$109,024 in connection with a claim for unpaid compensation by our former employees.

A default judgment was taken against us in favor of Marathon Oil Company on August 31, 1999 in the amount of \$326,943 representing past and future rentals under a lease agreement, together with \$7,500 in attorney's fees and post judgment interest at 10% per annum until paid, credit towards the judgment was ordered for sale of personal property by the Sheriff or Constable. We believe the personal property sold for approximately \$28,000. To the extent that the property was leased during the unexpired term, it is possible that there would be a mitigation of the damages claim in our favor. We believe that some or all of the space was subsequently rented approximately 90 days later. The remaining \$393,746 has been accrued in our financial statements under the heading Judgments payable.

Under V.T.C.A., Civil Practice & Remedies Code Section 34.001(b), if a writ of execution is not issued within 10 years after rendition of a judgment, the judgment becomes dormant. A writ was issued in the Fall of 1999, but no known writ of execution has been issued since. It is therefore believed that any writ to be issued is now dormant and voidable.

On August 31, 2006, Deanna S. Slater, an independent contractor formerly with M Power Entertainment, Inc., brought suit in County Civil Court at Law Number Four in Harris County, Texas, Docket Number 872,560, alleging breach of contract, quantum meruit, promissory estoppel and for attorney's fees. Ms Slater did not claim any specific dollar amount in damages but the court on December 29, 2006 granted our Special Exceptions and she amended her petition alleging the amount she sought in damages along with certain other pleading requirements. The pre-lawsuit demand was for payment of \$15,785. Trial was held on this matter in November 2007. On December 31, 2007 the court awarded Deanna S. Slater the sum of \$3,400 and \$5,000 to her attorneys. We recorded the amount of \$8,400 in our Financial Statements as of December 31, 2008 and 2007.

The amount of accrued interest on all these unpaid judgments totaled \$393,746 as of October 4, 2011.

On April 5, 2010, Giselle Koy, an alleged business partner of Ian Mitchell brought suit in the 261<sup>st</sup> Judicial District Court of Travis County, Austin, Texas, Cause Number D-1-GN-10-001071, alleging that Gary Kimmons, CEO, and eDoorways International Corporation fraudulently induced Koy to invest in preferred stock which was not delivered. Koy is seeking recovery of her costs and attorney's fees. In April, Ian Mitchell was added as a defendant. The lawsuit is awaiting trial. It is the position of Kimmons and the company that there was no prior knowledge of or involvement with Koy giving rise to any claims that she has alleged.

On July 12, 2010, Ian Mitchell and EC Technologies Corporation brought suit in the 419<sup>th</sup> Judicial District Court of Travis County, Austin Texas, Cause Number D-1-GN-10-002381, alleging breach of contract and fraudulent inducement by Gary Kimmons, CEO, and eDoorways International Corporation in a failed acquisition contemplated by the parties. Mitchell was requesting exemplary damages and attorney fees. Counsel for the company requested that the case be remanded to the 261<sup>st</sup> Judicial Court in Austin. In August 2010, Giselle Koy was added by Mitchell as a defendant. The lawsuit was dismissed on August 31, 2011 by the court for want of prosecution.

We are not aware of any other claims or assessments, other than as described above, which may have a material adverse impact on our financial position or results of operations

## B. Business of Issuer

1. Primary / Secondary SIC Codes. None

2. We are currently conducting operations and recently (September 22, 2011) effected a successful launch of our eDoorways 2.0 platform. We are a web-based service provider aimed at America's "net-generation" computer users. As a web based "Global Public Square", we aim to provide businesses and consumers with a platform for exchanging ideas, services and products within a highly technologically sophisticated social networking environment. eDoorways International Corporation intends to offer a way to identify, locate and engage a varying array of resources (both locally and globally) that will provide for advanced problem solving, enhanced learning, conceptualizing and taking ideas to

completion, intelligent searches resulting in finding hard-to-get information, or buying and selling items through sophisticated e-commerce networks.

We intend to capitalize on current Web 2.0 community democratic Internet service offerings like MySpace, Craig's List, and Wikipedia. We are also incorporating emerging Web 3.0 software technologies. Through Web 3.0, we believe that we will possess a global reach and commerce potential that exceeds current service offerings on the Internet. We intend to offer today's generation of web users a highly collaborative personal and work space that fosters new levels of achievement and creativity.

3. None. The Company has not been nor is it now a "shell company".
4. Names of Any Parent, Subsidiary or Affiliate. None
5. Effect of Existing or Probable Government Regulations. None
6. Time Spent on Research and Development Activities. None
7. Costs and Effects of Compliance with Environmental Laws. None
8. The Company has a total of two employees, both of whom are full-time.

#### **Item IX: The Nature of Products and Services offered.**

##### **Description**

On September 22, 2011 we launched our new web-based service offering - eDoorways 2.0.

eDoorways 2.0 is a new business community that combines the key aspects of the Internet - search, social networking and collaboration, marketing and e-commerce in a single, easy-to-use venue. A user can create a business service offering, buy or sell something, or connect directly with people who can offer help or resources. With eDoorways 2.0 the user can build or create something of lasting value and make it available to the world through services offered.

With eDoorways 2.0 a user can: create a brand new storefront, target market customers, track the results, sell products/services and collect a fee; create and offer new ways for students to interact, create, and learn; establish global connections with others and engage them in commerce or resource sharing; and create an interactive video streaming broadcast capability (coming soon.)

Doorways 2.0 provides a simpler, more effective way to use the Internet, helping the user bring focus to what he/she is doing and placing the user in touch with the exact resources needed. Our users are people connecting directly with the intent to get things done. At eDoorways the user will locate the person who shares a common objective or wishes to buy the user's goods or service. The user can quickly convene a team of helpers for a project, drawing from people the user may never have met. A

user will find hard-to-locate items when today's search engines fall short. Or the user can take a course he/she has always wanted to learn (coming soon).

Our PowerKeys and PowerChannels help the user reach out and engage others, bringing the people he/she needs to do business. We provide tools to find and attract customers, close the sale and manage a business effectively. eDoorways 2.0 offers the technology to do targeted marketing, conduct sales promotions and hold remote meetings with others.

## Tools

eDoorways 2.0 seamlessly combines search, social collaboration and e-commerce in a single, simple to use environment. Key components are:

PowerKeys	Like Google Ad Words, but more powerful. They allow you to connect immediately with people and resources in a highly targeted way.
PowerChannels	Venues created by eDoorways users that can serve as businesses, blog sites, broadcast venues, or anything one might desire to create.
FlashChannels	Like PowerChannels, but tailored for quick use and disposal (coming soon).
Broadcasting	eDoorways users may create their own broadcast studios (coming soon).
Enhanced Chat	After users have connected with PowerKeys, they can chat directly with those sharing the same topical interest; the number of potential chat venues is unlimited.
SEO / Marketing	Users can personally manage Search Engine Optimization, and they can generate sales and marketing vouchers as well as track results.

Taken together, these features give small and mid-sized businesses personal control over their sales and marketing and helps them reach laterally to global clients and resources. eDoorways 2.0 helps entrepreneurs establish a business storefront, set up shop and begin operating in minutes at no initial cost.

## Features

eDoorways 2.0 has a new look and feel with:

1. Simplified landing page.
2. Users can create an unlimited number of pages within a PowerChannel.

3. New chat functionality that can follow the user to any page in the system.
4. New PowerKey search. Users can directly connect with other people who share a PowerKey.
5. PowerKeys can be associated with a person or a PowerChannel.

## PowerChannels

1. Users can create PowerChannels.
  - a. There is a pre-set template for users to select from when creating a PowerChannel. We are adding templates on a regular basis.
  - b. There are three kinds of PowerChannels: "Standard", "Blog", and "e-Commerce". The PowerChannel type determines what your PowerChannel home page will be. The "Standard" PowerChannel has an html-type home page; the "Blog" PowerChannel has the blog page as the home page; and the "e-Commerce" PowerChannel has the storefront/catalog as the home page.
  - c. Each PowerChannel has a free blog page. All the user has to do to activate his/her blog page is to publish his/her first blog post.
  - d. Each PowerChannel has an e-commerce page with the ability to load items into the user's own catalog or store. The shopping cart and method of payment is set up automatically.
  - e. PowerChannel operators have the option to add the daily voucher functionality to their PowerChannel.
  - f. A PowerChannel or select pages within a PowerChannel can be set to "private". The user can control who is able to participate in collaboration on his/her PowerChannel or who can see it.

## eCommerce

1. eDoorways has added e-commerce functionality to our site; it is available to all PowerChannel owners.
2. We now offer full shopping cart and product catalog functionality.
3. Payments are processed by Authorize.net and PayPal.
4. eDoorways handles all payment processing. There is no need for PowerChannel owners to have merchant accounts or sign up for additional software.
5. eDoorways gives the user an accounting of all transactions.

## Daily Voucher Functionality

1. Each PowerChannel owner can offer GroupOn-like deals to eDoorways users.
2. Owners can administer, schedule and monitor their deals.

## Social Networking and Marketing

A user can:

1. Create and publish his/her own QR code for marketing use.
2. Connect to his/her Facebook or Twitter account.
3. Share on over 340 social networking sites.

#### Additional Functionality

1. Users can now search for PowerChannels.
2. There is a new and improved Channel Guide.
3. Users can access the platform and view PowerChannels without being logged in. Users still must log in to participate in chats or to create and update PowerChannels.

#### Potential Users

Anyone can be part of the eDoorways 2.0 community - the Global Public Square (GPS). Guests can tour the eDoorways 2.0 website, visit the PowerChannels that have established storefronts in the GPS, and go shopping in their stores without registering. People who wish to start a business, create a broadcast venue or create a blog must first register. The registration process for creating an account is simple and straightforward - it only takes a minute or two. To create a PowerChannel, a user can simply go to the "Home" page. At the top of the page is a green "plus" sign that says "Create New Channel." The user can click on the text and it will take him/her to the "Setup" page.

#### Global Public Square (GPS)

The Global Public Square is the community created and supported by eDoorways. Unlike the community you may live in, it is a virtual community of people, businesses, groups and associations that live, work and interact to achieve their goals and interests. People of all backgrounds, perspectives and interests walk its streets, sell their wares and visit its storefronts. All are linked by a common desire to create and achieve.

The Global Public Square provides a convenient and powerful venue to anyone interested in improving his or her lives. All people, irrespective of their current status or resources may avail themselves of its capabilities. As such, the Global Public Square "levels the playing field", giving all participants the opportunity to excel and prosper.

Just like the public square of one's hometown, the Global Public Square has:

Storefronts. The storefronts of the Global Public Square are comprised of PowerChannels owned and operated by people from many countries.

Speaker's Corner. Many elect to create PowerChannel blogs where they may convey their knowledge and perspective. This is their corner, much like the Speaker's Corner in London.

Market. The Market of the Global Public Square is where people may sell their PowerChannels, or the software (API's) they have built to add value to eDoorways, or other goods and services.

## Creating a GPS PowerChannel

A PowerChannel is a place we have set aside for users that they can use to create a new business, establish a private venue for collaborating with others, sell items to others, and write the blog they have been contemplating. Or a user can use PowerChannels for just about anything else he/she can imagine.

PowerChannels serve as platforms or environments that support the lifestyle needs and interests of eDoorways users. In many ways analogous to a website, a PowerChannel may be established to serve a singular concept or purpose (eg, a blog or landing page) or with a goal of supporting multiple functions that may include buying and selling goods and services (e-commerce), identifying information and resources (search), and establishing communication among cooperating entities (chat). A PowerChannel has the advantage of being highly flexible while seamlessly integrating key lifestyle and business functions. PowerChannels may also be configured to support interactive video streamcasting.

## PowerChannel Ownership

eDoorways believes that our users should receive all the benefits associated with their hard work. The most important benefit we can think of is for the user to be able to profit from his/her effort. Users are the "pro" at what they do. It's our business to bring them all of the tools that they are going to need to be successful.

We believe that user's PowerChannels are a valuable asset that will increase its value over time. Users have the right to build their brand and ultimately, starting 12 months after a user creates his/her PowerChannel, sell it to an interested party. eDoorways serves as the user's nonexclusive agent in the process, granting the user a legal Deed of Ownership and at their election, listing their property in the Global Public Square Market.

## Global Chamber of Commerce

The GPS Chamber of Commerce was created to promote eDoorways PowerChannels and their interests in the Global Public Square as well as the Internet domain. Titled PowerChannel owners and other interested parties may join the Chamber of Commerce at their election. Should they do so they will subject their PowerChannels to various promotional and collaborative benefits. There is a fee of \$10 per month for Chamber of Commerce membership.

The Chamber of Commerce is tasked with the responsibility of promoting the general interests and priorities of the Global Public Square, both within the context of the eDoorways environment and elsewhere. When a user joins the Chamber his/her PowerChannel will benefit from his/her membership. First, the Chamber sponsors numerous promotions and events that bring attention to its members. In addition, the Chamber is a source of key GPS market information that can be valuable as a user plans his/her business activities.

## PowerChannel Association

eDoorways has created the GPS PowerChannel Owner's Association to address the specific needs, interests and priorities of PowerChannel owners / operators. A key function of the Association is to create and administer PowerChannel rules and regulations. The PowerChannel Owner's Association operates in a manner analogous to most homeowner's associations to assure that all PowerChannels adhere to minimum standards of integrity, operation and appearance. Titled PowerChannel owners may at their election, join the Association and participate in its activities. All eDoorways PowerChannels are subject to the rules and regulations of the Association.

As a PowerChannel owner and Association member the user elected to comply with Association standards when he/she agreed to the Terms and Conditions of ownership. eDoorways recommends that users take an active role in Association activities to assure that it acknowledges user interests and priorities.

#### Technologies Used to Provide Services

We believe that the initial eDoorways service offering will be accomplished through the integration of the following software technologies:

·	"Targeting" software - used to pinpoint consumers' physical location and market availability; available from numerous vendors.
·	"Push" software - used to drive "permission" marketing campaigns of our partners; available from numerous vendors.
·	Systems integration software - used to "manage" all of the above; available from numerous vendors.  Intelligent search software – used to assist consumers in obtaining timely and relevant solutions to their problems, both within the context of the moment and over a long period of time.
·	"Intelligent" teaching software - our proprietary expert systems based educational software; to be updated and revised to accommodate recent advances in presentation and transmission capabilities.

#### eDOORWAYS' "Intelligent" Teaching Technology

We developed our "intelligent" teaching technology in a previous incarnation of the company

approximately 10 years ago. At that time, the teaching technology established itself as an internationally known brand that received numerous awards for technical and marketing excellence. It is our intention to use the technology as part of a “doorway” called the LEARN service offering. In addition, we are exploring other opportunities for the teaching technology in the marketplace.

A key aspect of the eDoorways brand is that it brings additional resources to bear in solving the consumer's problem. One important resource is that of training and education on relevant lifestyle topics and issues, which is supported by our “intelligent” instructional technology. We have developed a highly advanced and internationally accredited teaching technology known as the “intelligent” instructional technology.

Our advanced software is an intuitive learning technology that creates a customized user profile by assessing the knowledge and skill level, and the strengths and weaknesses of the user through a sophisticated, yet easy to use Q&A format. As the user interacts with the learning environment, his/her profile and progress are benchmarked against an already stored “expert profile” of the demonstrated knowledge and skill that an expert in the field would have. Using the “expert profile” as a comparison, the program gauges the users progress and modifies the level of support accordingly, giving the less skilled user prompts and menus that are not provided to the more experienced user.

We are currently investigating ways to integrate our advanced learning technology with PowerChannels. The resulting service offering is anticipated to be called LearnChannels. The idea is to combine the power of our educational technology with the collaborative capabilities of PowerChannels to enhance learner interaction and retention.

#### The "Doorways" of the eDOORWAYS Brand

We intend to create seven “doorways” to our platform and service offering. Each doorway will be given a unique name, such as the initial SOLVE doorway, and will be established in the marketplace as a distinct sub-brand. Although these doorways have yet to be named, each is unique in their service offerings, as follows:

- Doorway I      eDoorways’ SOLVE doorway is the no-wait solution provider that rapidly brings you to the most relevant answer for any question you have. SOLVE is the most personalized and responsive online consumer learning and problem solving gateway ever developed. If you’re a small business, gain ultimate access to the most qualified customers—no matter what size business you run. If you’re a consumer, get the help you need based on the life you’re living and the things you’re doing right now. For enterprises, engage in one-on-one relationship management with your customers—in real time.
  
- Doorway II     Enter a world of enhanced personal participation where there are no hindrances due to your lack of knowledge. Obtain a more rich and thorough experience of any lifestyle activity with the help of an environment that brings you all relevant aspects of the lifestyle. If you like to tinker and explore, this doorway will be for you.

- Doorway III This doorway will offer an opportunity for anyone wishing to create a training experience for others or to further their own education to achieve their objective. It will offer a feature new to learning - the ability to tap into the skill and knowledge of others in a real-time venue to create a learning experience.
- Doorway IV This doorway brings technology, tolerance, and talent together to create new ideas, products, and possibilities. Imagine being able to go to a special place where you can air your creative thinking, run it by others of a similar mind, and turn it into a tangible, productive project using the unlimited human and information resources of the web.
- Doorway V This doorway connects those who want to help with those who need it. This extraordinary doorway will give those who wish to serve others the opportunity to bring tremendous focus and impact to their charitable action. You will be able to make your action known to those who care so that they may assist you in bringing your unique capabilities to a world in need.
- Doorway VI With this doorway, consumers will be able to bring and apply focus to their mind. It will offer tools and a supportive environment for self-help and analysis. If you are interested in enhancing your personal ability, this doorway will bring you the resources you need to move forward.
- Doorway VII The Cardinal Doorway that leads to and orchestrates all others. It is the source of the technology and horsepower that drives the other six doorways. Doorway VII is the all-seeing, all-knowing personal assistant. No matter which doorway you're in, Doorway VII will be standing at your side as your personal guide, assistant and mentor. It can tell you the questions you should be asking to accomplish your goal. And it is the ultimate provider of resources. Doorway VII will be the constant observer of both your actions and those of the world, reaching out to the world at the proper moment to bring you the exact knowledge and resources you need. Doorway VII will be constantly observing and learning, thereby enhancing the nature of the services it can offer.

We anticipate, although no assurance can be given, that we will complete the branding plan on or by the end of December, 2012. Until such time, we will not be able to make a final determination of the technologies we will require to offer the services contemplated above.

## COMPETITION

eDoorways will be an open website with typical HTML interactivity that people can access through internet searches as well as from a variety of partner/client websites. eDoorways' first doorway, SOLVE, will compete either directly or indirectly with the following web-based entities: GenieTown, LooBoo, The Local Guru, Local, Yub, Slide, Facebook, LinkedIn, Yahoo Answers, and Fatdoor. However, we believe that these competitors do not have a collaboratively based contextual (real time) service offering of the type contemplated by our business plan.

Below is a brief description of each of the businesses that we believe may be deemed to compete, either directly or indirectly, with our business.

Competitor	Description
GenieTown	The company helps consumers hire quality service providers. Services are offered in nearly every category. On GenieTown, anyone can be a Genie and everyone can find the right Genie for the job. GenieTown leverages the power of the Web and matches consumers with local service providers in a safe, efficient, and trusted manner.
LooBoo	LooBoo provides an extensive search database that is intended to provide its users with the ability to find businesses within a particular location.
The Local Guru	The Local Guru's mission is to deliver valuable tools and marketing for skilled Canadian residents, allowing people of like-skills to build relationships and grow business and contacts. Their goal is to become Canada's most effective way to link skilled persons with people in their community. TheLocalGuru.com is about capturing that skill and enabling people to leverage it for the benefit of self and community.
Local	Local.com is a leader in local search with the Local.com search engine and related products that deliver relevant search results. With more than 20 patents held or pending for search engine technologies, Local.com designed its local search engine to help users quickly and easily find the most relevant results for local businesses, products, and services. In addition to the local search engine, Local.com offers products and services that help advertisers, business partners and local businesses optimize results for local search queries, effectively matching end user searches with advertisers in ways that are beneficial to both sets of Local.com customers.

Yub	<p>Yub is an online mall where people meet, hang together, and get up to 25% back for shopping. The number of products listed in Yub's mall is 5,921,625. Like a real mall, you can hang out with friends, meet others, and people watch. Unlike a real mall, Yub personalizes your shopping and pays you for it.</p>
Slide	<p>Slide is the largest personal media network in the world, reaching more than 134 million unique global viewers each month and 30 percent of the U.S. Internet audience. Slide helps people express themselves and tell stories through personalized photos and videos created on Slide.com and viewed anywhere on the web or desktop.</p> <p>Slide widgets — including Slideshows, Guestbooks, SkinFlix and FunPix — are popular on top social networking and blog platforms, including MySpace, Facebook, Bebo, Hi5, Friendster, Tagged, Piczo and Blogger. Slide is also the leading application developer on Facebook with more than 63 million applications installed, including SuperPoke and Top Friends, the most active application by more than four times that of any other 3rd party developer.</p>
Facebook	<p>Facebook is a social utility that connects people with friends and others who work, study and live around them. People use Facebook to keep up with friends, upload an unlimited number of photos, share links and videos, and learn more about the people they meet. Facebook is made up of many networks, each based around a company, region, or school. You can join the networks that reflect your real-life communities to learn more about the people who work, live, or study around you.</p>
LinkedIn	<p>LinkedIn's mission is to help people be more effective in their daily work and open doors to opportunities using the professional relationships they already have. A LinkedIn network consists of a person's connections, their connections' connections, and the people they know, linking them to thousands of qualified</p>

	professionals.
Yahoo! Answers	With Yahoo! Answers, one can get real answers from real people. A user can ask questions easily, answer others' questions, and see what others are asking.
Fatdoor	Fatdoor aims to connect users with their neighbors by providing a localized social network for their physical community. The website integrates with Microsoft Virtual Earth to display local business and residential listings on an interactive map. Once users claim their listings, they can add profiles and put down their interests. Users can then plan events and form local interest groups with the site.

We believe that none of the primary competitors we have identified above can or has attempted to offer an intensive problem solving service of the nature that we've developed. Moreover, although websites such as Google and Ask.com offer their search capabilities as a problem solving tool, the searches that can be performed on such websites do not approximate the kind of collaborative problem solving service we are contemplating and as such, these sites are not deemed by us to be competitors of the Company. The eDoorways search function is combined with context-relevant information and other useful functions such as placing consumers in contact with retailers and manufacturers in real-time. This will enable consistent and continuous product/service status reports along with all other available information, guidance and support. It will also provide valuable context-relevant "community chat" solutions offered by other consumers familiar with the problem faced by the searching consumer.

Moreover, eDoorways provides a dedicated e-commerce marketplace with an extensive collaborative component. While companies like Craigslist and eBay compete in the buy-sell arena, neither offers a service that would allow retailers and manufacturers to collaborate with the consumer on a real-time basis.

The combination of the services and components of eDoorways 2.0, along with other proprietary functions of the platform yield an Interactive Intelligent search system that lies at the heart of our Web 3.0 consumer model.

Our branding strategy is based in a large part on our perception that the Internet services market is moving toward a new phase. We foresee a major push in the direction of aggregating both static and contextual information of potential interest to consumers and rendering that information to consumers in a form that is easier to understand and relate to. It can be safely assumed that the larger, more dominant players in the market will take the lead in this effort. Our plan is to move

quickly and effectively in an attempt to assume a dominant role in the niche before the larger players are able to act.

In view of the above, eDoorways' competitive advantage for eDoorways 2.0 may be summarized as follows:

- End-user benefits: On the same web page we will provide our users a seamless integration of search, ecommerce, and collaboration functionality in eDoorways 2.0 to enhance their ability to solve lifestyle problems, run their businesses and engage others of common interest and intent.

- User Benefits: Our users will have the opportunity to attract new customers, get closer to existing customers, learn about real-life business trends earlier and more efficiently than they do today, and grow sales while leveraging their existing infrastructure (i.e., they are already invested in web selling.)

#### DEPENDENCE ON ONE OR A FEW MAJOR CUSTOMERS

We presently do not have any customers for our services as we are still a development stage company.

#### PATENTS, TRADEMARKS, LICENSES, FRANCHISES, CONCESSIONS, ROYALTY AGREEMENTS OR LABOR CONTRACTS, INCLUDING DURATION:

In 2009, the Company filed applications for three Service Marks for the names "iDoorways", "Consumer 3.0" and "eDOORWAYS". As of October 4, 2011, these applications were still pending. In October, 2011, Gary Kimmons filed an application for a Service Mark for the name "The Global Public Square."

#### NEED FOR ANY GOVERNMENT APPROVAL OF PRINCIPAL PRODUCTS OR SERVICES

Not applicable.

#### EFFECTS OF EXISTING OR PROBABLE GOVERNMENT REGULATIONS ON OUR BUSINESS

As Internet commerce continues to evolve, increasing regulation by federal, state or foreign agencies may become more likely and our business may be subject to increase regulation in the area of data privacy, and laws and regulations applying to the solicitation, collection, processing or use of personal or consumer information. Any such laws could result in a decline in the use of the Internet and the viability of Internet-based products and services, which could harm our business and operating results.

#### RESEARCH AND DEVELOPMENT ACTIVITIES AND COSTS

All of our research and development activities are presently borne by the Company. As of September 30, 2011, we have spent \$5,119,764 on research and development activities. Our business plan calls for us to expend a total of approximately \$2,000,000 over the next twelve months for research and development. The company is currently negotiating a line of credit

agreement with independent third parties to provide for the funds necessary to cover our anticipated research and development expenses, however, no assurance can be given that we will be successful in obtaining such line of credit, or that such will be on terms favorable to us.

#### COSTS AND EFFECTS OF COMPLIANCE WITH ENVIRONMENTAL LAWS

We do not expect any environmental laws to give rise to additional costs to our business.

#### Employees

The Company had only two contract employees as of October 4, 2011.

#### **Item X The nature of the issuer's facilities**

The issuer's headquarters are located in Austin, Texas and consists of a small office we rented in northwest Austin . This space is targeted to become a short-term base of operations for launching the Company internationally in 2012. Upon the lease's expiry, the Company anticipates, although no assurance can be given, that we will relocate to a larger office space in the downtown Austin area at an approximate cost of \$3,000 per month.

We believe that our existing facilities are adequate to meet current requirements, and that suitable additional or substitute space will be available as needed to accommodate any further physical expansion of operations and for relocation of the headquarters to Austin.

#### Part D Management Structure and Financial Information

#### **Item XI The name of the chief executive officer, members of the board of directors as well as control persons:**

##### 1. Officers and Directors (Full Name)

Gary Frank Kimmons, CEO, Chief Financial Officer, Chairman of the Board  
Kathryn Lynn Kimmons, Secretary, Member of the Board  
Damian Lance Kimmons, Chief Operating Officer, Member of the Board  
Dr. Ramiro Jordan, Member of the Board

The following table sets forth the name, age and position of each of the members of our board of directors, executive officers and promoters as of October 4, 2011:

Our Board of Directors consists of only one class. All of the directors will serve until the next annual meeting of stockholders and until their successors are elected and qualified, or until their earlier death, retirement, resignation or removal. There are no family relationships among directors and executive officers. We also have provided a brief description of the business experience of each director and

executive officer during the past five years and an indication of directorships held by each director in other companies subject to the reporting requirements under the Federal securities laws.

Name	Age	Position
Gary F. Kimmons	61	Chairman of the Board President Chief Executive Officer Chief Financial Officer
Lance Kimmons	32	Director
Kathryn Kimmons	58	Director and Secretary
Dr. Ramiro Jordan	56	Director

2. Business Address. The business address for all of the aforementioned Officers and Directors is 3409 Esperanza Crossing, Suite 7211, Austin, Texas 78758.

3. - 4. Employment History / Board Memberships / Other Affiliations

GARY F. KIMMONS, has served as chairman of the board since August 1998, and from 1993 until April 1998. Mr. Kimmons has also served as president and chief executive officer since 1993 and secretary since September 1998. Mr. Kimmons has extensive experience in the design, development and implementation of business management and technical training systems. Mr. Kimmons received a Bachelor of Science degree in psychology, anthropology, and behavioral science from Rice University in 1973 and a master's degree in applied industrial psychology and management science from Stevens Institute of Technology in 1975. Board Memberships - eDoorways International Corporation. No other affiliations.

DAMIAN LANCE KIMMONS, rejoined the board on January 1, 2007. Mr. Kimmons originally held a position on the board in 2002. Mr. Kimmons has assisted his father, Gary Kimmons, with the development of our business development plan, with a key focus on the automotive vertical



								on (\$)	Earnings (\$)				
Gary F. Kimmons(1)													
CEO, CFO and Chairman of the Board	2010	240,000	60,000	N/A	N/A			N/A	N/A	N/A			300,000
				N/A	N/A			N/A	N/A	N/A			
Lance Kimmons, Director	2010	126,000	N/A	N/A	N/A			N/A	N/A	N/A			126,000
		N/A	N/A	N/A	N/A			N/A	N/A	N/A			N/A
Kathryn Kimmons Secretary and Director	2010	30,000											30,000
	2010	N/A	N/A	N/A	N/A			N/A	N/A	N/A			N/A

(1) Mr. Kimmons, the President and CEO of the Company is currently subject to an Employment Agreement with the Company. See "Employment Contracts" below.

For the calendar year-ended December 31, 2009 Gary F Kimmons earned \$44,962.60 in employee compensation.

For the calendar year-ended December 31, 2010 Gary F Kimmons earned \$14,568.36 in employee compensation.

For the third quarter of 2011 Gary F Kimmons earned \$21,300 in employee compensation (before expenses).

Lance Kimmons received \$14,300 in non-employee compensation for his role as COO for the 2010 fiscal year and \$6,500 for the third quarter of 2011.

For the calendar year-ended December 31, 2009 Kathryn K Kimmons earned \$11,200 in nonemployee compensation.

For calendar 2010 Kathryn L Kimmons received no non-employee compensation. No compensation has been paid during 2011.

#### Grants of Plan Based Awards

On March 31, 2004, the Board of Directors approved and adopted the Non Employee-Directors and Consultants Retainer Stock Plan for the Year 2004. The plan was established in order to provide a method whereby chosen directors and persons providing services to the Company may be offered incentives in addition to those presently available, and may be stimulated by increased personal involvement in the fortunes and success of the Company, thereby advancing the interests of the



Kimmons									
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### Election of Officers

Each director is elected at the Company's annual meeting of shareholders and holds office until the next annual meeting of stockholders or until the successors are qualified and elected. The bylaws permit the Board of Directors to fill any vacancy and such director may serve until the next annual meeting of shareholders or until his or her successor is elected and qualified.

### Compensation of Directors

The following table sets forth the aggregate cash compensation paid by the Company for services rendered by its Directors during the last completed fiscal year.

DIRECTOR COMPENSATION for Period Beginning January 1, 2010 and Ending December 31, 2010							
Name	Fees Earned or Paid in Cash (\$)	Stock Awards (\$)	Option Awards (\$)	Non-Equity Incentive Plan Compensation (\$)	Change in Pension Value and Nonqualified Deferred Compensation Earnings (\$)	All accrued unpaid Compensation	Total
Gary Kimmons	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Lance Kimmons	\$24,000	N/A	N/A	N/A	N/A	\$6,000	\$30,000
Kathryn Kimmons	N/A	-	N/A	N/A	N/A	\$30,000	\$30,000

### Employment Agreements

Gary Kimmons. On January 1, 2010, the Company entered into a three-year employment agreement with Gary Kimmons, to act as the CEO and President of the Corporation. The agreement will automatically extend at the end of the 3-year term, unless notification is given by either party to terminate. Compensation was set and authorized by Board of Directors and agrees to compensate Mr.

Kimmons in the following manner: a) Monthly salary of \$25,000 (annual salary of \$300,000); b) \$60,000 annual cash bonus representing 20% of Executive's annual base salary (executive may elect to receive bonus in the form of common stock rather than a cash payment); c) Company will issue 30,000,000 (thirty million) shares of restricted common stock to the Kimmons Family Partnership, LTD, as a reward for Mr. Kimmons' accomplishments related to the eDoorways initiative in 2009.

Lance Kimmons. On January 1, 2010, we entered into a two-year consulting services agreement with Lance Kimmons (a director of the company) to assist with operations and business development of eDoorways International. Mr. L. Kimmons will also serve on the board of directors for the year 2008, and will receive the monthly director compensation of \$2,500 per month, in addition to a \$8,000 per month fee for consulting services in relation to the operations and business development aspect of the contract.

Kathryn Kimmons. On January 1, 2010, eDoorways International Corporation entered into a non-employee director agreement with Kathryn Kimmons (a related party) to serve on the Board of Directors for the year 2010 and receive monthly director compensation of \$2,500.

#### SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT FOR Q2, 2011

<u>Name of Beneficial Owner</u>	<u>Number of Shares Beneficially Owned (1)</u>	<u>% of Outstanding Shares</u>
Gary Kimmons (CEO, CFO and Chairman)(2)	7	0.000%
Lance Kimmons (Director)	2,977	0.0005%
Kathryn Kimmons (Director and Secretary)(3)	0	0%
Kimmons Family Partnership (2) (3)	50,184	0.008%
E Lionheart Associates	549,000	0.088%
DebentureVision LLC	311,800	0.050%
Heritage Corporate Services	92,020	0.015%
Dr. Ramiro Jordan (Director)	42,213	0.007%
All directors and officers as a group (3 persons)	95,381	0.015%

1. All amounts shown in this column include shares obtainable upon exercise of stock options or warrants currently exercisable or exercisable within 250 days of the date of this table and is based on 6,217,709 of common stock outstanding as of October 4, 2011.
2. Mr. Gary Kimmons is a general partner of the Kimmons Family Partnership, Ltd., and as such has the sole voting, investment and disposition power over the 50,254 shares of Common Stock owned by the partnership
3. Mrs. Kimmons is deemed to have indirect beneficial ownership of these shares, as the spouse of Gary F. Kimmons.

#### B. Legal/Disciplinary History

None of the members of the board of directors have been the subject of legal or disciplinary action or are the subject of pending criminal proceedings.

#### C. Family Relationships

Gary Kimmons and Kathryn Kimmons are husband and wife. Lance Kimmons is the son of Gary and Kathryn Kimmons.

#### Section 16(a) Beneficial Ownership Compliance.

Section 16(a) of the Securities Exchange Act of 1934 requires our executive officers, directors and persons who own more than ten percent of our shares of common stock, to file initial reports of beneficial ownership on Form 3, changes in beneficial ownership on Form 4 and an annual statement of beneficial ownership on Form 5, with the SEC. Such executive officers, directors and greater than ten percent shareholders are required by SEC rules to furnish us with copies of all such forms that they have filed.

Based solely on our review of the copies of such forms filed with the SEC electronically, received by us and representations from certain reporting persons, for the fiscal year ended December 31, 2010, none of the officers, directors and more than 10% beneficial owners have filed Form 5's with the SEC.

#### Code of Ethics

We have adopted a code of ethics for our principal executive officers, which is posted on our internet website at [www.edoorways.com](http://www.edoorways.com).

#### Director Independence

Our determination of independence of directors is made using the definition of "independent director" contained in Rule 4200(a)(15) of the Marketplace Rules of the NASDAQ Stock Market ("NASDAQ"), even though such definitions do not currently apply to us because we are not listed on NASDAQ. We have determined that none of the members of our Board of Directors as of October 4, 2011 were "independent" within the meaning of such rules.

D. Related Party Transactions

There are no related party transactions in the fiscal period ending September 30, 2011.

E. Conflicts of Interest

There are no conflicts of interest in the fiscal period ending September 30, 2011.

**Item XII Financial information for the issuer through 9-30-11**

**Fred B. Vogt, Jr.**  
Certified Public Accountant  
6502 Mesa Drive  
Austin, TX 78731

To the Board of Directors  
eDoorways International Corporation  
Austin, Texas

I have compiled the accompanying statement of assets and liabilities and equity-accrual basis of eDoorways International Corporation as of September 30, 2011 and the related statements of revenues, expenses and retained earnings for the period of July 1 through September 30, 2011-accrual basis and the related statement of cash flows from the period July 1 through September 30, 2011. I have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with the accrual method of accounting.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accrual basis of accounting and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

My responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

Management has elected to omit substantially all of the disclosures ordinarily included in the financial statements presented in accordance with the accrual basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Company's assets, liabilities, equity, revenues and expenses. Accordingly, these financial statements are not designed for those who are not informed about such matters.

I am not independent with eDoorways International Corporation.

*Fred B. Vogt, Jr. CPA*

Fred B. Vogt, Jr.,  
Certified Public Accountant  
November 3, 2011

**eDoorways International Corporation**  
**Statement of Assets, Liabilities and Equity**  
As of September 30, 2011

Accrual Basis

	Sep 30, 11
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
1001 · Cash	553.08
1015 · Plains Capital Bank	35.00
<b>Total Checking/Savings</b>	588.08
Other Current Assets	
1499 · UNDEPOSITED FUNDS	15,000.00
<b>Total Other Current Assets</b>	15,000.00
<b>Total Current Assets</b>	15,588.08
<b>Fixed Assets</b>	
1550 · Fixed Assets net of Accum Depr	1,807.95
<b>Total Fixed Assets</b>	1,807.95
<b>Other Assets</b>	
1900 · DEPOSITS	2,000.00
1930 · SOFTWARE DEVELOPMENT	1,410,578.96
<b>Total Other Assets</b>	1,412,578.96
<b>TOTAL ASSETS</b>	<b>1,429,974.99</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
2000 · ACCOUNTS PAYABLE	1,000,774.54
<b>Total Accounts Payable</b>	1,000,774.54
Other Current Liabilities	
2760 · ACCRUED INTEREST - JUDGMENTS	393,746.16
2050 · Stock payable	544,312.00
2132 · Consulting Fee Payable-A Watson	9,000.00
2150 · NOTES PAYABLE (UNRELATED)	1,145,004.27
2740 · Accrued Expenses	134,250.00
2741 · KRISTI CARPENTER - TWC	109,224.69
2742 · FIDELITY LEASING	29,854.67
2743 · MARATHON OIL COMPANY	306,463.00
2744 · Accrued Settlement to Slater	8,400.00
2750 · Accrued compensation	80,846.70
2781 · Preferred Stock Payable	225,000.00
<b>Total Other Current Liabilities</b>	2,986,101.49
<b>Total Current Liabilities</b>	3,986,876.03
Long Term Liabilities	
2030 · Long-Term Notes	6,077,758.40
<b>Total Long Term Liabilities</b>	6,077,758.40
<b>Total Liabilities</b>	10,064,634.43
<b>Equity</b>	
3005 · APIC	460,491,479.97
3010 · PREFERRED STOCK SERIES-C	1,000.00
3011 · PREFERRED STOCK - SERIES D	1.00
3020 · COMMON STOCK	6,294,270.35
3900 · RETAINED EARNINGS	-449,427,575.97
Net Income	-25,993,834.79
<b>Total Equity</b>	-8,634,659.44
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>1,429,974.99</b>

Not Audited

**eDoorways International Corporation**  
**Statement of Revenues, Expenses and Retained Earnings**  
 July through September 2011

Accrual Basis

	Jul - Sep 11
Ordinary Income/Expense	
Expense	
Void	0.00
5000 · General & Administrative	
5020 · Bank Charges	10.00
5042 · Consulting Fees	5,250.00
Total 5000 · General & Administrative	5,260.00
5046 · COMPENSATION	
5043 · Contract Officer Fees-L Kimmons	6,500.00
5044 · Contract Officer Fees-G Kimmons	23,300.00
Total 5046 · COMPENSATION	29,800.00
5060 · DEPRECIATION & AMORTIZATION	138.72
Total Expense	35,198.72
Net Ordinary Income	-35,198.72
Other Income/Expense	
Other Expense	
8025 · LOSS ON EXTINGUISHMENT OF DEBT	1,531,920.00
Total Other Expense	1,531,920.00
Net Other Income	-1,531,920.00
Net Income	-1,567,118.72
Decrease in Retained Earnings	-1,567,118.72
Retained earnings beginning of the quarter	-447,860,457.25
Retained earnings as of September 30, 2011	-449,427,575.97
	=====

Not Audited

**eDoorways International Corporation**  
**Statement of Cash Flows**  
July through September 2011

	<b>Jul - Sep 11</b>
<b>OPERATING ACTIVITIES</b>	
Net Income	-1,567,118.72
Adjustments to reconcile Net Income to net cash provided by operations:	
2000 · ACCOUNTS PAYABLE	-29,215.00
2150 · NOTES PAYABLE (UNRELATED):2210 · Notes P...	15,000.00
<b>Net cash provided by Operating Activities</b>	<b>-1,581,333.72</b>
<b>INVESTING ACTIVITIES</b>	
1550 · Fixed Assets net of Accum Depr:1801 · ACCUM DE...	138.72
<b>Net cash provided by Investing Activities</b>	<b>138.72</b>
<b>FINANCING ACTIVITIES</b>	
2030 · Long-Term Notes:2905 · Note payable to SCB	-24,080.00
3005 · APIC	469,481.39
3020 · COMMON STOCK	1,148,273.39
<b>Net cash provided by Financing Activities</b>	<b>1,593,674.78</b>
<b>Net cash increase for period</b>	<b>12,479.78</b>
<b>Cash at beginning of period</b>	<b>3,108.30</b>
<b>Cash at end of period</b>	<b>15,588.08</b>

Not Audited

**eDOORWAYS INTERNATIONAL CORPORATION**  
**Statement of Shareholder Equity (Deficit)**  
**For the Third Quarter, 2011**

	Preferred Shares	Stock Amount	Common Stock Par .001		Additional Paid-In Capital	Accumulated Deficit	Total
			Shares	Amount			
Balance December 31, 2007	1,000	1	13,313,846	13,318	62,818,788	(61,284,093)	(4,593,154)
Preferred stock issued for compensation	750,000	750	-	-	134,250	-	135,000
Preferred stock issued for services	250,000	250	-	-	44,750	-	45,000
Common stock issued for services	-	-	229,384,143	229,384	1,844,916	-	2,074,300
Common stock issued for compensation	-	-	40,437,500	40,437	312,325	-	352,763
Common stock issued for debt conversion	-	-	34,606,738	34,607	813,290	-	847,897
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Discount on convertible debt	-	-	-	-	16,262	-	16,262
Fair value adjustment	-	-	-	-	14,013	-	14,013
Net loss for year ended December 31, 2008	-	-	-	-	-	-	(6,745,727)
Balance December 31, 2008	1,001,000	1,001	317,747,227	317,747	66,003,083	(61,284,093)	(7,849,157)
Common stock issued for services	-	-	231,017,056	231,017	3,021,067	-	3,252,084
Common stock issued for debt conversion	-	-	36,427,148	36,427	444,970	-	481,397
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Net loss for year ended December 31, 2009	-	-	-	-	-	-	(7,950,291)
Balance December 31, 2009	1,001,000	1,001	585,191,431	585,191	69,473,609	(74,170,988)	(8,543,266)
Preferred stock issued for debt conversion	103,647,807	103,647	-	-	2,060,387	-	2,060,387
Common stock issued for services	-	-	201,622,995	201,623	1,245,468	-	1,447,091
Common stock issued for compensation	-	-	154,529	1,545	5,000	-	6,545
Common stock issued for debt conversion	-	-	438,654,146	438,654	761,751	-	1,200,405
Common stock for loans	-	-	6,171,429	6,171	8,175	-	14,346
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Net loss for year ended December 31, 2010	-	-	-	-	-	-	(3,829,137)
Balance December 31, 2010	104,648,807	104,648	1,231,794,530	1,233,184	73,558,879	(82,121,279)	(8,562,400)
Common stock issued for capital acquisition	-	-	797,777,777	797,778	41,214	-	838,992
Common stock issued for services	-	-	83,976,926	83,977	75,500	-	159,477
Common stock issued for debt conversion	-	-	362,680,000	362,680	18,504	-	381,184
Common stock for debt extinguishment	-	-	708,984,404	708,984	94,047	-	803,031
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Net loss for period ended March 31, 2011	-	-	-	-	-	-	(2,187,173)
Balance March 31, 2011	104,648,807	104,648	3,185,213,637	3,186,603	73,792,633	(82,932,331)	(9,139,698)
Common stock issued for capital acquisition	-	-	400,000,000	400,000	21,214	-	421,214
Common stock issued for services	-	-	255,111,767	255,112	50,439	-	305,551
Common stock issued for debt conversion	-	-	200,000,000	200,000	10,204	-	210,204
Common stock for debt extinguishment	-	-	495,999,600	495,999	24,788	-	520,787
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Net loss for period ended June 30, 2011	-	-	-	-	-	-	(5,810)
Balance June 30, 2011	104,648,807	104,648	4,536,325,004	4,537,714	73,903,767	(82,932,331)	(10,601,943)
Common stock issued for capital acquisition	-	-	400,000,000	400,000	12,925	-	412,925
Common stock issued for services	-	-	77,500,000	77,500	12,250	-	89,750
Common stock issued for debt conversion	-	-	400,000,000	400,000	12,000	-	412,000
Common stock for debt extinguishment	-	-	993,600,000	993,600	41,885	-	1,035,485
Fair value of derivatives converted to equity	-	-	-	-	4,489	-	4,489
Net loss for period ended September 30, 2011	-	-	-	-	-	-	(1,567,118)
Balance September 30, 2011	*104,648,807	104,648	*6,407,425,004	6,408,814	460,481,479	(449,427,525)	(10,989,474)

\* Share amounts are pre - October 27, 2011 (1000:1) reverse split

## Financial notes

### eDOORWAYS INTERNATIONAL CORPORATION

#### (A DEVELOPMENT STAGE COMPANY)

#### Notes to Financial Statements

### Note 1 - Summary of Significant Accounting Policies

#### Nature of Business

The Company is a development stage entity incorporated in Delaware in 1988, under the name "Technicraft Financial, Ltd." In August 1994, the Company acquired GK Intelligent Systems, Inc., a Texas corporation, and changed its name to GK Intelligent Systems, Inc. Through 1999, the Company was principally engaged in the development and marketing of software products capable of interaction with and adaptation to the needs of software users and interpretation of data. The Company changed its name in 2005 to M Power Entertainment, Inc. M Power planned to create a lifestyle information/entertainment platform. In 2006, M Power redesigned its platforms. Its new platforms were designed to offer an enhanced form of interactivity and support for today's visually oriented web surfing community. On August 20, 2007, the Company changed its name to eDoorways Corporation. In September, 2010 we changed our name to eDoorways International Corporation.

eDoorways is a web-based personal lifestyle information enhancement and problem solving gateway, lifestyle information source, and business-to-consumer marketplace. Our business strategy is to obtain revenue from lifestyle product and service purchases made while consumers visit our marketplace.

#### Basis of Presentation

The financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America. The Company is a Development Stage Company, as defined by Statement of Financial Accounting Standards No.7 "Accounting and Reporting for Development Stage Enterprises." The Company re-entered the development stage on January 1, 2006 after disposing of its operations in M Power.

#### Reclassifications

Certain amounts in the financial statements of the prior year have been reclassified to conform to the presentation of the current year for comparative purposes.

#### Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of operations. Examples include estimates of loss contingencies, including legal risks and exposures,

valuation of stock-based compensation; the potential outcome of future tax consequences of events that have been recognized in our financial statements or tax returns; and valuation of derivative instruments. Actual results could differ from those estimates.

#### Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. These accounts may at times exceed federally insured limits. The Company has not experienced any losses on such accounts. As of September 30, 2011, there were no cash balances in excess of federally insured limits.

#### Fair Value of Financial Instruments

For certain of our financial instruments, including accounts receivable, accounts payable, accrued expenses, interest payable, bank overdraft, advances payable and notes payable, the carrying amounts approximate fair value due to their relatively short maturities.

#### Deferred Financing Costs

Payments, either in cash or share-based payments, made in connection with the sale of debentures are recorded as deferred debt issuance costs and amortized using the effective interest method over the lives of the related debentures.

#### Property, Plant & Equipment

Property and equipment are carried at cost and as of September 30, 2011, and consists solely of computer equipment. Depreciation is provided using the straight-line method for financial reporting purposes based on estimated useful lives of three years.

The cost of asset additions and improvements that extend the useful lives of property and equipment are capitalized. Routine maintenance and repair items are charged to current operations. The original cost and accumulated depreciation of asset dispositions are removed from the accounts and any gain or loss is reflected in the statement of operations in the period of disposition.

#### Valuation of Derivative Instruments

FAS 133, "Accounting for Derivative Instruments and Hedging Activities" requires bifurcation of embedded derivative instruments and measurement of fair value for accounting purposes. In addition, FAS 155, "Accounting for Certain Hybrid Financial Instruments" requires measurement of fair values of hybrid financial instruments for accounting purposes. In determining the appropriate fair value, the Company uses a variety of valuation techniques including Black Scholes models, Binomial Option Pricing models, Standard Put Option Binomial models and the net present value of certain penalty amounts. Derivative liabilities are adjusted to reflect fair value at each period end, with any increase or decrease

in the fair value being recorded in results of operations as Adjustments to Fair Value of Derivatives. The effects of interactions between embedded derivatives are calculated and accounted for in arriving at the overall fair value of the financial instruments. In addition, the fair values of freestanding derivative instruments such as warrant derivatives are valued using the Black Scholes model.

#### Income Taxes

An asset and liability approach is used for financial accounting and reporting for income taxes. Deferred income taxes arise from temporary differences between income tax and financial reporting and principally relate to recognition of revenue and expenses in different periods for financial and tax accounting purposes and are measured using currently enacted tax rates and laws. In addition, a deferred tax asset can be generated by net operating loss carry forwards ("NOLs"). If it is more likely than not that some portion or all of a deferred tax asset will not be realized, a valuation allowance is recognized.

#### Revenue Recognition

The Company recognizes revenues when services have been performed, collections are reasonably assured and no further obligations exist. eDoorways International Corporation had no revenues from continuing operations in 2008, 2009 or through the period ending September 30, 2011.

#### Stock-Based Compensation

Stock-based compensation expense includes the estimated fair value of equity awards vested during the reporting period. The expense for equity-awards during the reporting period is determined based upon the grant date fair value of the award and is recognized as expense on the grant date. All shares issued to date for stock-based compensation have vested on the grant date.

#### Loss Per Share

Basic and diluted net income (loss) per share calculations are presented in accordance with Statement of Financial Accounting Standards ("SFAS") No. 128, and are calculated on the basis of the weighted average number of common shares outstanding during the period. They include the dilutive effect of common stock equivalents in periods with net income.

Common stock equivalents represent the dilutive effect of the assumed conversion of convertible notes payable and Series C convertible preferred stock, using the "if converted" method, at either the beginning of the respective period presented or the date of issuance, whichever is later, and only if the common stock equivalents are considered dilutive based upon the Company's net income (loss) position at the calculation date. Common stock equivalents also include the effect of the exercise of outstanding warrants using the treasury stock method, at either the beginning of the respective period presented or the date of issuance, whichever is later, and only if the warrants are considered dilutive based upon the exercise price of the warrants and the average trading price of the stock during the period. All common stock equivalents were considered anti-dilutive for the years ended December 31, 2010, 2009 and 2008.

Recently issued accounting pronouncements:

eDoorways International Corporation does not expect that any recently issued accounting pronouncements will have a significant impact on the financial statements of the Company.

#### Note 2 – Going Concern

These financial statements have been prepared on a going concern basis. As of September 30, 2011, eDoorways International Corporation had an accumulated deficit of \$460,481,479 and a third quarter 2011 working capital deficit of \$19,610. The continuation of eDoorways International as a going concern is dependent upon financial support from its shareholders, the ability to obtain necessary equity or debt financing and the attainment of profitable operations. These factors raise substantial doubt regarding eDoorways International Corporation's ability to continue as a going concern. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should eDoorways International Corporation be unable to continue as a going concern.

eDoorways International Corporation is currently completing arrangement for an equity financing to fund its development plan; the Company can provide no assurance that financing will be available on terms acceptable to the Company or at all. Management believes, however, that actions presently being taken to obtain additional funding and implement its strategic plans provide the opportunity for the Company to continue as a going concern.

#### Note 3 - Convertible Debentures

On March 30, 2007, the Company entered into a Securities Purchase Agreement (the "Securities Purchase Agreement") with New Millennium Capital Partners II, LLC, AJW Qualified Partners, LLC, AJW Offshore, Ltd. and AJW Partners, LLC (collectively, the "Investors"). Under the terms of the Securities Purchase Agreement, the Investors purchased an aggregate of (i) \$165,000 in callable convertible secured notes (the "Notes") and (ii) warrants to purchase 1,500,000 shares of our common stock (the "Warrants"). After the effect of the reverse common stock split of 2000 to 1 in 2007 the warrants were reduced to 750 shares.

The Notes carried an interest rate of 8% and a maturity date of March 30, 2010. The notes were convertible into our common shares at 50% of the average of the lowest three (3) trading prices for our shares of common stock during the twenty (20) trading day period prior to conversion.

In addition, the Company granted the investors a security interest in substantially all of its assets and intellectual property as well as registration rights.

The Company simultaneously issued to the Investors seven year warrants to purchase 1,500,000 shares of common stock at an exercise price of \$.0016 per common share.

The Investors contractually agreed to restrict their ability to convert the Notes and exercise the Warrants and receive shares of the Company's common stock such that the number of shares of the

Company's common stock held by them and their affiliates after such conversion or exercise does not exceed 4.99% of the then issued and outstanding shares of the Company's common stock.

eDoorways International Corporation evaluated the convertible debentures and the warrants under SFAS No. 133 "Accounting for Derivatives" and EITF 00-19 "Accounting for Derivative Financial Instruments Indexed to and Potentially Settled in a Company's Own Stock". eDoorways International Corporation determined that the convertible debentures contained an embedded derivative for the conversion option and the warrants qualified as free standing derivatives. The conversion option allowed for an indeterminate number of shares to potentially be issued upon conversion. This results in eDoorways International Corporation being unable to determine with certainty they will have enough shares available to settle any and all outstanding common stock equivalent instruments. eDoorways International Corporation would be required to obtain shareholder approval to increase the number of authorized shares needed to share settle those contracts. Because increasing the number of shares authorized is outside of eDoorways International Corporation control, this results in these instruments being classified as liabilities under EITF 00-19 and as derivatives under SFAS No. 133.

The impact of the application of SFAS No. 133 and EITF 00-19 on the balance sheets as of September 30, 2011 is as follows:

	December 31,		<u>2009</u>
	2008	2009	Gain (Loss)
Embedded derivative –			
Convertible Debentures	\$ -	\$ -	\$ - (a,b)
Freestanding derivative –			
Warrants	-	-	- (c)
Total	\$ -	\$ 2,805,523	\$ (1,366,315)

- (a) During the year ended December 31, 2008, the holders of the Convertible Debentures elected to convert principal in the amount of \$5,770 into 2,700,000 shares of common stock. This resulted in a decrease in the derivative liability of \$4,489, which represented the fair value of the embedded derivative associated with converted principal on the date of conversion.
- (b) On August 29, 2008, the Convertible Debentures were modified to eliminate the conversion feature. As a result, the embedded derivative was eliminated. The embedded derivative was revalued as of August 29, 2008 at \$4,153,336. See discussion of the New Notes below.

(c) On August 29, 2008, the embedded derivative was eliminated which also eliminated the derivative classification of the freestanding derivative warrants. The warrants were revalued as of August 29, 2008 at \$14,013 and were reclassified to additional paid-in capital.

The derivatives were valued using the Black-Scholes Option Pricing Model. The variables used in the valuation of these derivatives as of August 29, 2008 (the date of revaluation) were as follows:

Volatility	357% - 486%
Discount rate	1.90% - 3.34%
Expected dividend rate	0%
Stock price on the measurement date	\$ 0.03
Expected term	.17 – 6.32 years

During April 2008, eDoorways International Corporation received notice of default from the holders of its convertible debentures, because eDoorways International Corporation had not issued shares of common stock based on conversion notices from the holders of the Convertible Debentures. On August 29, 2008 and amended January 26, 2009, and further amended on August 4, 2009 eDoorways International Corporation and the holders of the Convertible Debentures entered into a repayment agreement on the notes (“New Notes”). Under the terms of the New Notes, eDoorways International Corporation was to be required to make monthly payments in the following amounts beginning August of 2009:

	Monthly Amount	Total Each Period
Month 1-3	\$ 32,115	\$ 96,346
Month 4-6	53,976	161,928
Month 7-12	80,963	485,778
Month 13-24	134,939	1,619,268
Month 25-36	242,890	2,914,680
Total		\$ 5,278,000

Under the terms of the New Notes, as amended, eDoorways International Corporation will have no obligation to issue shares of its common stock or to make any payments other than those listed above. If eDoorways International Corporation makes all payments as required, the Convertible Debentures will be considered paid in full. If eDoorways International Corporation fails to make any payment required by the New Notes, the New Notes will be considered to have never executed, and the Convertible Debentures would remain in effect.

The Company has not made the payments as were required under the New Notes. Accordingly, on August 4, 2009, eDoorways International Corporation entered into an amendment to the New Notes; under the amendment to the New Notes, eDoorways International Corporation at its option can elect to make payments with common stock of the Company at the current market value. The number of shares of common stock to be issued upon each payment shall be determined by dividing the amount of the monthly payment by the Conversion Price. The Conversion Price shall equal the lowest trading price for the common stock during the five-day trading period ending one day prior to the date that the Company gives the notice that it intends to make its payment in stock.

eDoorways International Corporation evaluated the conversion feature arising from the amendment to the New Notes under SFAS No. 133 "Accounting for Derivatives" and EITF 00-19 "Accounting for Derivative Financial Instruments Indexed to and Potentially Settled in a Company's Own Stock". eDoorways International Corporation determined that the conversion feature contained an embedded derivative for the conversion option. The conversion option allowed for an indeterminate number of shares to potentially be issued upon conversion. This results in eDoorways International Corporation being unable to determine with certainty they will have enough shares available to settle any and all outstanding common stock equivalent instruments. eDoorways International Corporation would be required to obtain shareholder approval to increase the number of authorized shares needed to share settle those contracts. Because increasing the number of shares authorized is outside of eDoorways International Corporation control, this results in these instruments being classified as liabilities under EITF 00-19 and as derivatives under SFAS No. 133. Further, the Company will be required to measure the fair value of the conversion feature at each reporting period and reflect changes in the fair value in its statement of operations.

eDoorways International Corporation determined that the modification on August 29, 2008, as amended, of the terms of the existing debt represented a troubled debt restructuring in accordance with SFAS No. 15 "Accounting by Debtors and Creditors for Troubled Debt Restructurings", because eDoorways International Corporation was experiencing financial difficulties and the lenders granted a concession to the Company based on a comparison of the effective interest rate of the Convertible Debentures and the New Notes. The total undiscounted future cash payments of the New Notes compared with the carrying amount of the Convertible Debentures including the related accrued interest, deferred financing costs and embedded derivative related to the conversion option as of August 29, 2008 was as follows:

	Amount
Principal amount of Convertible Debentures	\$ 2,240,584
Fair value of embedded derivative liability	4,153,336
Accrued interest on Convertible Debentures	290,351
Less:	
Unamortized deferred financing costs	(82,954)
Unamortized discount	(1,298,627)
Carrying amount of Convertible Debentures	<u>5,302,690</u>
Less: Expected future cash flow under New Notes	(5,295,000)
Gain on extinguishment of debt	<u>\$ 7,690</u>

The total future cash payments are less than the carrying amount of the Convertible Debenture immediately before the issuance of the New Notes. As of August 29, 2008 and in accordance with SFAS No. 15, eDoorways International Corporation reduced the carrying amount of the Convertible Debentures to an amount equal to the total future cash payments specified by the New Notes and recognized a gain on the restructuring of debt in the amount of \$7,690. All cash payments under the terms of the New Notes will be accounted for as reductions of the carrying amount of the New Notes and no interest expense shall be recognized. The embedded derivative liability was revalued as of August 29, 2008 in order to determine the carrying amount of the Convertible Debentures. No embedded derivative liability was recorded after the issuance of the New Notes, because the New Notes do not contain a conversion option of any kind.

The issuance of the New Notes removed the embedded derivative associated with the Convertible Debentures. As a result, eDoorways International Corporation concluded that it had sufficient authorized and unissued shares to issue the number of shares required under the warrants described above (Freestanding derivatives) and, therefore, all of these warrants, should not be treated as derivative liabilities as of August 29, 2008. The fair value of these warrants was marked to market on the date they no longer were accounted for as derivatives and a derivative gain of \$286,470 was recorded. The balance of the derivative liability in the amount of \$14,013 was then recorded as a contribution to additional paid-in capital on August 29, 2008.

On December 29, 2008, New Notes in the principal amount of \$2,000 were converted into 2,406,738 shares of common stock. The shares issued were valued on the date of the transaction. As a result of the transaction, the Company recognized a loss of \$7,627 on conversion of debt.

#### Note 4 – Notes payable and convertible notes payable

During October and November 2007, eDoorways International Corporation borrowed a total of \$91,100 under various short-term convertible notes payable. The notes bear interest at 0%, matured within 10 days, and were convertible into shares of common stock at between \$0.075 and \$0.09 per share (50% of the market price of the common stock on the date of issuance of the notes). During the fourth quarter of 2007, all of these convertible notes in the amount of \$91,100 were converted into 1,575,776 shares of common stock. Upon conversion we recognized a \$54,000 loss on extinguishment of debt due to the conversion price being greater than the amount owed on two of the loans. Under the terms of the warrants issued in connection with the 6% convertible debentures, if the Company issues common stock at a discount to the exercise price of the warrants, the exercise price of the warrants to purchase shares of common stock is adjusted downward in proportion to the discount given in the new equity issuance. The outstanding warrants affected by this change are 750 warrants with an exercise price of \$3.20 expiring March 30, 2014 and 15,000 warrants with an exercise price of \$200 that expire April 25, 2013.

On October 25, 2007, the Company completed a financing agreement with private investors and received cash proceeds of \$250,000. eDoorways International Corporation issued the investors secured convertible debentures totaling \$250,000 with an 8% interest rate and a maturity date of October 25, 2010. The debentures are convertible into common shares at a discount of 50% of the average of the lowest three (3) trading prices during the twenty (20) trading day period prior to conversion. eDoorways International Corporation simultaneously issued to the private investors seven year warrants to purchase 10,000,000 common shares at an exercise price of \$0.0001.

At September 30, 2008, eDoorways International Corporation had retired various unsecured notes payable.

eDoorways International Corporation evaluated the terms of all its convertible notes in accordance with EITF 98-5 and EITF 00-27 and concluded that these notes did not result in a derivative. eDoorways International Corporation evaluated the terms of the convertible notes and concluded that there was a beneficial conversion feature. The discount related to the beneficial conversion feature was valued at \$16,262 at inception based on the intrinsic value of the discount. The discount was amortized using the effective interest method over the 10-day term of each note. During the year ended December 31, 2008, \$16,262 was charged to additional-paid-in capital for the amortization of the beneficial conversion feature.

During the year ended December 31, 2008, eDoorways International Corporation issued promissory notes in the amount of \$665,000 to various individuals and companies in exchange for services provided to the Company. The notes carried no interest and had a term of 10 days. They were convertible into common stock of eDoorways International Corporation at a rate of between \$0.006 and \$0.025 per common share during the 10-day term of the notes. The holders of each of these notes elected to convert them into a total of 28,500,000 shares of common stock. The shares were valued at fair value of the date of settlement of \$822,500. As a result, eDoorways International Corporation recognized a loss on debt settlement of \$157,500.



Net operating loss carry-forward	\$ 4,480,000	\$ 6,400,000	\$ 8,320,000
Stock options issued for services	238,929	238,929	238,929
Other	-	-	-
Total gross deferred tax assets	<u>\$ 4,725,929</u>	<u>\$ 6,638,929</u>	<u>\$ 8,630,607</u>
Less: Valuation allowance	(4,725,929)	(6,638,929)	(8,630,607)
Net deferred tax asset	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The effective tax rate is substantially the same as the statutory rate for the years ended December 31, 2008, 2009 and 2010.

#### Note 6 - Commitments and Contingencies

##### A) Litigation

On February 10, 2000, the Texas Workforce Commission placed an administrative lien on us in the amount of \$109,024 in connection with a claim for unpaid compensation by our former employees.

A default judgment was taken against us in favor of Marathon Oil Company on August 31, 1999 in the amount of \$326,943 representing past and future rentals under a lease agreement, together with \$7,500 in attorney's fees and post judgment interest at 10% per annum until paid, credit towards the judgment was ordered for sale of personal property by the Sheriff or Constable. We believe the personal property sold for approximately \$28,000. To the extent that the property was leased during the unexpired term, it is possible that there would be a mitigation of the damages claim in our favor. We believe that some or all of the space was subsequently rented approximately 90 days later. The remaining \$306,443 has been accrued in our financial statements under the heading Judgments payable.

Under V.T.C.A., Civil Practice & Remedies Code Section 34.001(b), if a writ of execution is not issued within 10 years after rendition of a judgment, the judgment becomes dormant. A writ was issued in the Fall of 1999, but no known writ of execution has been issued since. It is therefore believed that any writ to be issued is now dormant and voidable.

On August 31, 2006, Deanna S. Slater, an independent contractor formerly with M Power Entertainment, Inc., brought suit in County Civil Court at Law Number Four in Harris County, Texas, Docket Number 872,560, alleging breach of contract, quantum meruit, promissory estoppel and for attorney's fees. Ms Slater did not claim any specific dollar amount in damages but the court on December 29, 2006 granted our Special Exceptions and she amended her petition alleging the amount she sought in damages along with certain other pleading requirements. The pre-lawsuit demand was for payment of \$15,785. Trial was held on this matter in November 2007. On December 31, 2007 the court awarded Deanna S. Slater the sum of \$3,400 and \$5,000 to her

attorneys. We recorded the amount of \$8,400 in our Financial Statements as of December 31, 2008 and 2007.

The amount of accrued interest on all these unpaid judgments totaled \$393,746 as of October 4, 2011.

On April 5, 2010, Giselle Koy, an alleged business partner of Ian Mitchell brought suit in the 261<sup>st</sup> Judicial District Court of Travis County, Austin, Texas, Cause Number D-1-GN-10-001071, alleging that Gary Kimmons, CEO, and eDoorways International Corporation fraudulently induced Koy to invest in preferred stock which was not delivered. Koy is seeking recovery of her costs and attorney's fees. In April, Ian Mitchell was added as a defendant. The lawsuit is awaiting trial. It is the position of Kimmons and the company that there was no prior knowledge of or involvement with Koy giving rise to any claims that she has alleged.

On July 12, 2010, Ian Mitchell and EC Technologies Corporation brought suit in the 419<sup>th</sup> Judicial District Court of Travis County, Austin Texas, Cause Number D-1-GN-10-002381, alleging breach of contract and fraudulent inducement by Gary Kimmons, CEO, and eDoorways International Corporation in a failed acquisition contemplated by the parties. Mitchell was requesting exemplary damages and attorney fees. Counsel for the company requested that the case be remanded to the 261<sup>st</sup> Judicial Court in Austin. In August 2010, Giselle Koy was added by Mitchell as a defendant. The lawsuit was dismissed on August 31, 2011 by the court for want of prosecution.

We are not aware of any other claims or assessments, other than as described above, which may have a material adverse impact on our financial position or results of operations.

#### B) Consulting Agreements

Gary Kimmons. On January 1, 2010, the Company entered into a three-year employment agreement with Gary Kimmons, to act as the CEO and President of the Corporation. The agreement will automatically extend at the end of the 3-year term, unless notification is given by either party to terminate. Compensation was set and authorized by Board of Directors and agrees to compensate Mr. Kimmons in the following manner: a) Monthly salary of \$25,000 (annual salary of \$300,000); b) \$60,000 annual cash bonus representing 20% of Executive's annual base salary (executive may elect to receive bonus in the form of common stock rather than a cash payment); c) Company will issue 30,000,000 (thirty million) shares of restricted common stock to the Kimmons Family Partnership, LTD, as a reward for Mr. Kimmons' accomplishments related to the eDoorways initiative in 2009.

Lance Kimmons. On January 1, 2010, we entered into a two-year consulting services agreement with Lance Kimmons (a director of the company) to assist with operations and business development of eDoorways International. Mr. L. Kimmons will also serve on the board of directors for the year 2008, and will receive the monthly director compensation of \$2,500 per month, in addition to a \$8,000 per month fee for consulting services in relation to the operations and business development aspect of the contract.

Kathryn Kimmons. On January 1, 2010, eDoorways International Corporation entered into a non-employee director agreement with Kathryn Kimmons (a related party) to serve on the Board of Directors for the year 2010 and receive monthly director compensation of \$2,500.

Ajene Watson. On March 10, 2008, eDoorways International Corporation entered into a consulting agreement ("Watson Agreement") with Ajene Watson, an individual consultant and a related party in New York, who is charged with establishing an entertainment vertical service offering as a component of eDoorways International Corporation. The agreement had an initial "trial" period of 90 days and converted to a month-to-month agreement thereafter. Ajene Watson and his affiliates received, upon execution of the agreement, a retainer of \$155,000 in the form of a non-refundable cash retainer of \$5,000; a non-refundable equity retainer of \$105,000 in free trading common stock at a price of \$0.0025 per common share or 42,000,000 shares and a non-refundable equity retainer of \$45,000 in restricted common stock at a price of \$0.005 per common share or 9,000,000 shares, according to the share values stipulated in the agreement. The agreement was executed on March 10, 2008 and approved by the Board on March 11, 2008.

eDoorways International Corporation valued those shares in accordance with generally accepted accounting principles at the then current fair value of the equity of \$0.012 a share on March 10, 2008 or \$612,000 in aggregate. This amount was recorded as general and administrative expense during 2008.

Under the terms of the contract beginning April 1, 2008, eDoorways International Corporation shall pay Ajene Watson a monthly compensation of \$50,000 on the first business day of each month. The payment shall be made as follows:

1. 58% or \$29,000 of the monthly compensation shall be paid in the form of Restricted Common Stock determined based on a 10% discount from the day's prior closing bid price. Such compensation is not to exceed 5,800,000 shares or calculate lower than a per share price of \$0.005. If the per share price of the Compensation equates to less than \$0.005 per common share, the Company shall issue the maximum shares of 5,800,000 and pay the deficit in cash within 30 days. The first payment was due on April 1, 2008.

2. 39% or \$19,500 of the monthly compensation shall be in the form of eDoorways International Corporation' common stock on the first business day of each month. Such compensation is not to exceed 2,785,714 shares or calculate lower than a per share price of \$0.007 per common share. If the per share price of the compensation equates to less than \$0.007 per share, eDoorways International Corporation shall issue the Maximum shares of 2,785,714 and pay the deficit in cash within 30 days.

3. 3% or \$1,500 of the monthly compensation shall be paid in cash on the first business day of each month.

During the year ended December 31, 2008, eDoorways International Corporation issued a total of 69,341,855 shares of common stock in payment for services under the agreement. The shares were valued at \$680,692, which was included in general and administrative expense. At December 31, 2008, eDoorways International Corporation owed an additional 38,537,112 shares of common stock, which

were valued at \$339,145 and are included in stock payable.

As of August 31, 2009, an additional 30,000,000 shares of common stock valued at \$60,000 have been issued under the Watson Agreement, as a retention bonus.

A Re-Engagement Agreement was signed by the company and Ajene Watson, LLC on October 1, 2009. Under this agreement, Ajene Watson was to receive a monthly compensation of \$75,000 for management, business development and strategy consulting.

#### Note 7 - Stock Options and Warrants

During 1998, eDoorways International Corporation established a stock option plan subsequently amended and now known as the "2004 Stock Option Plan" to promote its interests by attracting and retaining exceptional employees and directors. The Plan provides for the issuance of up to 2,000,000 shares of common stock. Any employee or consultant is eligible to be designated a participant. The Board has sole and complete authority to determine the employees to whom options shall be granted, the number of each grant and any additional conditions and limitations. The exercise price shall not be less than the fair market value of the underlying shares. In March 2009, the Company issued 2,000,000 shares under the stock incentive compensation program.

In addition, eDoorways International Corporation periodically issues warrants to purchase common stock in conjunction with debt issuances and; as incentive compensation for services or settlement of debt to officers, directors, employees, and consultants.

The following table is an analysis of warrants for the purchase of eDoorways International Corporation' common stock starting September 30, 2009 and continuing to September 30, 2011.

	Warrants	Weighted Average Exercise Price
Outstanding, December 31, 2006	15,339	\$ 195.5800
Granted	10,000,750	0.0003
Expired/Cancelled		
Exercised	-	-
Outstanding, December 31, 2007	10,016,089	\$ 0.2999

Granted	-	
Expired/Cancelled	-	
**Exercised on January 11, 2010	10,000,000	0.001
Outstanding, <b>March 31, 2011</b>	<u>16,089</u>	<u>0.2999</u>

\*\* On January 11, 2010, AJW Partners LLC (880,000 shares), AJW Masters Fund LTD (9,010,000 shares) and New Millenium Capital Partners II, LLC (110,000 shares) exercised stock purchase warrants for 10,000,000 shares dated October 25, 2007 for the aggregate amount of \$1,000.00.

#### Note 8 - Stockholders Equity

##### Preferred Stock

On January 20, 2006, eDoorways International Corporation filed a Certificate of Designation to designate 1,000 shares of Series D preferred at a par value of one-tenth of one cent (\$0.001). These shares were issued to CEO Gary Kimmons. The Series D Preferred shares have the same dividend rights as the common stock of which eDoorways International Corporation and gives Mr. Kimmons the right to vote on all shareholder matters equal to 51 percent of the total vote. These shares of stock were issued for services and were valued at \$762,976.

On May 26, 2010, the company's board of directors filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to increase the number of authorized shares to two billion (2,000,000,000). The par value of each such share is one-tenth of one cent (\$0.001) dollars. The Board of Directors was expressly vested with the authority to fix the voting powers full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions on any shares issued by the corporation.

On June 15, 2010, we filed a Certificate of Amendment of Certificate of Incorporation to specify that the two billion authorized shares would consist of 1,490,899,000 shares of common stock and 509,101,000 shares of bank check preferred stock.

On February 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to five billion (5,000,000,000) shares consisting of 4,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001. The Board of Directors was expressly vested with the authority to fix the voting powers full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions on any shares issued by the corporation.

On May 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to six billion (6,000,000,000) shares consisting of 5,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On August 30, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to seven billion (7,000,000,000) shares consisting of 6,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On September 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to eight billion (8,000,000,000) shares consisting of 7,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On October 4, 2011, we filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to effect a reverse split of the Company's outstanding Common and Preferred stock of 1000:1 to reduce the total number of shares of which the Corporation will have the authority to issue to fifteen million three hundred thousand (15,300,000) shares consisting of fifteen million (15,000,000) shares of common stock, par value \$0.0001 and three hundred thousand (300,000) shares of blank check preferred stock, par value \$0.0001.

The Board of Directors is vested with the authority to fix the voting powers and other designations of each class of stock. The Board has not made any such designations of the Series A and Series B Convertible Preferred Stock. On December 4, 2007, the Board of Directors designated that the Series C Convertible Preferred Stock would:

- Carry voting rights five times the number of common stock votes;
- Carry no dividends;
- Carry liquidating preference eight times the sum available for distribution to common shareholders;
- Can automatically convert after one year after issuance to 20 common shares; and
- Not be subject to reverse stock splits and other changes to the common stock of eDoorways International Corporation.

In March 2008, we issued 250,000 shares to Fairhills Capital of Series C convertible preferred stock in exchange for services and recorded general and administrative expense of \$45,000.

In addition, in the first quarter of 2008 we issued 750,000 shares of Series C convertible preferred shares to Gary Kimmons, our CEO. The shares were valued at \$135,000 based on the market value of the common stock that it could be converted into on the date of issuance of \$0.009. This amount was

recorded as general and administrative expense during the year ended December 31, 2008.

On June 22, 2010, eDoorways International Corporation filed a Certificate of Designation to designate 50,000,000 shares of Series F preferred at a par value of one-tenth of one cent (\$0.001). These shares were issued to Ajene Watson, LLC. The Series F Preferred shares are senior to all other series of preferred stock of the company and entitle the holder to a liquidation preference equal to \$5,000,000 plus unpaid accrued dividends. In addition, Ajene Watson LLC may convert 90 days after issuance using a conversion ratio of 5 to every 1 share of the company's common stock.

On August 13, 2010, the company's board of directors issued a Certificate of Designation to designate 60,000,000 shares of Series G preferred at a par value of one-tenth of one cent (\$0.001). There have been no issuances of these shares as of September 1, 2010. The Series G Preferred shares entitle the bearer to convert 90 days after issuance using a conversion ratio of 1.5 to 1 share of the company's common stock. Voting rights are one-to-one.

On August 19, 2010, the company's board of directors issued a Certificate of Designation to designate 10,000,000 shares of Series H preferred at a par value of one-tenth of one cent (\$0.001). On August 20, 2010, the company issued 5,952,381 shares of Series H stock to InvestorsVoice LLC in exchange for an investment of \$10,000.00. The Series H Preferred shares entitle the bearer to convert 90 days after issuance using a conversion ratio of 5 to 1 share of the company's common stock. Voting rights are one-to-one.

On October 4, 2011, we filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to effect a reverse split of the Company's outstanding Common and Preferred stock of 1000:1 to reduce the total number of shares of which the Corporation will have the authority to issue to fifteen million three hundred thousand (15,300,000) shares consisting of fifteen million (15,000,000) shares of common stock, par value \$0.0001 and three hundred thousand (300,000) shares of blank check preferred stock, par value \$0.0001.

As of October 4, 2011, the issuances of preferred shares are as follows:

Series A convertible preferred stock, \$0.0001 par value per share; 7,000 shares authorized, none issued

Series B convertible preferred stock, \$0.0001 par value per share; 1,100 shares authorized, none issued

Series C convertible preferred stock, \$0.001 par value per share; 1,000 shares authorized; 750 and -250- shares issued and outstanding, respectively to The Kimmons Family Partnership, Ltd (for 750,000 pre-split shares on 1.10.08), and to Fairhills Capital (for 250,000 pre-split shares on 1.10.08), 0 shares outstanding.

Series D preferred stock, \$0.0001 par value per share; 1,000 shares authorized; 1,000 issued and 0 outstanding, respectively; these are voting shares issued to Gary Kimmons; the Series D Preferred Stock consists of one thousand (1,000) shares, each having no dividend rights, no liquidation preference, and no conversion or redemption rights. However, the one thousand (1,000) shares of Series D Preferred

Stock have the right, voting in aggregate, to vote on all shareholder matters equal to fifty-one percent (51%) of the total vote.

Series E - not applicable; no series created.

Series F convertible preferred stock, \$0.0001 par value per share; 50,000 shares authorized; 50,000 issued to Ajene Watson, LLC; no shares are available for issuance.

Series G convertible preferred stock, \$0.0001 par value per share; 60,000 shares authorized: 47,695 are issued and outstanding to Michael Cummings and Johnnie Fox, consultants associated with Real Time Data.

Series H convertible preferred stock, \$0.0001 par value per share; 10,000 shares authorized; 5,952 shares issued to InvestorsVoice, LLC, with 4,048 available for issuance.

#### Common stock

During 2007, we issued 10,008,000 pre-split shares of our common stock for services to consultants. The fair value on the date of grant was \$601,200. This amount is included in general and administrative expenses in the statement of operations.

During 2007, our convertible debentures holders have converted \$294,044 of principal into 3,274,097 shares of our common stock. No commissions were paid for the issuance of such shares.

In July 2007, our shareholders voted to authorize us to place in effect a reverse stock split of our common stock in the range of 1000:1 to 2000:1, as determined in the sole discretion of our Board of Directors. The reverse stock split in the ratio of 2000:1 was effective September 4, 2007. All current and prior year share and per share amounts have been adjusted to reflect the reverse stock split.

eDoorways International Corporation retained the current par value of \$0.001 per share for all shares of common stock. All references in the financial statements to the number of shares outstanding, per share amounts, and stock option data of eDoorways International Corporation. Common stock has been restated to reflect the effect of the reverse stock split for all periods presented.

In July 2007, our shareholders voted to amend our Amended and Restated Certificate of Incorporation to change our corporate name from M Power Entertainment, Inc. to eDoorways International Corporation.

During the year ended December 31, 2008, the holders of the Convertible Debentures elected to convert principal in the amount of \$5,770 into 2,700,000 pre-split shares of common stock. This resulted in a decrease in the derivative liability of \$4,489, which represented the fair value of the embedded derivative associated with converted principal on the date of conversion.

During the year ended December 31, 2008, the holders of notes payable in the amount of \$670,000 elected to convert their notes into 31,906,738 pre-split shares of common stock valued at \$842,127 at the date of conversion.

During January, 2008, eDoorways International Corporation issued 30,000,000 shares of common stock to Gary Kimmons, CEO, pursuant to his employment contract for his 2007 performance. Those shares were valued at \$270,000 and recorded as general and administrative expense in the statement of operations.

During the year ended December 31, 2008, eDoorways International Corporation issued 21,687,500 pre-split shares of common stock to directors and officers of eDoorways International Corporation and recognized general and administrative expense of \$171,763. 10,437,500 pre-split shares are included in stock issued for compensation in the statement of stockholders' deficit, with the value of \$82,763. 11,250,000 pre-split shares are included in stock issued for services in the statement of stockholders' deficit, with the value of \$89,000.

During the year ended December 31, 2008, eDoorways International Corporation granted a total of 225,134,143 pre-split shares of common stock to various consultants for services performed. These shares were valued at \$1,985,300 based on the market value of the shares issued. This amount is included in general and administrative expenses in the statement of operations and the shares are included in stock issued for services in the statement of stockholders' deficit.

During the year ended December 31, 2009, eDoorways International Corporation issued 14,565,880 pre-split shares of common stock to directors and officers of eDoorways International Corporation and recognized general and administrative expense of \$844,821.09.

During the twelve months of 2010 (through December 31, 2010), eDoorways International Corporation issued 157,529 pre-split shares of common stock to directors and officers of eDoorways International Corporation and recognized general and administrative expense of \$7,500. No shares were issued to directors and officers during the first quarter of 2011.

During the period of July 1, 2011 through September 30, 2011, eDoorways International Corporation granted a total of 77,500,000 shares of common stock to various consultants for services performed. These shares were valued at \$12,250 based on the market value of the shares issued. This amount is included in general and administrative expenses in the statement of operations and the shares are included in stock issued for services in the statement of stockholders' deficit.

During the period of July 1, 2011 to September 30, 2011, the Company also issued 993,600,000 shares of common stock for debt extinguishment. These shares were valued at \$41,885 based on the market value of the shares issued. In addition, 400,000,000 shares of common stock were issued in the conversion of debt to working capital. These shares were converted to \$12,000 in capital.

In May 26, 2010, our shareholders voted to file a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to change our corporate name from eDoorways Corporation to eDoorways International Corporation. FINRA approved the name change in September of 2010. The company retained its trading symbol of EDWY; however the CUSIP changed.

On July 13, 2010, the board of directors of the company elected to terminate the existing transfer agent for the company's stock, American Registrar and Transfer Co. in Salt Lake City, Utah. An agreement was signed on that date with the new transfer agent, ClearTrust LLC in Lutz, Florida.

On August 2, 2010 the company signed a Debt Settlement Agreement with Ajene Watson, LLC related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 120,000,000 pre-split common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$238,312 in debt owed and due.

On October 6, 2010, the company elected to offer for sale to OT Hill and Associates 23,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 25, 2010, the company elected to issue Michael Cummings and Johnnie Fox 47,695,426 pre-split shares of Series G convertible preferred stock as payment in lieu of cash for consulting services performed by Real Time Data. The payment was made in extinguishment of \$136,000 of the \$375,000 in debt owed and due.

On November 1, 2010 the board of directors of the company elected to terminate the existing auditor, GBH CPAs PC in Houston, Texas. An agreement was signed with the new auditor, CCR LLP in Glastonbury, CT on that same date.

On November 7, 2010, the company elected to offer for sale to OT Hill and Associates 175,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On December 15, 2010, the company elected to offer for sale to OT Hill and Associates 160,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On January 7, 2010, the company elected to offer for sale to OT Hill and Associates 160,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On January 24, 2010 the company signed a Debt Settlement Agreement with BlakesReport.com related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 162,680,000 pre-split common shares to BlakesReport.com in extinguishment of \$8,300 of the \$100,000.00 in debt owed and due.

On February 14, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On February 18, 2011 the company signed a Securities Settlement Agreement, and under separate cover, an Assignment and Assumption Agreement with Redwood Management LLC to retire \$65,047.25 in outstanding debt. The company took this action to avoid dispute, retire debt from its books and records, and to make an effort to improve its financial picture for potential acquisition and future funding by eliminating or limiting the extent of debt the company faces.

On February 18, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$7,500 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 50,000,000 pre-split common shares of the company.

On February 25, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$91,700.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On March 1, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$7,500 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 50,000,000 pre-split common shares of the company.

On March 1, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,000 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 53,333,333 pre-split common shares of the company.

On March 10, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$10,000 of outstanding debt owed to Redwood

Management LLC per the Settlement Agreement dated 2/18/11 by converting 100,000,000 pre-split common shares of the company.

On March 16, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$10,000 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 100,000,000 pre-split common shares of the company.

On March 24, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$12,047.25 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 120,472,500 pre-split common shares of the company.

On March 24, 2011 the company issued 120,000,000 pre-split common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$238,312 in outstanding debt owed and due under a December 1, 2010 Debt Settlement Agreement with Ajene Watson, LLC.

On March 24, 2011, the company elected to offer for sale to TJ Management Group LLC 277,777,777 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On April 20, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$81,496.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On April 20, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On April 27, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 4/27/11 by converting 165,333,200 pre-split common shares of the company.

On May 11, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet

unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 5/11/11 by converting 165,333,200 pre-split common shares of the company.

On May 12, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On May 26, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 5/25/11 by converting 165,333,200 pre-split common shares of the company.

On June 1, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On June 21, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On July 20, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 5/25/11 by converting 311,800,000 pre-split common shares of the company.

On August 3, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on July 28, 2011.

On August 30, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$15,590 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 8/30/11 by converting 311,800,000 pre-split common shares of the company.

On September 6, 2011 the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of

the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On September 9, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$61,088.00 in debt owed and due under the Debt Settlement Agreement signed on August 29, 2011.

On September 26, 2011 the company was presented with a demand by Louis Sorrentino to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$18,500 of outstanding debt owed to Kenective LLC per the Debt Purchase Agreement dated 9/26/11 by converting 370,000,000 pre-split common shares of the company.

On September 27, 2011 the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 13, 2011 the company elected to offer for sale to OT Hill and Associates 250,000 post-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 13, 2011 the company issued 250,000 post-split common shares to BlakesReport.com in extinguishment of \$12,750 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on August 29, 2011.

#### ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

Not Applicable.

#### ITEM 9A(T). CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures.

Our management, principally our chief financial officer and chief executive officer, evaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, our management concluded that our disclosure controls and procedures as of the end of the period covered by this report were not effective to ensure that the information required to be disclosed by us in reports filed under the Securities Exchange Act of 1934 is (i) recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and (ii) accumulated and communicated to our management, including our chief executive officer and chief financial officer, as appropriate to allow timely decisions regarding disclosure. It has been determined by our management that the Company has inadequate segregation of duties consistent with control objectives and has insufficient written policies and procedures for accounting and financial reporting with respect to the requirements and application of GAAP and SEC requirements. The Company has inadequate segregation of duties consistent with control objectives and further, has insufficient written policies and procedures for accounting and financial reporting with respect to the requirements and application of GAAP and SEC disclosure requirements. The Company has ineffective controls over period end financial disclosure and reporting processes.

#### Management's Annual Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Rules 13a-15(f) and 15d-15(f) of the Exchange Act. Our internal control system was designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes, in accordance with generally accepted accounting principles. Because of inherent limitations, a system of internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate due to change in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Our management conducted an evaluation of the effectiveness of our internal control over financial reporting using the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in Internal Control—Integrated Framework. Based on its evaluation, our management concluded that there is a material weakness in our internal control over financial reporting. A material weakness is a deficiency, or a combination of control deficiencies, in internal control over financial reporting such that there is a reasonable possibility that a material misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis.

The material weakness relates to the lack of segregation of duties in financial reporting, as our financial reporting and all accounting functions are performed by an external consultant with no oversight by a professional with accounting expertise. Our management does not possess accounting expertise. This weakness is due to the company's lack of working capital to hire additional staff. To remedy this material weakness, we intend to engage another accountant to assist with financial reporting as soon as our finances will allow.

Other than the remediation steps described above, there have been no changes in our system of internal controls over financial reporting during the period ended September 30, 2011, that have

materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

This annual report does not include an attestation report of the Company's registered public accounting firm regarding internal control over financial reporting. Management's report was not subject to the attestation by the Company's registered public accounting firm pursuant to temporary rules of the SEC that permit the Company to provide only management's report in this annual report

#### OTHER INFORMATION

<u>Name of Beneficial Owner</u>	<u>Number of Shares Beneficially Owned (1)</u>	<u>% of Outstanding Shares</u>
Gary Kimmons (CEO, CFO and Chairman)(2)	7	0.000%
Lance Kimmons (Director)	2,977	0.0005%
Kathryn Kimmons (Director and Secretary)(3)	0	0%
Kimmons Family Partnership (2) (3)	50,184	0.008%
E Lionheart Associates	549,000	0.088%
DebentureVision LLC	311,800	0.050%
Heritage Corporate Services	92,020	0.015%
Dr. Ramiro Jordan (Director)	42,213	0.007%
All directors and officers as a group (3 persons)	95,381	0.015%

1. All amounts shown in this column include shares obtainable upon exercise of stock options or warrants currently exercisable or exercisable within 250 days of the date of this table and is based on 6,217,709 common stock outstanding as of October 4, 2011.
2. Mr. Gary Kimmons is a general partner of the Kimmons Family Partnership, Ltd., and as such has the sole voting, investment and disposition power over the 50,254 shares of Common Stock owned by the partnership
3. Mrs. Kimmons is deemed to have indirect beneficial ownership of these shares, as the spouse of Gary F. Kimmons.

None.

**Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer**

The issuer incorporates by reference the Form 10K and filed through EDGAR on October 6, 2009.

**Item XIV Beneficial owners:**

The following table sets forth as of October 4, 2011, the name and number of shares of the Company's common stock, par value \$0.0001 per share, held of record by (i) each of the three highest paid persons who are officers and directors of the Company, (ii) beneficial owners of 5% or more of our common stock; and (iii) all the officers and directors as a group. Pursuant to the rules and regulations of the Securities and Exchange Commission, shares of common stock that an individual or group has a right to acquire within 60 days pursuant to the exercise of options or warrants are deemed to be outstanding for the purposes of computing the percentage ownership of such individual or group, but are not deemed to be outstanding for the purposes of computing the percentage ownership of any other person shown in the table.

**Item XV Name, address telephone number and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

Investment Banker:

None

Public Relations / Investor Relations:

Heritage Corporate Services, Inc.

3040 Canterbury Drive

Boca Raton, FL 33434

T: 561-210-5675

F: 561-470-1982

Jeffrey@heritagecorporateservices.com

General Counsel:

Ray & Associates

2600 Westheimer Ste 112

Houston, Texas 77056

T: 713.627.7111

F: 713.627.7110

[arneray@aol.com](mailto:arneray@aol.com)

SEC Counsel:

Gersten Savage LLP

600 Lexington Ave., 9th Floor

New York, New York 10022-6025

Phone: (212) 752-9700

Fax: (212) 980-5192

Email: [amarcus@gerstensavage.com](mailto:amarcus@gerstensavage.com)

Auditors:

CCR LLP

124 Hebron Avenue

Glastonbury, CT 06033

T: 860-781-6700

F: 860-633-0480

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**Item XVI Management's discussion and analysis of plan of operations**

ISSUER'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

FORWARD-LOOKING STATEMENTS

Much of the discussion in this Item is “forward-looking” as that term is used in Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended. Actual operations and results may materially differ from present plans and projections due to changes in economic conditions, new business opportunities, changed business conditions, and other developments. Other factors that could cause results to differ materially are described in our filings with the Securities and Exchange Commission. There are several factors that could cause actual results or events to differ materially from those anticipated, and include, but are not limited to general economic, financial and business conditions, changes in and compliance with governmental laws and regulations, including various state and federal environmental regulations, our ability to obtain additional financing from outside investors and/or bank and mezzanine lenders and our ability to generate sufficient revenues to cover operating losses and position us to achieve positive cash flow. Readers are cautioned not to place undue reliance on the forward-looking statements contained herein, which speak only as of a certain date. We undertake no obligation to update any forward-looking statements.

### Plan of Operation

On September 22, 2011 we launched our eDoorways 2.0 platform and service offering. During the next 12 months (starting with the third quarter, 2011), we will direct our resources to continuing the development, branding, and launch of eDoorways 2.0. As we expand the functionality of the eDoorways 2.0 base platform we will begin to introduce each of the "doorways" that will rely on its functionality, starting with SOLVE, CREATE and LEARN. Each doorway will provide unique services and will generate revenue specific to their market.

Starting in March, 2010, we began offering a new form of eDoorways 2.0 service called PowerChannels. PowerChannels employ our unique PowerKeys to offer a new way for people to connect and collaborate on the web. They also give us the potential to create a “viral expansion loop” that can launch our service offering more rapidly.

We are also developing a derivation of the PowerChannel called a LearnChannel that is intended to combine the collaborative functionality of PowerChannels with our advanced learning technology, Smart One. During the remainder of 2011 and in the ensuing months of 2012 we intend to exploit the functionality of these service offerings and the unique advantage they give us in the marketplace. In addition, with the input we are receiving from our user base, we are enhancing the chat and collaborative functionality of our platform.

At the same time, we are proceeding with the design and development of the “doorways”, SOLVE, LEARN and CREATE. These are essential aspects of our anticipated service offering. Our goal is to have them operational within the next twelve months. Our clients such as ISTE are asking for them now.

### Objectives

To be successful we believe that the following objectives should be established:

1. Move aggressively and effectively into the marketplace.

## Domestic Deployment of Our eDoorways 2.0 Social Network

PowerKey Usage. eDoorways must find ways to encourage Americans to begin connecting with each other using PowerKeys on our collaborative platform.

PowerChannels. Similarly, we need to find ways for Americans to see value in creating PowerChannels.

## Exploitation of Emerging Markets

### USA

Government. We have an opportunity to pursue relationships we formed with the Department of Transportation in our first incarnation (as a learning company.)

Business. We believe that businesses will see value in using our anticipated new product, FlashChannels, to communicate with each other. Major industry segments such as the energy industry, manufacturing, and others must be tested to gauge their interest.

Individual Consumers. Our FlashChannels may prove to be a valuable tool for consumers. 2012 can be the year that the America consumer "discovers" eDoorways.

### Latin America

ISTEC Members. There are approximately 3,500 organizations, 150 universities, and 20 million students and faculty we can begin marketing to.

Consultation with Specific Countries. When we attended the ISTEC General Assembly in Albuquerque, a number of countries indicated their interest in what we are doing. Each had specific needs we can fill.

### Education/Distance Learning

Implementation of Collaborative Social Networking. There is an opportunity to establish connectivity for the stakeholders in the domestic and international education market. eDoorways can offer educators, course developers, and education consultants the ability to connect and interact with PowerKeys.

Administration of Distance Learning for Industry Leaders. We can be of assistance to existing distance learning providers such as The University of Phoenix by administering their courses on our platform.

2. Create revenue. We must begin to derive revenue from one or more of the following:

- A. eCommerce transactions. Charging people a fee to engage in commerce on our site.
  - B. PowerChannel license fees. Charging a license fee for creating "specialty" PowerChannels.
  - C. Sale of high-value PowerChannel names. First and second-tier PowerChannel names will be auctioned.
  - D. Sale of targeted marketing information. Ad agencies and businesses will pay for highly qualified sales leads.
  - E. Distance learning administration. Charging to administer course offerings of for-profit educational entities.
3. Build traffic. Traffic is the name of the game in social networking. And, since eDoorways has a social networking collaborative platform as part of its service offering, we can and must increase our traffic on the site. PowerChannels were created with this objective - each time a PowerChannel is added to our site, we have the potential of adding thousands of users. Therefore, increasing PowerChannel creation/usage is a key part of this objective. Also, we must leverage the connections we are fostering with mega-entities such as ISTE and others (TBA).
4. Expand and improve our service offering. In the area of product development, things we need to do are:
- A. Complete the ecommerce platform and billing system.
  - B. Continue development of eDoorways 2.0 functionality.
  - C. Increase the functionality and versatility of our collaborative platform.
  - D. Complete the development of the LEARN functionality.
  - E. Begin development of the CREATE doorway. Secure the capital necessary to complete our launch. This is an ongoing objective. We must continue to raise capital until we are self-sustaining or have reached a point where it is a value-added alternative.
6. Increase the value of our stock. If we meet the objectives described in this post, this should take care of itself.
7. Qualify our company to trade on a reputable exchange. This year, we must regain our standing on the OTCBB or move higher to Nasdaq. We must take the appropriate steps to improve our corporate governance, become current with SEC filings and clean up our balance sheet.
8. Benefit from ancillary opportunities. By ancillary opportunities, we are referring to opportunities that present themselves and that are beyond the scope of our brand, such as the

anticipated Learning Research, Inc spin-off. We are always watching for opportunities and will strive to ensure that our shareholders benefit.

## Potential Benefits

When we do these things we will appreciate great benefits. We will have become:

1. A more productive, valuable and profitable company with a bright future.
2. A desirable company to invest in.
3. A viable platform and business model for expansion and growth.
4. A valuable community partner, supporter of education and protector of our environment.
5. A growing, highly valued brand.

## How We Are Going to Get There

We identified a number of important objectives we want to achieve this year. To recap, our objectives are:

1. Move aggressively and effectively into the marketplace.
2. Create revenue.
3. Build traffic.
4. Expand and improve our service offering.
5. Secure the capital necessary to complete our launch.
6. Increase the value of our stock.
7. Qualify our company to trade on a reputable exchange.
8. Benefit from ancillary opportunities.

## Capital Required for Plan of Operations

To date, we have raised \$2,509,346 in capital. During the next twelve months we anticipate the possibility of generating revenues sufficient to sustain our operations. However, should this not be the case, we will require additional funding. In order to execute on our plan of operations, we will require approximately \$2,000,000 during the twelve-month period beginning in October, 2011. The Company has secured funding to maintain sufficient working capital to achieve our twelve-month objectives. The additional funds, such would be allocated as follows: \$1 million will be used for completion of the ISTE-driven collaboration platform, PowerChannels and LearnChannels (including the licensing of applications) and the remaining balance of \$1.0 million will be used for facilitating the international launch for SOLVE and the initial development of LEARN and CREATE as well as expenses such as general and administrative, marketing, and consulting.

Also, we will use a portion of the \$1.0 million in the deployment of ISTECS global collaboration network. ISTECS is working to include other international entities with which they have an association. On February 11, 2011 ISTECS announced that an affiliate organization, IFEES, has agreed to participate on the eDoorways innovation platform by using ISTECS Leadership Channel as a collaboration venue for its members. Other affiliates of ISTECS are indicating their desire to participate. Should this continue to occur, we intend to insure that our platform is sufficiently robust and scalable to handle any operational circumstance.

#### Liquidity and Capital Resources

As reflected in the accompanying financial statements for the period from June 30, 2011 through September 30, 2011, the Company had general and administrative expenses in the amount of \$27,800, which includes the payment of compensation to our directors and officers in the amount of \$27,800, which is a result of the increased company activity relating to the completion of development of the launch of our eDoorways 2.0 platform. This increased activity resulted in a loss from operations of \$35,198; negative cash flows from operations of \$35,198; a working capital deficiency of \$19,610 and as a stockholders' deficiency of \$10,064,634. This raises substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital and implement its business plan. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management believes that actions presently being taken to obtain additional funding and implement its strategic plans provide the opportunity for the Company to continue as a going concern.

#### C. Off balance sheet arrangements-

None

#### Part E Issuance History

##### **Item XVII List of securities and shares issued for services in the past two years**

We issued 31,906,738 shares in 2008 to retire mostly short-term notes payable. The notes bear 0% interest and mature on various short-term periods and are convertible into shares of common stock. In 2008, the Company borrowed \$36,400 through these types of notes. Many of those outstanding at the end of 2007 and most of those originated in 2008 were retired by the issuance of the earlier stated shares.

During October and November 2007, we borrowed a total of \$91,100 under various short-term convertible notes payable. The notes bear interest at 0%, matured within 10 days, and were convertible into shares of common stock at between \$0.075 and \$0.09 per share (50% of the market price of the common stock on the date of issuance of the notes). Subsequent to September 30, 2007, all of these convertible notes in the amount of \$91,100 were converted into 1,575,776 pre-split shares of common stock. Upon conversion we recognized a \$54,000 loss on extinguishment of

debt due to the conversion price being greater than the amount owed on two loans. Under the terms of the warrants issued in connection with the 6% convertible debentures, if the Company issues common stock at a discount to the exercise price of the warrants, the exercise price of the warrants to purchase shares of common stock is adjusted downward in proportion to the discount given in the new equity issuance. The outstanding warrants affected by this change are 749 warrants with an exercise price of \$3.20 expiring March 30, 2014 and 14,999 warrants with an exercise price of \$200.00 which expired unexercised on April 25, 2009.

On October 25, 2007, the Company completed a financing agreement with private investors and received cash proceeds of \$250,000. We issued the investors secured convertible debentures totaling \$250,000 with an 8% interest rate and a maturity date of October 25, 2010. The debentures are convertible into common shares at a discount of 50% of the average of the lowest three (3) trading prices during the twenty (20) trading day period prior to conversion. We simultaneously issued to the private investors seven year warrants to purchase 10,000,000 pre-split common shares at an exercise price of \$0.0001.

On March 30, 2007 (the "Closing"), we entered into a Securities Purchase Agreement (the "Securities Purchase Agreement") with New Millennium Capital Partners II, LLC, AJW Qualified Partners, LLC, AJW Offshore, Ltd. and AJW Partners, LLC (collectively, the "Investors"). Under the terms of the Securities Purchase Agreement, on March 30, 2007, the Investors purchased an aggregate of (i) \$165,000 in callable convertible secured notes (the "Notes") and (ii) warrants to purchase 1,500,000 pre-split shares of our common stock (the "Warrants"). After the effect of our reverse common stock split of 2000 to 1 in 2007 the warrants were reduced to 750 shares.

On December 3, 2009, the company issued 8,411,702 common shares to Ajene Watson, LLC as part of an Assignment and Assumption Agreement dated 4.26.09 and executed by and between SCB Associates, LLC and Ajene Watson, LLC. The agreement is associated with a Convertible Note Purchase Agreement between AJW Partners II, LLC and SCB Associates, LLC dated December 29, 2008. According to the agreement, AJW Partners II, LLC agreed to sell a portion of convertible debt owed to it by eDoorways International Corporation to SCB Associates. The original convertible debt agreement was signed by the company and AJW Partners II, LLC on April 17, 2006. In view of the fact that the debt was over two years old, Ajene Watson LLC elected to assume the rights of the assigner to the Assignment and Assumption Agreement, SCB Associates.

On January 19, 2010, the company entered into an agreement with American Registrar and Transfer Co., its transfer agent, to issue 333,333 shares of common stock as payment for \$5,000 in future services. The agreement was amended on August 24, 2010, taking into consideration Paragraph A of the original agreement, which provides that when ARTCO was either able to or elected to sell the shares, in the event the bid price for the shares was less than \$.0225 (the current bid price was \$.0221), eDoorways International Corporation would issue any necessary shares to make up the difference. The two parties agreed that the company would issue 3,238,096 pre-split shares deemed to have been paid for as of the date of the original agreement.

According to the January 19, 2010 agreement American Registrar & Transfer Co. (ARTCO) agreed to accept shares of the Company in exchange for a \$5,000.00 credit on the Company's account. The agreement had a provision to issue additional shares in the event the value of the shares became less than the \$7,500.00. The August 24, 2010 the agreement was amended to issue additional shares at that time given the fact that the value of the shares had decreased, but still contained a provision to issue additional shares in the event ARTCO's total shareholdings became less than \$7,500.00 at the time ARTCO elected to sell its shares.

On January 21, 2011 the Company received a demand letter from ARTCO indicating that ARTCO is taking the steps necessary to have the restrictive legend removed from the shares previously issued. The closing bid price of the Company's shares on January 21, 2011 was \$.0004. ARTCO requested in its demand letter of January 21, 2011 that the Company issue an additional 15,178,571 pre-split shares without legend based on the original agreement and amendment thereto. The Board authorized the Company to make an issuance to ARTCO of the unrestricted common shares it was scheduled to receive according to the terms of the January 19th and August 24th, 2010 agreements. The number of pre-split shares issued were 15,178,571.

On February 19, 2010 the company signed a Debt Settlement Agreement with Paul-Allen Associates, LLC related to the extinguishment of 65,000,000 pre-split shares of outstanding debt associated with a service agreement between the parties dated September 8, 2008. Under the terms of the agreement, the company issued 65,000,000 pre-split common shares to Paul-Allen Associates, LLC in extinguishment of the debt owed and due.

On May 19, 2010 the company signed a Debt Settlement Agreement with Ajene Watson, LLC related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 120,000,000 pre-split common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$262,312 in debt owed and due.

On August 2, 2010 the company signed a Debt Settlement Agreement with Ajene Watson, LLC related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 120,000,000 common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$238,312 in debt owed and due.

On September 1, 2010 the company elected to issue Arthur Marcus, Jay M. Kaplowitz, and David D Danovitch 2,400,000 pre-split shares of its common stock valued at \$6,000.00 as partial payment for outstanding legal fees.

On October 6, 2010, the company elected to offer for sale to OT Hill and Associates 23,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 25, 2010, the company elected to issue Michael Cummings and Johnnie Fox 47,695,426 pre-split shares of Series G convertible preferred stock as payment in lieu of cash for consulting services performed by Real Time Data. The payment was made in extinguishment of \$136,000 of the \$375,000 in debt owed and due.

On November 7, 2010, the company elected to offer for sale to OT Hill and Associates 175,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On December 1, 2010 the company signed a Debt Settlement Agreement with Ajene Watson, LLC related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 120,000,000 pre-split common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$214,312 in debt owed and due.

On December 15, 2010, the company elected to offer for sale to OT Hill and Associates 160,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On January 7, 2011, the company elected to offer for sale to OT Hill and Associates 160,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On January 20, 2010, the company elected to offer for sale to OT Hill and Associates 160,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On January 21, 2011 the company signed a Debt Settlement Agreement with BlakesReport.com related to the extinguishment of outstanding debt. Under the terms of the agreement, the company issued 162,680,000 pre-split common shares to BlakesReport.com in extinguishment of \$8,300 of the \$100,000.00 in debt owed and due.

On February 14, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of

the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On February 18, 2011 the company signed a Securities Settlement Agreement, and under separate cover, an Assignment and Assumption Agreement with Redwood Management LLC to retire \$65,047.25 in outstanding debt. The company took this action to avoid dispute, retire debt from its books and records, and to make an effort to improve its financial picture for potential acquisition and future funding by eliminating or limiting the extent of debt the company faces.

On February 18, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$7,500 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 50,000,000 pre-split common shares of the company.

On February 25, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$91,700.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On March 1, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$7,500 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 50,000,000 pre-split common shares of the company.

On March 1, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,000 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 53,333,333 pre-split common shares of the company.

On March 8, 2011 the company entered into a consulting agreement with PaddingtonMedia whereby PaddingtonMedia will incorporate the functionality of its MediaSuitePro content management software into the eDoorways platform. The company agreed to pay PaddingtonMedia \$5,000 in restricted common stock (10,000,000 pre-split shares based on a price of \$0.0005, the closing price for March 8, 2011). The shares were issued in the name "Aston Equity Partners."

On March 10, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$10,000 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 100,000,000 pre-split common shares of the company.

On March 16, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$10,000 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 100,000,000 pre-split common shares of the company.

On March 24, 2011 the company was presented with a demand by Redwood Management LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$12,047.25 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 2/18/11 by converting 120,472,500 pre-split common shares of the company.

On March 24, 2011 the company issued 120,000,000 pre-split common shares to Ajene Watson, LLC in extinguishment of \$24,000 of the \$238,312 in outstanding debt owed and due under a December 1, 2010 Debt Settlement Agreement with Ajene Watson, LLC.

On March 24, 2011, the company elected to offer for sale to TJ Management Group LLC 277,777,777 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On March 31, 2011, the company entered into a second consulting agreement with PaddingtonMedia whereby both companies agreed that Paddington would continue its work integrating the MediaSuitePro content management software into the eDoorways platform. The company agreed to pay PaddingtonMedia \$2,000.00 in restricted common stock (6,666,667 pre-split shares based on a closing price of \$0.0003 on March 30, 2011).

On April 20, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$81,496.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On April 20, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On April 22, 2011, the company entered into a consulting agreement with Charles Gregoire de Rothschild and GDR Privee whereby de Rothschild and GDR Privee would provide financial advisory services to the company. The company agreed to issue 5.5% of its outstanding shares as part of the compensation along with a cash payment of \$55,000. Accordingly, 187,195,100 pre-split shares of

restricted common stock were issued to GDR Privee and 18,719,510 pre-split restricted common shares (10% of the 5.5%) were issued to an affiliated entity, RSW Capital.

On April 27, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision per the Settlement Agreement dated 4/27/11 by converting 165,333,200 pre-split common shares of the company.

On May 10, 2011 the company entered into a consulting agreement with Fred B. Vogt Jr, an Austin-based CPA, who is preparing the company's books for audit starting with the 2009 business year. The company agreed to pay Mr. Vogt \$5,000 in restricted common stock using an 80% discount to market. The company issued 31,250,000 pre-split shares at a price of \$0.0016 based on the closing price on May 10, 2011.

On May 11, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to Redwood Management LLC per the Settlement Agreement dated 5/11/11 by converting 165,333,200 pre-split common shares of the company.

On May 12, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on January 21, 2011.

On May 26, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 5/25/11 by converting 165,333,200 pre-split common shares of the company.

On June 1, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On June 21, 2011, the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to "accredited investors" pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On July 20, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$8,266.66 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 5/25/11 by converting 311,800,000 pre-split common shares of the company.

On August 3, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on July 28, 2011.

On August 30, 2011 the company was presented with a demand by DebentureVision LLC to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$15,590 of outstanding debt owed to DebentureVision LLC per the Settlement Agreement dated 8/30/11 by converting 311,800,000 pre-split common shares of the company.

On September 6, 2011 the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On September 9, 2011 the company issued 200,000,000 pre-split common shares to BlakesReport.com in extinguishment of \$10,204 of the \$61,088.00 in debt owed and due under the Debt Settlement Agreement signed on August 29, 2011.

On September 26, 2011 the company was presented with a demand by Louis Sorrentino to convert shares in the company to partially remedy admitted default in monies due, owing and as of yet unpaid. The company agreed to convert \$18,500 of outstanding debt owed to Kenective LLC per the Debt Purchase Agreement dated 9/26/11 by converting 370,000,000 pre-split common shares of the company.

On September 27, 2011 the company elected to offer for sale to OT Hill and Associates 200,000,000 pre-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors” pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 13, 2011 the company elected to offer for sale to OT Hill and Associates 250,000 post-split shares of its common stock as part of a private offering being made without registration of the shares under the Securities Act of 1933, as amended, and was made only to “accredited investors”

pursuant to Regulation D, Rule 504 and Sections 7309(b)(8) of the Delaware Securities Act, and Section 510(a)(1) of Part E under the rules and regulations pursuant to the Delaware Securities Act.

On October 13, 2011 the company issued 250,000 post-split common shares to BlakesReport.com in extinguishment of \$12,750 of the \$71,292.00 in debt owed and due under the Debt Settlement Agreement signed on August 29, 2011.

On October 14, 2011 our board issued a resolution to amend its resolution dated October 4, 2011 that made all classes of preferred stock subject to a 1000:1 reverse split. The amendment exempts Series D preferred voting shares from the reverse split and reaffirms the total authorization as being 1,000 shares with 1,000 shares currently issued.

## Part F Exhibits

### **Item XVIII Material Contracts**

PADDINGTON MEDIA

504 West 7th Street, Suite B

Austin, Texas 7;8701

T: 512.494.8888

Terms: Development of a software project estimated to total approximately \$30,000. Billed on a time-and-materials basis each month.

REALTIMEDATA.com

1301 E. Lincoln Ave. Suite E

Orange, California 9286548

Terms: Development of a software project estimated to total approximately \$150,000. Billed on a time-and-materials basis each month.

### **Item XIX Articles of Incorporation and By Laws**

In May, 2010, our shareholders voted to file a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to change our corporate name from eDoorways Corporation to eDoorways International Corporation.

In May, 2010, we filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to increase the number of authorized shares to two billion (2,000,000,000). The par value of each such share is one-tenth of one cent (\$0.001) dollars. The Board of Directors was expressly vested with the authority to fix the voting powers full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions on any shares issued by the corporation.

In June, 2010, we filed a Certificate of Amendment of Certificate of Incorporation to specify that the two billion authorized shares would consist of 1,490,899,000 shares of common stock and 509,101,000 shares of bank check preferred stock.

On November 12, 2010, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to three billion (3,000,000,000) shares consisting of 2,800,000,000 shares of common stock, par value \$0.0001, and 200,000,000 shares of blank check preferred stock, par value \$0.0001. The Board of Directors was expressly vested with the authority to fix the voting powers full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions on any shares issued by the corporation.

On February 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to five billion (5,000,000,000) shares consisting of 4,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001. The Board of Directors was expressly vested with the authority to fix the voting powers full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions on any shares issued by the corporation.

On May 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to six billion (6,000,000,000) shares consisting of 5,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On August 30, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to seven billion (7,000,000,000) shares consisting of 6,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On September 27, 2011, we filed a Certificate of Amendment of Incorporation with the Secretary of State of Delaware to increase the total number of shares of which the corporation will have authority to issue to eight billion (8,000,000,000) shares consisting of 7,700,000,000 shares of common stock, par value \$0.0001, and 300,000,000 shares of blank check preferred stock, par value \$0.0001.

On October 4, 2011, an absolute majority of approximately 51% of all outstanding shares of voting stock of the Corporation adopted a resolution in lieu of a special meeting of the stockholders to authorize the

Company's Board of Directors to effect a reverse stock split of the Company's outstanding common stock in the range of 1000:1 to 100:1 as determined at the sole discretion of the Board.

On October 4, 2011, we filed a Certificate of Amendment of Certificate of Incorporation with the Secretary of State of Delaware to effect a reverse split of the Company's outstanding Common and Preferred stock of 1000:1 to reduce the total number of shares of which the Corporation will have the authority to issue to fifteen million three hundred thousand (15,300,000) shares consisting of fifteen million (15,000,000) shares of common stock, par value \$0.0001 and three hundred thousand (300,000) shares of blank check preferred stock, par value \$0.0001.

On October 14, 2011 our board issued a resolution to amend its resolution dated October 4, 2011 that made all classes of preferred stock subject to a 1000:1 reverse split. The amendment exempts Series D preferred voting shares from the reverse split and reaffirms the total authorization as being 1,000 shares with 1,000 shares currently issued.

**Item XX Purchase of Equity Securities by the issuer.**

None

**Item XXI Issuer's Certification**

I, Gary Kimmons certify that:

1. I have reviewed this quarterly disclosure of eDoorways International Corporation.
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.

X  \_\_\_\_\_

October 4, 2011