

## QUARTERLY DISCLOSURE STATEMENT

FOR

**SMA ALLIANCE, INC.**

**July 1, 2011 – September 30, 2011**

FORWARD LOOKING STATEMENTS

THIS QUARTERLY DISCLOSURE STATEMENT, IN PARTICULAR, “MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS” AND “BUSINESS,” INCLUDE “FORWARD-LOOKING STATEMENTS” WITHIN THE MEANING OF SECTION 21E OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED. THESE STATEMENTS REPRESENT THE COMPANY’S EXPECTATIONS OR BELIEFS CONCERNING, AMONG OTHER THINGS, FUTURE REVENUE, EARNINGS, AND OTHER FINANCIAL RESULTS, PROPOSED ACQUISITIONS AND NEW PRODUCTS, ENTRY INTO NEW MARKETS, FUTURE OPERATIONS AND OPERATING RESULTS, FUTURE BUSINESS AND MARKET OPPORTUNITIES. THE COMPANY WISHES TO CAUTION AND ADVISE READERS THAT THESE STATEMENTS INVOLVE RISK AND UNCERTAINTIES THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THE EXPECTATIONS AND BELIEFS CONTAINED HEREIN. FOR A SUMMARY OF CERTAIN RISKS RELATED TO THE COMPANY’S BUSINESS, SEE “RISK FACTORS.” UNDER “DESCRIPTION OF BUSINESS.”

Unless the context requires otherwise, references to the Company or Issuer are to SMA Alliance, Inc.

### **PART A GENERAL COMPANY INFORMATION**

#### **Cautionary Factors That May Affect Future Results (Cautionary Statements Under the Private Securities Litigation Reform Act of 1995)**

The disclosure and analysis set forth herein contains certain forward looking statements, particularly statements relating to future actions, performance or results of current and anticipated products and services, sales efforts, expenditures, and financial results. From time to time, the Company also provides forward-looking statements in other publicly-released materials, both written and oral. Forward-looking statements provide current expectations or forecasts of future events such as new products or services, product approvals, revenues, and financial performance. These statements are identified as any statement that does not relate strictly to historical or current facts. They use words such as “anticipates,” “intends,” “plans,” “expects,” “will,” and other words and phrases of similar meaning. In all cases, a broad variety of assumptions can affect the realization of the expectations or forecasts in those statements. Consequently, no forward-looking statement can be guaranteed. Actual future results may vary materially.

The Company undertakes no obligation to update any forward-looking statements, but investors are advised to consult any further disclosures by the Company on this subject in its subsequent filings. Furthermore, as permitted by the Private Securities Litigation Reform Act of 1995, the Company provides these cautionary statements identifying risk factors, listed below, that could cause the Company’s actual results to differ materially from expected and historical results. It is not possible to foresee or identify all such factors. Consequently, this list should not be considered an exhaustive statement of all potential risks, uncertainties and inaccurate assumptions.

## **RISK FACTORS**

***No Active Market.*** Although the Company's shares are listed on the Pink Sheets listing service, the Company believes that the public trading price may be an inaccurate representation of the value of the Company because there is little or no trading volume in the Company's shares and no analysts or NASD market makers actively follow the Company.

***We have never issued a Dividend and don't anticipate any Dividends in the future.*** Inventbay.com has never issued a dividend and we do not anticipate paying dividends on our common stock in the foreseeable future. Furthermore, we may also be restricted from paying dividends in the future pursuant to subsequent financing arrangements or pursuant to Delaware law.

***You could be diluted from the Issuance of additional Common and Preferred Stock.*** SMA Alliance, Inc. is authorized to issue up to 1,000,000,000 shares of common stock and 20,000,000 shares of preferred stock. To the extent of such authorization, our board of directors will have the ability, without seeking shareholder approval, to issue additional shares of common stock in the future for such consideration as the board may consider sufficient. The issuance of additional common stock in the future may reduce your proportionate ownership and voting power.

***Volatility of Stock Prices.*** In the event that there is an established public market for the Company's Common Stock, market prices will be influenced by many factors and will be more subject to significant fluctuations in response to variations in operating results of the Company and other factors such as investor perceptions of the Company, supply and demand, interest rates, general economic conditions and those specific to the industry, developments with regard to the Company's activities, future financial condition and management.

***Applicability of Low Priced Stock Risk Disclosure Requirements.*** The Common Stock of the Company may be considered a low priced security under rules promulgated under the Securities Exchange Act of 1934. Under these rules, broker-dealers participating in transactions in low priced securities must first deliver a risk disclosure document which describes the risks associated with such stocks, the broker-dealer's duties, the customer's rights and remedies, certain market and other information, and make a suitability determination approving the customer for low priced stock transactions based on the customer's financial situation, investment experience and objectives. Broker-dealers must also disclose these restrictions in writing to the customer, obtain specific written consent of the customer, and provide monthly account statements to the customer. With all these restrictions, the likely effect of designation as a low priced stock will be to decrease the willingness of broker-dealers to make a market for the stock, to decrease the liquidity of the stock and to increase the transaction cost of sales and purchases of such stock compared to other securities.

**Item 1      Exact Name of the Issuer and the Address of its Principal Executive Offices**

SMA Alliance, Inc. is the name of the Company and its principal executive offices are at:

739 Thimble Shoals Blvd. Suite 704  
Newport News, VA 23606  
Telephone: 888.330.6623  
Facsimile: 615.691.7373  
E-mail: [info@SMAAlliance.com](mailto:info@SMAAlliance.com)  
[www.SMAAlliance.com](http://www.SMAAlliance.com)

**Item 2      The Number of Shares or Total Amount of Securities Outstanding for Each Class of Securities Authorized**

November 16, 2011	Authorized Shares	Outstanding Shares	Freely Trading Shares	Total Number of Beneficial Shareholders	Total Number of Shareholders of Record
Common	1,000,000,000	252,899,080	46,155,520	47	47
Preferred	20,000,000	10,000,000	0	1	1

**SMA Alliance**  
**Profit & Loss**  
 July - September, 2011

	<u>Total</u>
<b>Income</b>	
Discounts given	-43412.00
Services	<u>1,222,742.36</u>
<b>Total Income</b>	<b>\$ 1,179,330.36</b>
<b>Cost of Goods Sold</b>	
Advertising Expense for Client - COGS	20,600.00
Commissions & Fees	513,801.18
Sub Contractor	<u>50,905.78</u>
<b>Total Commissions &amp; Fees</b>	<b>\$ 564,706.96</b>
Content Syndication for Client - COGS	128,831.56
Internet Infrastructure for Client - COGS	14,111.16
Phone Cards to Client - COGS	5,805.36
Phone Lines for Client - COGS	<u>22,386.94</u>
<b>Total Cost of Goods Sold</b>	<b>\$ 756,441.98</b>
<b>Gross Profit</b>	<b>\$ 422,888.38</b>
<b>Expenses</b>	
Advertising	6,733.70
Marketing	<u>2,856.68</u>
<b>Total Advertising</b>	<b>\$ 9,590.38</b>
Auto	1,287.96
Gas	<u>1,110.27</u>
<b>Total Auto</b>	<b>\$ 2,398.23</b>
Bank Charges	12,035.37
Computer Expense	3,157.09
Consulting	98,854.99
Dues & Subscriptions	3,513.96
Educational Materials	655.59
Income Tax Expense	69,586.01
Insurance	3,463.94
Legal & Professional Fees	9,370.20
Meals and Entertainment	8,213.91
Office Expenses	17,234.32
Postage & Shipping	1,937.36
Promotional	126.49
Rent or Lease	19,200.00
Repair & Maintenance	176.69
Sales	33,000.00
Storage	171.00
Travel	8,930.84

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

**SMA Alliance**  
**Profit & Loss**  
July - September, 2011

	<u>Total</u>
<b>Utilities</b>	
Alarm System	385.13
Electric	1,720.60
Gas	92.54
Internet	1,766.81
Phone	5,770.45
Water & Sewer	448.16
<b>Total Utilities</b>	<u>\$ 10,183.69</u>
<b>Total Expenses</b>	<u>\$ 311,800.06</u>
<b>Net Operating Income</b>	<b>\$ 111,088.32</b>
<b>Other Expenses</b>	
Depreciation	9,000.00
<b>Total Other Expenses</b>	<u>\$ 9,000.00</u>
<b>Net Other Income</b>	<u>-\$ 9,000.00</u>
<b>Net Income</b>	<b>\$ 102,088.32</b>

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

**SMA Alliance**  
**Profit & Loss**  
January - September, 2011

	Jan 2011	Feb 2011	Mar 2011	Apr 2011	May 2011	Jun 2011	Jul 2011	Aug 2011	Sep 2011	Total
<b>Income</b>										
Discounts given	-5520.00	-14490.00	-17940.00	-11035.00	-13800.00	-13110.00	-4612.00	-21490.00	-17310.00	-119,307.00
Services	224,998.79	318,483.26	462,752.03	643,606.33	535,243.33	714,078.50	401,970.13	428,537.50	392,234.73	4,121,904.60
<b>Total Income</b>	<b>\$ 219,478.79</b>	<b>\$ 303,993.26</b>	<b>\$ 444,812.03</b>	<b>\$ 632,571.33</b>	<b>\$ 521,443.33</b>	<b>\$ 700,968.50</b>	<b>\$ 397,358.13</b>	<b>\$ 407,047.50</b>	<b>\$ 374,924.73</b>	<b>\$ 4,002,597.60</b>
<b>Cost of Goods Sold</b>										
Advertising Expense for Client - COGS	99.00	405.99	18,975.00	99.00	12,499.00	9,600.00		12,200.00	8,400.00	62,277.99
Commissions & Fees	86,384.48	114,218.30	108,166.67	204,190.00	194,905.00	180,715.25	146,685.00	193,734.98	173,381.20	1,402,380.88
Sub Contractor	5,895.53	6,308.41	18,619.06	16,266.65	17,761.66	19,218.75	16,830.73	13,677.82	20,397.23	134,975.84
<b>Total Commissions &amp; Fees</b>	<b>\$ 92,280.01</b>	<b>\$ 120,526.71</b>	<b>\$ 126,785.73</b>	<b>\$ 220,456.65</b>	<b>\$ 212,666.66</b>	<b>\$ 199,934.00</b>	<b>\$ 163,515.73</b>	<b>\$ 207,412.80</b>	<b>\$ 193,778.43</b>	<b>\$ 1,537,356.72</b>
Content Syndication for Client - COGS	6,000.00	14,900.00	31,456.27	36,348.13	26,053.28	18,978.95	48,926.99	47,003.84	32,900.73	262,568.19
Internet Infrastructure for Client - COGS	11,993.72	6,709.53	3,793.60	6,204.94	3,368.05	1,373.44	1,843.27	2,744.89	9,523.00	47,554.44
Phone Cards to Client - COGS	174.68	3,336.76	3,920.23	1,733.97	1,916.93	4,022.60	2,674.64	2,088.31	1,042.41	20,910.53
Phone Lines for Client - COGS	4,103.95	5,152.64	7,387.61	18,312.32	111.29	7,466.54	7,678.50	7,379.24	7,329.20	64,921.29
<b>Total Cost of Goods Sold</b>	<b>\$ 114,651.36</b>	<b>\$ 151,031.63</b>	<b>\$ 192,318.44</b>	<b>\$ 283,155.01</b>	<b>\$ 256,615.21</b>	<b>\$ 241,375.53</b>	<b>\$ 224,639.13</b>	<b>\$ 278,829.08</b>	<b>\$ 252,973.77</b>	<b>\$ 1,995,589.16</b>
<b>Gross Profit</b>	<b>\$ 104,827.43</b>	<b>\$ 152,961.63</b>	<b>\$ 252,493.59</b>	<b>\$ 349,416.32</b>	<b>\$ 264,828.12</b>	<b>\$ 459,592.97</b>	<b>\$ 172,719.00</b>	<b>\$ 128,218.42</b>	<b>\$ 121,950.96</b>	<b>\$ 2,007,008.44</b>
<b>Expenses</b>										
Advertising	740.00	99.00	9.99	2,509.99	2,088.69	1,688.99	2,410.67	1,463.83	2,859.20	13,870.36
Marketing	3,198.73	8,774.95	249.95	11,999.95	3,999.95	249.95	249.95	249.95	2,356.78	31,330.16
<b>Total Advertising</b>	<b>\$ 3,938.73</b>	<b>\$ 8,873.95</b>	<b>\$ 259.94</b>	<b>\$ 14,509.94</b>	<b>\$ 6,088.64</b>	<b>\$ 1,938.94</b>	<b>\$ 2,660.62</b>	<b>\$ 1,713.78</b>	<b>\$ 5,215.98</b>	<b>\$ 45,200.52</b>
Auto		219.47	2,333.88	10.00	-453.02	50.16	1,086.88	120.08	81.00	3,448.45
Gas	820.63	700.94	1,052.13	380.47	322.74	274.94	464.09	347.54	298.64	4,662.12
<b>Total Auto</b>	<b>\$ 820.63</b>	<b>\$ 920.41</b>	<b>\$ 3,386.01</b>	<b>\$ 390.47</b>	<b>-\$ 130.28</b>	<b>\$ 325.10</b>	<b>\$ 1,550.97</b>	<b>\$ 467.62</b>	<b>\$ 379.64</b>	<b>\$ 8,110.57</b>
Bank Charges	832.68	826.43	646.71	1,030.47	3,138.36	6,931.16	3,703.20	3,456.99	4,875.18	25,441.18
Computer Expense	4,289.92	703.14	1,888.29	2,297.99	1,934.64	1,986.72	1,274.08	1,760.15	122.86	16,257.79
Consulting	26,900.00	5,000.00	31,500.00	15,540.00	15,000.00	40,700.00	20,000.00	47,354.99	31,500.00	233,494.99
Dues & Subscriptions	440.51	351.95	904.10	684.12	2,262.38	1,071.88	828.23	984.26	1,701.47	9,228.90
Educational Materials	323.61	858.50	1,748.65	2,276.74	1,249.52	913.61	74.84	320.04	260.71	8,026.22
Income Tax Expense	8,018.93	27,185.80	44,708.00	113,677.26	76,974.68	141,380.61	39,887.24	14,566.40	15,132.37	481,531.29
Insurance	979.46	979.46	979.46	1,007.98	1,007.98	1,007.98	1,007.98	1,072.98	1,382.98	9,426.26
Legal & Professional Fees	6,487.05				5,000.00	5,449.39	5,800.00		3,570.20	26,306.64
Meals and Entertainment	2,211.33	5,974.87	3,213.27	3,899.28	3,633.13	3,676.34	2,749.61	3,550.49	1,913.81	30,822.13

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

**SMA Alliance**  
**Profit & Loss**  
 January - September, 2011

	Jan 2011	Feb 2011	Mar 2011	Apr 2011	May 2011	Jun 2011	Jul 2011	Aug 2011	Sep 2011	Total
Office Expenses	3,561.68	6,260.06	8,075.43	9,348.55	3,028.10	1,608.30	4,977.51	4,814.31	7,442.50	49,116.44
Postage & Shipping	981.70	1,413.80	1,456.16	1,590.47	1,590.31	364.29	548.67	697.44	691.25	9,334.09
Promotional	250.87			12.00				126.49		389.36
Rent or Lease	3,600.00	3,600.00	3,600.00	5,400.00	5,400.00	7,400.00	6,400.00	6,400.00	6,400.00	48,200.00
Repair & Maintenance		201.79				580.09		117.61	59.08	958.57
Sales	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	99,000.00
Storage	53.00	53.00	53.00	53.00	53.00	53.00	57.00	57.00	57.00	489.00
Travel	7,454.45	7,401.80	3,101.86	3,553.67	3,893.70	8,650.60	4,923.03	3,057.81	950.00	42,986.92
Utilities										0.00
Alarm System				332.65	604.24	231.96	95.18	231.96	57.99	1,553.98
Electric	149.15	324.68	193.92		117.62	849.92	349.49	863.19	507.92	3,355.89
Gas		95.07	321.62	74.68	15.72	11.73	22.35	11.56	58.63	611.36
Internet	630.34		683.36	510.95	544.93	488.68	755.65	670.87	340.29	4,625.07
Phone	1,283.30	898.39	1,734.80	1,581.27	1,452.26	697.48	1,305.59	2,043.12	2,421.74	13,417.95
Water & Sewer		132.17	183.47	42.41	80.50	105.94	97.12		351.04	992.65
<b>Total Utilities</b>	<b>\$ 2,062.79</b>	<b>\$ 1,450.31</b>	<b>\$ 3,117.17</b>	<b>\$ 2,541.96</b>	<b>\$ 2,815.27</b>	<b>\$ 2,385.71</b>	<b>\$ 2,625.38</b>	<b>\$ 3,820.70</b>	<b>\$ 3,737.61</b>	<b>\$ 24,556.90</b>
<b>Total Expenses</b>	<b>\$ 84,207.34</b>	<b>\$ 83,055.27</b>	<b>\$ 119,638.05</b>	<b>\$ 188,813.90</b>	<b>\$ 143,939.43</b>	<b>\$ 237,423.72</b>	<b>\$ 110,068.36</b>	<b>\$ 105,339.06</b>	<b>\$ 96,392.64</b>	<b>\$ 1,168,877.77</b>
<b>Net Operating Income</b>	<b>\$ 20,620.09</b>	<b>\$ 69,906.36</b>	<b>\$ 132,855.54</b>	<b>\$ 160,602.42</b>	<b>\$ 120,888.69</b>	<b>\$ 222,169.25</b>	<b>\$ 62,650.64</b>	<b>\$ 22,879.36</b>	<b>\$ 25,558.32</b>	<b>\$ 838,130.67</b>
<b>Other Expenses</b>										
Depreciation	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	3,000.00	3,000.00	3,000.00	24,000.00
<b>Total Other Expenses</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 3,000.00</b>	<b>\$ 3,000.00</b>	<b>\$ 3,000.00</b>	<b>\$ 24,000.00</b>
<b>Net Other Income</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 24,000.00</b>
<b>Net Income</b>	<b>\$ 18,120.09</b>	<b>\$ 67,406.36</b>	<b>\$ 130,355.54</b>	<b>\$ 158,102.42</b>	<b>\$ 118,388.69</b>	<b>\$ 219,669.25</b>	<b>\$ 59,650.64</b>	<b>\$ 19,879.36</b>	<b>\$ 22,558.32</b>	<b>\$ 814,130.67</b>

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

**SMA Alliance**  
**Profit & Loss**  
October 2010 - September 2011

	Oct 2010	Nov 2010	Dec 2010	Jan 2011	Feb 2011	Mar 2011	Apr 2011	May 2011	Jun 2011	Jul 2011	Aug 2011	Sep 2011	Total
<b>Income</b>													
Discounts given	-7757.00	-9230.00	-38440.00	-5520.00	-14490.00	-17940.00	-11035.00	-13800.00	-13110.00	-4612.00	-21490.00	-17310.00	-174,734.00
Services	315,199.90	297,749.86	372,663.36	224,998.79	318,483.26	462,752.03	643,606.33	535,243.33	714,078.50	401,970.13	428,537.50	392,234.73	5,107,517.72
<b>Total Income</b>	<b>\$ 307,442.90</b>	<b>\$ 288,519.86</b>	<b>\$ 334,223.36</b>	<b>\$ 219,478.79</b>	<b>\$ 303,993.26</b>	<b>\$ 444,812.03</b>	<b>\$ 632,571.33</b>	<b>\$ 521,443.33</b>	<b>\$ 700,968.50</b>	<b>\$ 397,358.13</b>	<b>\$ 407,047.50</b>	<b>\$ 374,924.73</b>	<b>\$ 4,932,783.72</b>
<b>Cost of Goods Sold</b>													
Advertising Expense for Client - COGS	594.00	99.00	99.00	99.00	405.99	18,975.00	99.00	12,499.00	9,600.00		12,200.00	8,400.00	63,069.99
Commissions & Fees	55,963.62	78,253.50	101,227.70	86,384.48	114,218.30	108,166.67	204,190.00	194,905.00	180,715.25	146,685.00	193,734.98	173,381.20	1,637,825.70
Sub Contractor				5,895.53	6,308.41	18,619.06	16,266.65	17,761.66	19,218.75	16,830.73	13,677.82	20,397.23	134,975.84
<b>Total Commissions &amp; Fees</b>	<b>\$ 55,963.62</b>	<b>\$ 78,253.50</b>	<b>\$ 101,227.70</b>	<b>\$ 92,280.01</b>	<b>\$ 120,526.71</b>	<b>\$ 126,785.73</b>	<b>\$ 220,456.65</b>	<b>\$ 212,666.66</b>	<b>\$ 199,934.00</b>	<b>\$ 163,515.73</b>	<b>\$ 207,412.80</b>	<b>\$ 193,778.43</b>	<b>\$ 1,772,801.54</b>
Content Syndication for Client - COGS	13,800.00	15,800.00	17,660.50	6,000.00	14,900.00	31,456.27	36,348.13	26,053.28	18,978.95	48,926.99	47,003.84	32,900.73	309,828.69
Internet Infrastructure for Client - COGS	803.65	893.87	824.20	11,993.72	6,709.53	3,793.60	6,204.94	3,368.05	1,373.44	1,843.27	2,744.89	9,523.00	50,076.16
Phone Cards to Client - COGS	993.93	513.26	906.65	174.68	3,336.76	3,920.23	1,733.97	1,916.93	4,022.60	2,674.64	2,088.31	1,042.41	23,324.37
Phone Lines for Client - COGS	4,553.60	4,639.24	3,578.84	4,103.95	5,152.64	7,387.61	18,312.32	111.29	7,466.54	7,678.50	7,379.24	7,329.20	77,692.97
<b>Total Cost of Goods Sold</b>	<b>\$ 76,708.80</b>	<b>\$ 100,198.87</b>	<b>\$ 124,296.89</b>	<b>\$ 114,651.36</b>	<b>\$ 151,031.63</b>	<b>\$ 192,318.44</b>	<b>\$ 283,155.01</b>	<b>\$ 256,615.21</b>	<b>\$ 241,375.53</b>	<b>\$ 224,639.13</b>	<b>\$ 278,829.08</b>	<b>\$ 252,973.77</b>	<b>\$ 2,296,793.72</b>
<b>Gross Profit</b>	<b>\$ 230,734.10</b>	<b>\$ 188,320.99</b>	<b>\$ 209,926.47</b>	<b>\$ 104,827.43</b>	<b>\$ 152,961.63</b>	<b>\$ 252,493.59</b>	<b>\$ 349,416.32</b>	<b>\$ 264,828.12</b>	<b>\$ 459,592.97</b>	<b>\$ 172,719.00</b>	<b>\$ 128,218.42</b>	<b>\$ 121,950.96</b>	<b>\$ 2,635,990.00</b>
<b>Expenses</b>													
Advertising	469.00	95.00	10.00	740.00	99.00	9.99	2,509.99	2,088.69	1,688.99	2,410.67	1,463.83	2,859.20	14,444.36
Marketing	3,370.73	5,818.97	5,266.55	3,198.73	8,774.95	249.95	11,999.95	3,999.95	249.95	249.95	249.95	2,356.78	45,786.41
<b>Total Advertising</b>	<b>\$ 3,839.73</b>	<b>\$ 5,913.97</b>	<b>\$ 5,276.55</b>	<b>\$ 3,938.73</b>	<b>\$ 8,873.95</b>	<b>\$ 259.94</b>	<b>\$ 14,509.94</b>	<b>\$ 6,088.64</b>	<b>\$ 1,938.94</b>	<b>\$ 2,660.62</b>	<b>\$ 1,713.78</b>	<b>\$ 5,215.98</b>	<b>\$ 60,230.77</b>
Auto	42.99				219.47	2,333.88	10.00	-453.02	50.16	1,086.88	120.08	81.00	3,491.44
Gas	475.49	218.03	480.47	820.63	700.94	1,052.13	380.47	322.74	274.94	464.09	347.54	298.64	5,836.11
<b>Total Auto</b>	<b>\$ 518.48</b>	<b>\$ 218.03</b>	<b>\$ 480.47</b>	<b>\$ 820.63</b>	<b>\$ 920.41</b>	<b>\$ 3,386.01</b>	<b>\$ 390.47</b>	<b>-\$ 130.28</b>	<b>\$ 325.10</b>	<b>\$ 1,550.97</b>	<b>\$ 467.62</b>	<b>\$ 379.64</b>	<b>\$ 9,327.55</b>
Bank Charges	497.09	310.97	606.22	832.68	826.43	646.71	1,030.47	3,138.36	6,931.16	3,703.20	3,456.99	4,875.18	26,855.46
Computer Expense	389.14	358.88	119.23	4,289.92	703.14	1,888.29	2,297.99	1,934.64	1,986.72	1,274.08	1,760.15	122.86	17,125.04
Consulting	17,984.00	6,550.00	9,500.00	26,900.00	5,000.00	31,500.00	15,540.00	15,000.00	40,700.00	20,000.00	47,354.99	31,500.00	267,528.99
Dues & Subscriptions	213.17	452.52	345.52	440.51	351.95	904.10	684.12	2,262.38	1,071.88	828.23	984.26	1,701.47	10,240.11
Educational Materials	494.11	878.87	1,085.36	323.61	858.50	1,748.65	2,276.74	1,249.52	913.61	74.84	320.04	260.71	10,484.56
Income Tax Expense	11,356.00	15,662.00	8,828.00	8,018.93	27,185.80	44,708.00	113,677.26	76,974.68	141,380.61	39,887.24	14,566.40	15,132.37	517,377.29
Insurance	900.79	1,190.64	979.46	979.46	979.46	979.46	1,007.98	1,007.98	1,007.98	1,007.98	1,072.98	1,382.98	12,497.15
Legal & Professional Fees	1,442.29	1,522.00	174.21	6,487.05				5,000.00	5,449.39	5,800.00		3,570.20	29,445.14
Meals and Entertainment	3,633.39	2,236.68	1,686.28	2,211.33	5,974.87	3,213.27	3,899.28	3,633.13	3,676.34	2,749.61	3,550.49	1,913.81	38,378.48
Office Expenses	1,344.63	1,501.07	3,014.57	3,561.68	6,260.06	8,075.43	9,348.55	3,028.10	1,608.30	4,977.51	4,814.31	7,442.50	54,976.71
Postage & Shipping	211.44	670.87	366.99	981.70	1,413.80	1,456.16	1,590.47	1,590.31	364.29	548.67	697.44	691.25	10,583.39
Promotional				250.87			12.00				126.49		389.36
Rent or Lease	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	3,600.00	5,400.00	5,400.00	7,400.00	6,400.00	6,400.00	6,400.00	59,000.00
Repair & Maintenance		371.56			201.79				580.09		117.61	59.08	1,330.13
Sales	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	11,000.00	132,000.00
Storage	53.00	53.00	53.00	53.00	53.00	53.00	53.00	53.00	53.00	57.00	57.00	57.00	648.00

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

**SMA Alliance**  
**Profit & Loss**  
October 2010 - September 2011

	Oct 2010	Nov 2010	Dec 2010	Jan 2011	Feb 2011	Mar 2011	Apr 2011	May 2011	Jun 2011	Jul 2011	Aug 2011	Sep 2011	Total
Travel	1,749.59	3,618.61	697.90	7,454.45	7,401.80	3,101.86	3,553.67	3,893.70	8,650.60	4,923.03	3,057.81	950.00	49,053.02
Utilities													0.00
Alarm System							332.65	604.24	231.96	95.18	231.96	57.99	1,553.98
Electric	326.64	252.09	393.78	149.15	324.68	193.92		117.62	849.92	349.49	863.19	507.92	4,328.40
Gas	96.95	17.95	48.85		95.07	321.62	74.68	15.72	11.73	22.35	11.56	58.63	775.11
Internet	214.09	115.00	115.00	630.34		683.36	510.95	544.93	488.68	755.65	670.87	340.29	5,069.16
Phone	1,087.83	1,433.91	1,642.85	1,283.30	898.39	1,734.80	1,581.27	1,452.26	697.48	1,305.59	2,043.12	2,421.74	17,582.54
Water & Sewer					132.17	183.47	42.41	80.50	105.94	97.12		351.04	992.65
<b>Total Utilities</b>	<b>\$ 1,725.51</b>	<b>\$ 1,818.95</b>	<b>\$ 2,200.48</b>	<b>\$ 2,062.79</b>	<b>\$ 1,450.31</b>	<b>\$ 3,117.17</b>	<b>\$ 2,541.96</b>	<b>\$ 2,815.27</b>	<b>\$ 2,385.71</b>	<b>\$ 2,625.38</b>	<b>\$ 3,820.70</b>	<b>\$ 3,737.61</b>	<b>\$ 30,301.84</b>
<b>Total Expenses</b>	<b>\$ 60,952.36</b>	<b>\$ 57,928.62</b>	<b>\$ 50,014.24</b>	<b>\$ 84,207.34</b>	<b>\$ 83,055.27</b>	<b>\$ 119,638.05</b>	<b>\$ 188,813.90</b>	<b>\$ 143,939.43</b>	<b>\$ 237,423.72</b>	<b>\$ 110,068.36</b>	<b>\$ 105,339.06</b>	<b>\$ 96,392.64</b>	<b>\$ 1,337,772.99</b>
<b>Net Operating Income</b>	<b>\$ 169,781.74</b>	<b>\$ 130,392.37</b>	<b>\$ 159,912.23</b>	<b>\$ 20,620.09</b>	<b>\$ 69,906.36</b>	<b>\$ 132,855.54</b>	<b>\$ 160,602.42</b>	<b>\$ 120,888.69</b>	<b>\$ 222,169.25</b>	<b>\$ 62,650.64</b>	<b>\$ 22,879.36</b>	<b>\$ 25,558.32</b>	<b>\$ 1,298,217.01</b>
<b>Other Expenses</b>													
Depreciation	776.00	1,100.00	2,222.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	2,500.00	3,000.00	3,000.00	3,000.00	28,098.00
<b>Total Other Expenses</b>	<b>\$ 776.00</b>	<b>\$ 1,100.00</b>	<b>\$ 2,222.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 2,500.00</b>	<b>\$ 3,000.00</b>	<b>\$ 3,000.00</b>	<b>\$ 3,000.00</b>	<b>\$ 28,098.00</b>
<b>Net Other Income</b>	<b>-\$ 776.00</b>	<b>-\$ 1,100.00</b>	<b>-\$ 2,222.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 2,500.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 3,000.00</b>	<b>-\$ 28,098.00</b>
<b>Net Income</b>	<b>\$ 169,005.74</b>	<b>\$ 129,292.37</b>	<b>\$ 157,690.23</b>	<b>\$ 18,120.09</b>	<b>\$ 67,406.36</b>	<b>\$ 130,355.54</b>	<b>\$ 158,102.42</b>	<b>\$ 118,388.69</b>	<b>\$ 219,669.25</b>	<b>\$ 59,650.64</b>	<b>\$ 19,879.36</b>	<b>\$ 22,558.32</b>	<b>\$ 1,270,119.01</b>

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

**SMA Alliance**  
**Balance Sheet**  
As of September 30, 2011

	<b>Total</b>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Bank Accounts</b>	
Business Tax Savings Account	76,348.00
Cash on Hand	826.22
Checking2	139.38
SMA ALLIANCE	428,241.40
<b>Total Bank Accounts</b>	<b>\$ 505,555.00</b>
<b>Accounts Receivable</b>	
Accounts Receivable (A/R)	586,873.00
<b>Total Accounts Receivable</b>	<b>\$ 586,873.00</b>
<b>Other Current Assets</b>	
5% Acquisition of US Autoplex	575,000.00
Acquisitions of Turbo Leads	25,000.00
Employee Cash Advances	5,000.00
Launchpad Technology, LLC	20,000.00
Loans to Others	132,001.69
Undeposited Funds	33,440.00
Website Development	156,500.00
<b>Total Other Current Assets</b>	<b>\$ 946,941.69</b>
<b>Total Current Assets</b>	<b>\$ 2,039,369.69</b>
<b>Fixed Assets</b>	
Accumulated Depreciation	-33612.00
<b>Computers</b>	0.00
Original Cost	262,984.08
<b>Total Computers</b>	<b>\$ 262,984.08</b>
Furniture	47,260.10
Leasehold Improvement	1,800.00
<b>Servers</b>	
Original Cost	645,000.00
<b>Total Servers</b>	<b>\$ 645,000.00</b>
<b>Signage</b>	6,675.98
<b>SMA Software</b>	
Original Cost	5,896,630.00
<b>Total SMA Software</b>	<b>\$ 5,896,630.00</b>
<b>Total Fixed Assets</b>	<b>\$ 6,826,738.16</b>
<b>Other Assets</b>	
Public Listing	87,600.00
Security Deposit	3,975.00
<b>Total Other Assets</b>	<b>\$ 91,575.00</b>
<b>TOTAL ASSETS</b>	<b>\$ 8,957,682.85</b>

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

**SMA Alliance**  
**Balance Sheet**  
As of September 30, 2011

	<b>Total</b>
<b>LIABILITIES AND EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
Accounts Payable	127,136.96
<b>Total Accounts Payable</b>	<b>\$ 127,136.96</b>
<b>Other Current Liabilities</b>	
Accrued Expense Clearing	0.00
Federal Income Tax Payable	557,879.29
<b>Total Other Current Liabilities</b>	<b>\$ 557,879.29</b>
<b>Total Current Liabilities</b>	<b>\$ 685,016.25</b>
<b>Long Term Liabilities</b>	
Baker Myer & Associates	95,450.00
Baker/Myers - SMA Acquisition	7,000,000.00
M Rice	75,000.00
<b>Total Long Term Liabilities</b>	<b>\$ 7,170,450.00</b>
<b>Total Liabilities</b>	<b>\$ 7,855,466.25</b>
<b>Equity</b>	
Contribution from Owner	0.00
Distribution to Owner	0.00
Opening Balance Equity	-695844.70
Retained Earnings	983,930.63
Net Income	814,130.67
<b>Total Equity</b>	<b>\$ 1,102,216.60</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 8,957,682.85</b>

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

**SMA Alliance**  
**Statement of Cash Flows**  
January - September, 2011

	<b>Total</b>
<b>OPERATING ACTIVITIES</b>	
Net Income	814,130.67
Adjustments to reconcile Net Income to Net Cash provided by operations:	
Accounts Receivable (A/R)	-586,873.00
Acquisitions of Turbo Leads	-25,000.00
Employee Cash Advances	-5,000.00
Loans to Others	-132,001.69
Accumulated Depreciation	24,000.00
Accounts Payable	127,136.96
Federal Income Tax Payable	481,531.29
<b>Net cash provided by operating activities</b>	<b>\$ 697,924.23</b>
<b>INVESTING ACTIVITIES</b>	
5% Acquisition of US Autoplex	-575,000.00
Launchpad Technology, LLC	-20,000.00
Computers	29,267.03
Computers:Original Cost	-72,251.11
Furniture	-12,260.10
Public Listing	-87,600.00
<b>Net cash provided by investing activities</b>	<b>-\$ 737,844.18</b>
<b>FINANCING ACTIVITIES</b>	
Baker Myer & Associates	-8,000.00
Baker/Myers - SMA Acquisition	7,000,000.00
Contribution from Owner	-878,677.00
Distribution to Owner	0.00
Opening Balance Equity	-5,930,630.00
<b>Net cash provided by financing activities</b>	<b>\$ 182,693.00</b>
<b>Net cash increase for period</b>	<b>\$ 142,773.05</b>
<b>Cash at beginning of period</b>	<b>396,221.95</b>
<b>Cash at end of period</b>	<b>\$ 538,995.00</b>

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

**SHAREHOLDER EQUITY STATEMENT**

**&**

**EARNINGS REPORT**

**FOR**

**SMA ALLIANCE, INC.**

**THIRD FISCAL QUARTER  
ENDING SEPTEMBER 30, 2011**

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**Earnings**

Fiscal Quarter Ending September 30, 2011	\$ 102,088
Weighted Average Common Shares Outstanding	240,899,080
Earnings per share	\$ 0.0004

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**Shareholders Equity**

Balance Sheet (period ending September 30, 2011)	
Total Assets	\$ 8,957,683
Total Liabilities	\$ 7,855,466
Net Equity	\$ 1,102,217
Common Shares Issued and Outstanding	240,899,080
Shareholder's Equity (Per Share)	\$ 0.0046

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

## **NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND NATURE OF OPERATIONS**

### **Nature of Operations**

SMA Alliance, Inc. (SMAA) is a software and application company aggregating local buying demand for businesses. Specifically, SMA Alliance, Inc leverages its technology and applications in internet focused lead generation, which drives live buyers to retailers through conversion of individual online product interest resulting in live buyers soliciting purchase from retailers.

SMA Alliance currently is focused on the automobile industry, providing automobile retailers 10 to 100 times buying demand on a daily basis through application of proprietary technology and managed systems.

SMA Alliance, Inc (FKA Inventbay.com, inc.) conducted a reverse-merger in April of 2011, acquiring the assets and business of SMA Alliance, LLC, a Texas Limited Liability Company, already engaged in the business of selling its proprietary software and applications as a marketing and advertising medium to auto dealers in regional territories.

The company was previously known as Inventbay.com, Inc from June 2007 until May 2011 and actively engaged in collecting inventions and helping inventors bring their product ideas to market, holding various patents as collateral through its online business of inventbay.com.

The company was previously known as Interand Corporation from 1969 until June of 2007 and actively engaged in computer hardware and software development for large companies, going public on the Nasdaq National Market in 1989 until going to the Bulletin Board markets, then to the Pink Sheets thereafter.

The company has been active and not a shell since its inception in 1969 and has gone through several management and capital structure changes. The most recent structural change occurred on May 20th, with a 1 for 100 stock split and a CUSIP number change and a symbol change to its current symbol SMAA.

### **Use of Estimates**

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America. These principles require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### **Fair Value of Financial Instruments**

The carrying amounts of the Company's financial instruments, including accounts receivable and payable, notes receivable and payable and accrued liabilities approximate fair value due to the relatively short period to maturity for these instruments.

## **NOTE 2: STOCK SPLIT**

On September 7, 2011 our board of directors approved a 10-for-1 forward split of all of the Company's shares of common stock. The stock split became effective September 29, 2011. As a result of the stock split, each shareholder of record as of September 29, 2011 received ten (10) shares of common stock for each one (1) share of common stock they held prior to the stock split.

All references to common shares in the financial statements and accompanying notes to the financial statements have been retroactively restated to reflect the changes in capital structure resulting from the stock split.

## **NOTE 3: GOING CONCERN**

At present the Company has a net gain for 10 consecutive quarters of operations and likewise is growing net earnings at a rate of 129.82% per quarter as reflected in the accompanying financial statements. These conditions are not guaranteed to continue however the company has published projections based on growth capital financing by sale of equity or debt and

has begun distribution to selected potential financing candidates.

The Company anticipates raising growth capital through the issuance of debt and equity securities. The company believes it can accomplish this endeavor while increasing the net value per share for the shareholders in the foreseeable future however does not warrant that it can accomplish growth capital financing without experiencing negative dilutive effect on the company's capital structure either for short term or long term forecasts.

Currently the company has greater expressed demand from manufacturers and large enterprises within its target market however is unable to fulfill orders until such time that growth capital is obtained for the purpose of increasing infrastructure equivalent to the demand which acceptance of such orders would place on company administrative and fulfillment resources.

#### **NOTE 4: SUBSEQUENT EVENTS**

The Company has evaluated subsequent events from the balance sheet date through the issue date of the financial statements and has determined there are no events that would have a material impact on the financial statements.

### **Item 4 Management's Discussion and Analysis or Plan of Operation Overview**

#### **Results of Operations**

Following is management's discussion of the relevant items affecting results of operations for the Company's third quarter of operations for the fiscal year 2011.

**Revenues.** Gross revenues from operations at SMA Alliance were \$1,222,742.36 for the fiscal quarter ending September 30, 2011 (3rd quarter) which represents a 35.4% decrease compared to \$1,892,928.16 in gross revenues from operations in the second quarter ending June 30, 2011.

The net income of SMA Alliance was \$102,088.32 for the fiscal quarter ending September 30, 2011 (3rd quarter) which represents a 79.42% decrease compared to net income of \$496,160.36 in the quarter ending June 30, 2011. The decrease in growth is primarily the result of the company not being prepared for the amount of growth it was sustaining at the pace it was going, along with lack of equipment needed to continue at the current growth rate. Traditionally, the third quarter is slower in the automotive industry having a direct reflection on their advertising budget. Both problems have been rectified and the company is optimistic that the fourth quarter will surpass the previous results.

**Cost of Sales.** Cost of sales at SMA Alliance for the fiscal quarter ending September 30, 2011 were \$756,441.98, a 3.16% decrease from \$781,145.75 during the operations in the second quarter ending June 30, 2011. This decrease correlates with the decrease in revenues. Cost of sales were 64% of revenues generated in the fiscal third quarter of operations compared to 42% in second quarter of 2011.

The Company anticipates a decrease in percentage of cost of sales over the next fiscal quarter due to increases in staffing to accommodate new sales contracts and an increase in work load as well as the Company's continued development of market expansion, increased technology and security upgrades.

**Salaries and Commission Expenses.** Salaries and commission expenses at SMA Alliance for the fiscal quarter ending September 30, 2011 were \$564,706.96, a 10.8% decrease from \$633,057.31 during the operations in the second quarter ending June 30, 2011. This increase correlates with the decrease in revenues. During this period, SMA employees received lower commissions as a result of the sales decrease for the 3<sup>rd</sup> quarter.

**Professional Fees, Licensing and Permits.** Professional fees at SMA for the fiscal quarter ending September 30, 2011 were \$9,370.20, a 10.3% decrease from \$10,449.39 during the operations in the second quarter ending June 30, 2011. The decrease is a direct result of expenses incurred in conforming to state and federal legal acceptance including corporate legal representation, documentation preservation, and corporate governance and public reporting of company.

**Selling, General and Administrative Expenses.** Selling, general, and administrative expenses at SMA Alliance for the fiscal quarter ending September 30, 2011 were \$311,800.06, a 45.32% decrease from \$570,177.50 during the operations in the second quarter ending June 30, 2011. The decrease was in direct correlation to reduction of sales volume for the period.

### **Liquidity and Capital Resources**

As of December 31, 2010, the primary source of liquidity at SMA consisted of \$1,029,242.16, Specifically \$528,662.46 in cash and \$500,579.70 in cash equivalents. SMA holds its cash reserves in an interest bearing checking account with a local financial institution and in cash. Since inception, SMA has financed its operations with cash generated from ongoing business activities. SMA Alliance has sustained a net profit of \$102,088.32, from operations during the fiscal quarter ending September 30, 2011, a 79.42% decrease from its net profit of \$496,160.36 during the operations in the second quarter ending June 30, 2011. SMA is not experiencing any shortfall in operating capital necessary to conduct its ordinary operations. SMA expects a net profit for the year ending December 31, 2011 and with the expected increase in cash flow for the coming months, a significant improvement to its net equity position.

Management believes that the capital resources of SMA are sufficient for ongoing operations, and that SMA will not likely require considerable amounts of financing to make any significant advancement in its business strategy at current operational levels with similar growth. Management maintains an optimistic attitude towards friendly financing opportunities for significantly increased market share capture and may seek additional capital in the future for expansion into vertical growth markets.

### **Item 5                      Legal Proceedings**

None.

### **Item 6                      Defaults Upon Senior Securities**

None.

### **Item 7                      Other Information**

None.

### **Item 8                      Exhibits**

None

**Item 9            Issuer's Certifications**

I, Anthony Baker, certify that:

1. I have reviewed this Quarterly Disclosure Statement of SMA Alliance, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the quarter 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 quarters presented in this disclosure statement.

Dated: November 16, 2011

By:   
Anthony Baker  
Chief Executive Officer