

Company Information and Disclosure Statement
Section One: Issuers' Quarterly Disclosure Obligations
For Period Ended March 31, 2012

SOLOS ENDOSCOPY, INC.
OTCPK: SNDY

Item I Exact name of the issuer and the address of its principal executive offices.

In answering this item, the issuer shall provide the information required by Items I and II of the requirements for initial disclosure statements in Section One of these Guidelines.

Exact Company Name: Solos Endoscopy, Inc. (hereinafter referred to as “we”, “us”, or “our” or “the Issuer”).

Name used by predecessor entities in the past five years:

- a) Formerly=ViaDux Health, Inc. until 3-06
- b) Formerly=Prime Capital Resources, Inc. until 9-16-05. State of Incorporation Florida changed to Nevada concurrent with name change
- c) Formerly=MobileVest, Inc. until 8-02

Item II The address of the issuer’s principal executive offices

In answering this item, please also provide (i) the telephone and fax number of the issuer’s principal executive offices, (ii) if applicable, the URL of each website maintained by or on behalf of the issuer, and (iii) if applicable, the name, phone number, email address, and mailing address of the person responsible for the issuer’s investor relations.

Address: 65 Sprague St. West B Boston, MA 02136
Phone: 617-360-9700
Fax: 617-360-9740
Website: www.solosendoscopy.com

Investor Relations:

Name: Boost Marketing LLC
Address: 7380 Sand Lake Road, Suite 500, Orlando, FL 32819
Phone: 321-236-0240
Email: ir@boostmarketingnow.com

Item 2 Shares outstanding.

In answering this item, the issuer shall provide the information required by Item VI of Section One of these Guidelines with respect to the fiscal quarter end.

Common Stock

	Most Recent Fiscal Quarter
(i) Period end date;	3/31/12
(ii) Number of shares authorized;	500,000,000 ⁽¹⁾
(iii) Number of shares outstanding;	460,897,709
(iv) Freely tradable shares (public float);	445,556,214
(v) Total number of beneficial shareholders; and	0
(vi) Total number of shareholders of record.	587

⁽¹⁾ On May 11, 2012, the Company filed an Amendment to the Articles of Incorporation with the Secretary of State Nevada to increase the Authorized Common and Preferred Shares to accommodate the conversion of debt and equity instruments held in Solos Endoscopy, Inc.

Series A Preferred Stock⁽²⁾

	Most Recent Fiscal Quarter
(i) Period end date;	3/31/12
(ii) Number of shares authorized;	9,000,000
(iii) Number of shares outstanding;	0
(iv) Total number of shareholders of record.	0

⁽²⁾ Effective May 16, 2008, the Company amended the Certificate of Designation for the Series A Convertible Preferred Stock ("Series A Stock"), which was adopted by the Board of Directors and approved by the majority of the issued and outstanding shares of the Series A Stock. The amendment revises the provisions dealing with the right of the Company to call for mandatory conversion of Series A Stock. Subsequently, on May 30, 2008, the Company called for the mandatory conversion of all issued and outstanding Series A Stock. Upon the conversion, all Series A Stock was cancelled and as of that date there are no longer any Series A Shares issued and outstanding.

Series B Preferred Stock⁽³⁾

	Most Recent Fiscal Quarter
(i) Period end date;	3/31/12
(ii) Number of shares authorized;	1,000,000
(iii) Number of shares outstanding;	163,337
(iv) Total number of shareholders of record.	4

⁽³⁾ On February 2, 2012, the Company filed an Amendment to the Certificate of Designation with the Secretary of State Nevada. As part of the Amendment, the number of authorized shares for Preferred Series B was increased from 100,000 to 1,000,000.

Item 3 Interim financial statements.

The following Financial Statements have been posted to OTC Markets for the Quarter ending March 31, 2012.

- a) balance sheet;
- b) statement of income;
- c) statement of cash flows;
- d) statement of changes in stockholders' equity;
- e) financial notes

Item 4 Management's discussion and analysis or plan of operation.

The issuer shall provide the information required by Item XVI of Section One of these Guidelines.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

1. Full fiscal years. Discuss the issuer's financial condition, changes in financial condition and results of operations for each of the last two fiscal years. This discussion should address the past and future financial condition and results of operation of the issuer, with particular emphasis on the prospects for the future. The discussion should also address those key variable and other qualitative and quantitative factors that are necessary to an understanding and evaluation of the issuer. If material, the issuer should disclose the following:

Forward-looking Statements

Statements made in this Quarterly Report which are not purely historical are forward-looking statements with respect to the goals, plan objectives, intentions, expectations, financial condition, results of operations, future performance and our business, including, without limitation, (i) our ability to raise capital, and (ii) statements preceded by, followed by or that include the words “may,” “would,” “could,” “should,” “expects,” “projects,” “anticipates,” “believes,” “estimates,” “plans,” “intends,” “targets” or similar expressions. Forward-looking statements involve inherent risks and uncertainties, and important factors (many of which are beyond our control) that could cause actual results to differ materially from those set forth in the forward-looking statements, including the following, general economic or industry conditions, nationally and/or in the communities in which we may conduct business, changes in the interest rate environment, legislation or regulatory requirements, conditions of the securities markets, our ability to raise capital, changes in accounting principles, policies or guidelines, financial or political instability, acts of war or terrorism, other economic, competitive, governmental, regulatory and technical factors affecting our current or potential business and related matters. Accordingly, results actually achieved may differ materially from expected results in these statements.

Forward-looking statements speak only as of the date they are made. We do not undertake, and specifically disclaim, any obligation to update any forward-looking statements to reflect events or circumstances occurring after the date of such statements.

Management Discussion and Analysis

Solos Endoscopy, Inc. has been at the forefront of breakthrough medical devices and technologies for the treatment and management of diseases for over 20 years. The Company markets over 200 items to the endoscopic market and is continuing the development of products that will enhance the ability of medical professionals to perform minimally invasive surgical techniques.

The company has successfully completed the Food and Drug Administration (FDA) Level I Baseline Inspection in which it received a NAI (No Action Indicated) for the inspection. It is standard for the FDA to perform unannounced inspections periodically for medical device manufacturers, and the successful inspection by the FDA validates the Company's quality system and its strict adherence to that system.

In addition to the FDA approval for our product line, the Company has taken the initial steps to obtain the CE Mark for its MammoView® line of surgical endoscopy instruments. This will allow the MammoView® line to be sold throughout the European Economic Union (EEU), which according to a 2009 report published by Frost & Sullivan represents \$94 Billion, or 30%, of the worldwide demand for medical instruments.

Solos has several exciting new advances in product development that will change the way minimally invasive procedures are utilized in the medical field in order to treat and prevent disease. These products will allow the physician to examine organs and tissues within the body without the need for intrusive surgery. The Company is currently marketing its next generation breast endoscopy system, the MammoView® system, for early breast cancer detection.

Solos Endoscopy's core business is the development and marketing of medical technology, applications, medical devices and procedural techniques for the screening, diagnosis, treatment and management of disease and medical conditions.

In 2011, Solos Endoscopy consummated agreements, which resulted in the forgiveness of \$457,471 in debt for the Company. The signed settlement agreement and new consulting agreement resulted in a reduction of ongoing expenses by approximately

\$40,000 per quarter that has carried over into 2012. In the first quarter of 2012, Solos Endoscopy continued its debt reduction efforts which resulted in a Net Profit of \$131,083.

Through March 31, 2012 we generated revenues in the amount of \$96,665 versus \$80,494 for the three months ended March 31, 2011. This was an increase of \$16,171 for the three months then ended. The Company benefitted from purchases from European vendors where the value of the dollar was substantially higher against the Euro for the first part of 2012. The Company's net loss from operations during the three months ended March 31, 2012 was (\$69,288) and for the three months ended March 31, 2011 the loss was \$492,118. The Company substantially reduced its overhead and other general and administrative expenses in 2012. The major reduction was due to the fact that in the same quarter of 2011, the Company issued 30,000,000 shares of its common stock to the President of the Company for the renewal of his employment contract and recorded an expense of \$300,000. The Company reduced the cost of a management contract in 2012 reducing its monthly costs from \$40,000 to \$20,000 per month. In addition, payments on the contract were forgiven for the first quarter of 2012. The Company expects to see an increase in the gross profit percentage 2012 and additional sales due to its expanded product base. Solos Endoscopy is focusing on a new marketing plan to obtain new clients during 2012.

We currently have been funding the cash losses from operations through the sale of our preferred stock and loans to the Company. During the quarter ended March 31, 2012, the Company received \$109,000 from preferred stock investments and additional \$48,300 in advances against the future sale of its preferred stock. The cash used for operations during the first quarter of 2012 was \$103,715 cash provided of \$3,455 for the first quarter of 2011. The Company expects it will need to continue to raise capital under this method over the next twelve months to maintain its current operations and obtain additional funding from loans or other sources.

The Company substantially reduced its payables and other debt in the first quarter of 2012 by approximately \$500,000. An additional amount of \$48,300 was received by the Company that was converted into its Series B Preferred Stock in April 2012. The Company expects due to the restructuring and pay off of its debt that it is in a better position to expand its marketing efforts and generate positive cash flow from its operations.

There can be no assurance that we will achieve commercial acceptance for any of our proposed services in the future; that future revenue will materialize or be significant; that any sales will be profitable; or that we will have sufficient funds available for further development of our proposed products and services. The likelihood of our success will also depend upon our ability to raise additional capital from equity and/or debt financing to overcome the problems and risks described herein; to absorb the expenses and delays frequently encountered in the operation of our business; and to succeed in the competitive environment in which we will operate. Although management intends to explore all available alternatives for equity and/or debt financing, including, but not limited to, private and public securities offerings, there can be no assurance that we will be able to generate additional capital. Our continuation as a going concern is dependent on our ability to generate sufficient cash flow to meet our obligations on a timely basis and, ultimately, to achieve profitability.

Financial Condition, Capital Resources and Liquidity

As of March 31, 2012, we had total cash assets of \$13,334, which was derived from proceeds by selling of its preferred stock, loans made to the Company and operations. Additionally, the Company decreased its inventories by \$22,367 during the quarter ended

March 31, 2012. We had total assets of \$2,310,658. We had total current liabilities of \$230,592 and a working capital of \$180,066 and stockholders' equity of \$1,950,604 as of March 31, 2012. Deficits accumulated during the history of the company from operations have totaled \$7,168,083. Our financial statements are presented on the basis that Solos is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business over a reasonable length of time. However, the Company has accumulated losses from operations and has the need to raise additional financing in order to satisfy its vendors and other creditors and execute its business plan. These factors raise substantial doubt about our ability to continue as a going concern. Our future success will be dependent upon our ability to provide effective and competitive services that meet customers' changing requirements. Should Solos' efforts to raise additional capital through equity and/or debt financing fail the Company would have difficulty executing its business activities and continue as a going concern.

At March 31, 2012 the Company has been generating revenues and is still seeking capital through the offering of its preferred stock or the obtaining of additional debt in order to continue operations. The Company does not know if the revenues from its current client base will provide sufficient earnings to cover the cost of its operations. The Company had expected this gross margin from operations would increase in 2012, but it expected the gross revenues will not be sufficient to cover all of its current operations. Due to the lack of substantial increases in gross revenues and the maintenance of its gross for the three months ended March 31, 2012, the Company expects the total loss from operations to increase unless the future revenues increase and any related profits from such an increase. The Company will have to obtain additional customers and related sales to become profitable. At March 31, 2012 and through the date of this filing, the Company has yet to obtain any other commitments for additional funding. For the Company's first quarter, the Company has received a total of \$109,000 from sales of its preferred stock and another \$48,300 for subscriptions to its preferred shares that it converted to in April. It expects to raise an enough capital under the current contract to sustain the losses being incurred in its operations. The Company expects that the gross proceeds from its offering will provide enough working capital to continue its operations during the next twelve months and to execute its business plan.

Additionally, in the first quarter of 2012, the Company has reduced its debt by over \$500,000 and \$48,300 of the debt was converted to equity in April 2012. This restructuring has created a positive working capital at March 31, 2012 in the amount of \$180,066 versus a negative working capital at December 31, 2011 in the amount of \$349,569. The Company still does not have the liquidity it needs to effectively execute its current business plan and maintain its current operations. However, the Company expects with the existing sales of its Series B Preferred Stock that it will obtain the capital to expand its revenues to cover its operating expenses and gain profitability.

Until the Company obtains the capital required to develop any properties or businesses and obtains the revenues needed from its future operations to meet its obligations, the Company will depend on sources other than operating revenues to meet its operating and capital needs. Operating revenues may never satisfy these needs.

2. Interim Periods. Provide a comparable discussion that will enable the reader to assess material changes in financial condition and results of operations since the end of the last fiscal year and for the comparable interim period in the preceding year.

See Management Discussion above.

C. Off-Balance Sheet Arrangements.

1. In a separately-captioned section, discuss the issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors. The disclosure shall include the items specified in paragraphs C(1)(i), (ii), (iii) and (iv) of this Item XVI to the extent necessary to an understanding of such arrangements and effect and shall also include such other information that the issuer believes is necessary for such an understanding.

The Company does not have any off-balance sheet arrangements.

- i. The nature and business purpose to the issuer of such off-balance sheet arrangements;**

Not Applicable

- ii. The importance to the issuer of such off-balance sheet arrangements in respect of its liquidity, capital resources, market risk support, credit risk support or other benefits;**

Not Applicable

- iii. The amounts of revenues, expenses and cash flows of the issuer arising from such arrangements; the nature and amounts of any interests retained, securities issued and other indebtedness incurred by the issuer in connection with such arrangements; and the nature and amounts of any other obligations or liabilities (including contingent obligations or liabilities) of the issuer arising from such arrangements that are or are reasonably likely to become material and the triggering events or circumstances that could cause them to arise; and**

Not Applicable

- iv. Any known event, demand, commitment, trend or uncertainty that will result in or is reasonably likely to result in the termination, or material reduction in availability to the issuer, of its off-balance sheet arrangements that provide material benefits to it, and the course of action that the issuer has taken or proposes to take in response to any such circumstances.**

Not Applicable

2. As used in paragraph C of this Item XVI, the term off-balance sheet arrangement means any transaction, agreement or other contractual arrangement to which an entity unconsolidated with the issuer is a party, under which the issuer has:

- i. Any obligation under a guarantee contract that has any of the characteristics identified in paragraph 3 of FASB Interpretation No. 45, Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Indirect Guarantees of Indebtedness of Others (November 2002) ("FIN 45"), as may be modified or supplemented, and that is not excluded from the initial recognition and measurement provisions of FIN 45 pursuant to paragraphs 6 or 7 of that Interpretation;

Not Applicable

- ii. A retained or contingent interest in assets transferred to an unconsolidated entity or similar arrangement that serves as credit, liquidity or market risk support to such entity for such assets;

Not Applicable

- iii. Any obligation, including a contingent obligation, under a contract that would be accounted for as a derivative instrument, except that it is both indexed to the issuer's own stock and classified in stockholders' equity in the issuer's statement of financial position, and therefore excluded from the scope of FASB Statement of Financial Accounting Standards No. 133, Accounting for Derivative Instruments and Hedging Activities (June 1998), pursuant to paragraph 11(a) of that Statement, as may be modified or supplemented; or

Not Applicable

- iv. Any obligation, including a contingent obligation, arising out of a variable interest (as referenced in FASB Interpretation No. 46, Consolidation of Variable Interest Entities (January 2003), as may be modified or supplemented) in an unconsolidated entity that is held by, and material to, the issuer, where such entity provides financing, liquidity, market risk or credit risk support to, or engages in leasing, hedging or research and development services with, the issuer.

Not Applicable

Item 5 Legal proceedings.

The issuer shall provide the information required by Item VIII (a)(11) of Section One of these Guidelines, to the extent not already disclosed in a prior disclosure statement.

- 1. any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

None

Item 6 Defaults upon senior securities.

If there has been any material default in the payment of principal, interest, a sinking or purchase fund installment, or any other material default not cured within 30 days, with respect to any indebtedness of the issuer exceeding 5% of the total assets of the issuer, (i) identify the indebtedness and (ii) state the nature of the default, the amount of the default and the total arrearage as of a recent date.

Not Applicable

If any material arrearage in the payment of dividends has occurred or if there has been any other material delinquency not cured within 30 days, with respect to any class of preferred stock of the issuer, give the title of the class and state the nature of the arrearage or delinquency. In the case of a default in the payment of dividends, state the amount and the total arrearage as of a recent date.

Not Applicable

The issuer need not respond to this item with respect to any class of securities all of which is held by, or for the account of, the issuer or its totally held subsidiaries. Issuers need not repeat information that has been previously disclosed in a prior disclosure statement, although the issuer shall provide updates regarding previously reported defaults.

Not Applicable

Item 7 Other information.

Current Reporting Obligations

Important: The following is a description of events that may be material to the issuer and its securities and that shall be made publicly available by the issuer. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public.

If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a press release within 4 business days following their occurrence, and posting such press release through the OTC Disclosure and News Service:

1. Entry into a Material Definitive Agreement.

(a) If the issuer has entered into a material definitive agreement not made in the ordinary course of business of the issuer, or into any amendment of such agreement that is material to the issuer, the issuer shall disclose the following information:

The Company has not entered into a material definitive agreement not made in the ordinary course of business.

(1) the date on which the agreement was entered into or amended, the identity of the parties to the agreement or amendment and a brief description of any material relationship between the issuer or its affiliates and any of the parties, other than in respect of the material definitive agreement or amendment; and

Not Applicable

(2) a brief description of the terms and conditions of the agreement or amendment that are material to the issuer.

Not Applicable

(b) A “material definitive agreement” means an agreement that provides for obligations that are material to and enforceable against the issuer, or rights that are material to the issuer and enforceable by the issuer against one or more other parties to the agreement, in each case whether or not subject to conditions.

Not Applicable

2. Termination of a Material Definitive Agreement.

(a) If a material definitive agreement which was not made in the ordinary course of business of the issuer and to which the issuer is a party is terminated otherwise than by expiration of the agreement on its stated termination date, or as a result of all parties completing their obligations under such agreement, and such termination of the agreement is material to the issuer, the issuer shall disclose the following information:

The Company has not terminated any material definitive agreement.

(1) the date of the termination of the material definitive agreement, the identity of the parties to the agreement and a brief description of any material relationship between the issuer or its affiliates and any of the parties other than in respect of the material definitive agreement;

Not Applicable

(2) a brief description of the terms and conditions of the agreement that are material to the issuer;

Not Applicable

(3) a brief description of the material circumstances surrounding the termination; and

Not Applicable

(4) any material early termination penalties incurred by the issuer.

Not Applicable

3. Completion of Acquisition or Disposition of Assets, Including but not Limited to Mergers.

If the issuer or any of its majority-owned subsidiaries has completed the acquisition or disposition of a significant amount of assets, otherwise than in the ordinary course of business, the issuer shall disclose the following information:

The company has not completed any acquisitions or disposition of assets.

(a) the date of completion of the transaction;

Not Applicable

(b) a brief description of the assets involved;

Not Applicable

(c) the identity of the person(s) from whom the assets were acquired or to whom they were sold and the nature of any material relationship, other than in respect of the transaction, between such person(s) and the issuer or any of its affiliates, or any director or officer of the issuer, or any associate of any such director or officer;

Not Applicable

(d) the nature and amount of consideration given or received for the assets and, if any material relationship is disclosed pursuant to paragraph 3(c) above, the formula or principle followed in determining the amount of such consideration;

Not Applicable

(e) if the transaction being reported is an acquisition and if any material relationship is disclosed pursuant to paragraph 3(c) above, the source(s) of the funds used; and

Not Applicable

(f) if the issuer was a shell company, as that term is defined in paragraph 3 of Item VIII.B of these Guidelines, immediately before the transaction, the information that would be required if the issuer were fulfilling its Initial Disclosure Obligations pursuant to Section One of these Guidelines, with such information reflecting the issuer and its securities upon consummation of the transaction.

Not Applicable

4. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an Issuer.

The Company has not created direct financial obligation or an obligation under an Off-Balance Sheet Arrangement of an Issuer.

(a) If the issuer becomes obligated on a direct financial obligation that is material to the issuer, the issuer shall disclose the following information:

(1) the date on which the issuer becomes obligated on the direct financial obligation and a brief description of the transaction or agreement creating the obligation;

Not Applicable

(2) the amount of the obligation, including the terms of its payment and, if applicable, a brief description of the material terms under which it may be accelerated or increased and the nature of any recourse provisions that would enable the issuer to recover from third parties; and

Not Applicable

(3) a brief description of the other terms and conditions of the transaction or agreement that are material to the issuer.

Not Applicable

(b) If the issuer becomes directly or contingently liable for an obligation that is material to the issuer arising out of an off-balance sheet arrangement, the issuer shall disclose the following information:

(1) the date on which the issuer becomes directly or contingently liable on the obligation and a brief description of the transaction or agreement creating the arrangement and obligation;

Not Applicable

(2) a brief description of the nature and amount of the obligation of the issuer under the arrangement, including the material terms whereby it may become a direct obligation, if applicable, or may be accelerated or increased and the nature of any recourse provisions that would enable the issuer to recover from third parties;

Not Applicable

(3) the maximum potential amount of future payments (undiscounted) that the issuer may be required to make, if different; and

Not Applicable

(4) a brief description of the other terms and conditions of the obligation or arrangement that are material to the issuer.

Not Applicable

5. Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement.

The Company has not had any triggering events that accelerate or increase a direct financial obligation or an obligation under an Off-Balance Sheet Arrangement.

(a) If a triggering event causing the increase or acceleration of a direct financial obligation of the issuer occurs and the consequences of the event are material to the issuer, the issuer shall disclose the following information:

(1) the date of the triggering event and a brief description of the agreement or transaction under which the direct financial obligation was created and is increased or accelerated;

Not Applicable

(2) a brief description of the triggering event;

Not Applicable

(3) the amount of the direct financial obligation, as increased if applicable, and the terms of payment or acceleration that apply; and

Not Applicable

(4) any other material obligations of the issuer that may arise, increase, be accelerated or become direct financial obligations as a result of the triggering event or the increase or acceleration of the direct financial obligation.

Not Applicable

(b) If a triggering event occurs causing an obligation of the issuer under an off-balance sheet arrangement to increase or be accelerated, or causing a contingent obligation of the issuer under an off-balance sheet arrangement to become a direct financial obligation of the issuer, and the consequences of the event are material to the issuer, the issuer shall disclose the following information:

(1) the date of the triggering event and a brief description of the off-balance sheet arrangement;

Not Applicable

(2) a brief description of the triggering event;

Not Applicable

(3) the nature and amount of the obligation, as increased if applicable, and the terms of payment or acceleration that apply; and

Not Applicable

(4) any other material obligations of the issuer that may arise, increase, be accelerated or become direct financial obligations as a result of the triggering event or the increase or acceleration of the obligation under the off-balance sheet arrangement or its becoming a direct financial obligation of the issuer.

Not Applicable

(c) A “triggering event” is an event, including an event of default, event of acceleration or similar event, as a result of which a direct financial obligation of the issuer or an obligation of the issuer arising under an off-balance sheet arrangement is increased or becomes accelerated or as a result of which a contingent obligation of the issuer arising out of an off-balance sheet arrangement becomes a direct financial obligation of the issuer.

Not Applicable

6. Costs Associated with Exit or Disposal Activities.

If the issuer's board of directors, a committee of the board of directors or the officer or officers of the issuer authorized to take such action if board action is not required, commits the issuer to an exit or disposal plan, or otherwise disposes of a long-lived asset or terminates employees under a plan of termination described in paragraph 8 of the Financial Accounting Standards Board's *Statement of Financial Accounting Standards No. 146*, "Accounting for Costs Associated with Exit or Disposal Activities", under which material charges will be incurred under generally accepted accounting principles applicable to the issuer, the issuer shall disclose the following information:

None

(a) the date of the commitment to the course of action and a description of the course of action, including the facts and circumstances leading to the expected action and the expected completion date;

Not Applicable

(b) for each major type of cost associated with the course of action (for example, one-time termination benefits, contract termination costs and other associated costs), an estimate of the total amount or range of amounts expected to be incurred in connection with the action;

Not Applicable

(c) an estimate of the total amount or range of amounts expected to be incurred in connection with the action; and

Not Applicable

(d) the issuer's estimate of the amount or range of amounts of the charge that will result in future cash expenditures.

Not Applicable

7. Material Impairments.

If the issuer's board of directors, a committee of the board of directors or the officer or officers of the issuer authorized to take such action if board action is not required, concludes that a material charge for impairment to one or more of its assets, including, without limitation, impairments of securities or goodwill, is required under generally accepted accounting principles applicable to the issuer, the issuer shall disclose the following information:

The Company has no material impairments.

(a) the date of the conclusion that a material charge is required and a description of the impaired asset or assets and the facts and circumstances leading to the conclusion that the charge for impairment is required;

Not Applicable

(b) the issuer's estimate of the amount or range of amounts of the impairment charge; and

Not Applicable

(c) the issuer's estimate of the amount or range of amounts of the impairment charge that will result in future cash expenditures.

Not Applicable

8. Sales of Equity Securities.

If the issuer sells equity securities in a transaction that has not been previously described in any prior disclosure statement, the issuer shall provide the information required by Item XVII of Section One of these Guidelines with respect to any such securities offering(s).

Shareholder	Jurisdiction	Date	# of Shares Sold	Price Per share	Dollar Amount Sold	Nature of Offering
Boost Marketing LLC	Florida	1/6/2012	20,000,000	0.0001	N/A	Rule 144 -Note Conversion
Fairhills Capital Offshore	New York	1/10/2012	33,333,333	0.0001	N/A	Rule 144 -Note Conversion
Fairhills Capital Offshore	New York	1/27/2012	26,666,666	0.0001	N/A	Rule 144 -Note Conversion
Boost Marketing LLC	Florida	2/3/2012	15,000,000	0.0001	N/A	Rule 144 -Note Conversion
Fairhills Capital Offshore	New York	2/9/2012	30,000,000	0.0001	N/A	Rule 144 -Note Conversion
Boost Marketing LLC	Florida	2/17/2012	20,000,000	0.0001	N/A	Rule 144 -Note Conversion
Fairhills Capital Offshore	New York	2/23/2012	21,000,000	0.0001	N/A	Rule 144 -Note Conversion
Boost Marketing LLC	Florida	3/2/2012	15,000,000	0.0001	N/A	Rule 144 -Note Conversion
Boost Marketing LLC	Florida	3/2/2012	5,000,000	0.0001	N/A	Rule 144 -Note Conversion
Boost Marketing LLC	Florida	3/30/2012	20,000,000	0.0001	N/A	Rule 144 -Note Conversion

Retired Shares

Shareholder	Date	# of Shares Retired
Robert Segersten	2/7/2012	30,000
Robert Segersten	2/7/2012	29,970,000
Fred Schiemann	2/7/2012	15,000,000
Amanda B Segersten	2/7/2012	15,000,000
Robert Segersten	2/7/2012	90,000,000

Preferred B Issuances

Shareholder	Jurisdiction	Date	# of Shares Sold	Price Per share	Nature of Offering
Boost Marketing LLC	Florida	3/16/2011	2,000	10.00	506 Private Offering
Boost Marketing LLC	Florida	6/30/2011	2,000	10.00	506 Private Offering
Fred Schiemann	Nevada	1/10/2012	1,500	10.00	Section 4(2) Compensation
Amanda B Segersten	Massachusetts	1/10/2012	1,500	10.00	Section 4(2) Compensation
Robert Segersten	Massachusetts	1/10/2012	1,500	10.00	Section 4(2) Compensation
Boost Marketing LLC	Florida	2/7/2012	7,450	10.00	506 Private Offering
Amanda B Segersten	Massachusetts	2/15/2012	11,794	2.50	506 Private Offering
Fred Schiemann	Nevada	2/15/2012	11,794	2.50	506 Private Offering
Robert Segersten	Massachusetts	2/15/2012	94,349	2.50	506 Private Offering
Boost Marketing LLC	Florida	3/13/2012	3,450	10.00	506 Private Offering
Boost Marketing LLC	Florida	3/19/2012	26,000	10.00	506 Private Offering

9. Material Modification to Rights of Security Holders.

(a) If the constituent instruments defining the rights of the holders of any class of securities of the issuer have been materially modified, the issuer shall disclose the date of such modification and the title of the class of securities involved and briefly describe the general effect of such modification upon the rights of holders of such securities.

On February 2, 2012, the Company filed an Amendment to the Certificate of Designation for the Preferred Series B (Preferred B) class of stock with the Secretary of State Nevada. Modifications to Preferred B are outlined below:

- 1) The total authorized stock for Preferred B was increased from 100,000 shares to 1,000,000 shares.
- 2) Common Stock Reserved. The Corporation is not required to reserve and keep available out of its authorized but unissued Common Stock such number of shares of Common Stock sufficient to effect conversion of the Series B Convertible Preferred. The Corporation shall have fifteen (15) business days from receipt of notice to convert Series B Convertible Preferred Shares into Common Shares to increase its total Authorized Shares in order to honor the terms and conditions of the series of Preferred Shares being converted upon.
- 3) The holders of Series B Convertible Preferred shall have the voting rights of common stock as if the preferred shares are converted into common shares on the record date of the vote. In order to limit unnecessary dilution, Series B Convertible Preferred Shareholders shall have the authority to vote their shares even if, upon exercising this right, the votes exceed the current total authorized share total of the corporation. In the event that there is a non-vote, the Corporation shall consider shares that are not voted as a "yes" vote in favor of increasing the authorized share total.

(b) If the rights evidenced by any class of securities have been materially limited or qualified by the issuance or modification of any other class of securities by the issuer, the issuer shall briefly disclose the date of such issuance or modification and the general effect of such issuance or modification of such other class of securities upon the rights of the holders of the registered securities.

The holders of Series B Convertible Preferred shall have the voting rights of common stock as if the preferred shares are converted into common shares on the record date of the vote. In order to limit unnecessary dilution, Series B Convertible Preferred Shareholders shall have the authority to vote their shares even if, upon exercising this right, the votes exceed the current total authorized share total of the corporation. In the event that there is a non-vote, the Corporation shall consider shares that are not voted as a "yes" vote in favor of increasing the authorized share total.

10. Changes in Issuer's Certifying Accountant.

(a) If an independent accountant who was previously engaged as the principal accountant to audit the issuer's financial statements, or an independent accountant upon whom the principal accountant expressed reliance in its report regarding a significant subsidiary, resigns (or indicates that it declines to stand for re-appointment after completion of the current audit) or is dismissed, the issuer shall state:

The Company has not changed its independent accountant engaged as the principal accountant as of its last disclosure posted on OTC Markets for the period ending December 31, 2011.

(1) Whether the former accountant resigned, declined to stand for re-election or was dismissed and the date of such resignation, refusal to stand for re-election or dismissal;

Not Applicable

(2) Whether the accountant's report on the financial statements for either of the past two years contained an adverse opinion or disclaimer of opinion, or was modified as to uncertainty, audit scope, or accounting principles, and also describe the nature of each such adverse opinion, disclaimer of opinion or modification;

Not Applicable

(3) Whether the decision to change accountants was recommended or approved by the board of directors or an audit or similar committee of the board of directors; and

Not Applicable

(4) (A) Whether there were any disagreements with the former accountant, whether or not resolved, on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to the former accountant's satisfaction, would have caused it to make reference to the subject matter of the disagreement(s) in connection with its report; or

Not Applicable

(B) if applicable, whether the former accountant advised the issuer that:

(1) Internal controls necessary to develop reliable financial statements did not exist;

Not Applicable

(2) Information has come to the attention of the former accountant which made the accountant unwilling to rely on management's representations, or unwilling to be associated with the financial statements prepared by management; or

Not Applicable

(3) The scope of the audit shall be expanded significantly, or information has come to the accountant's attention that the accountant has concluded will, or if further investigated may,

materially impact the fairness or reliability of a previously issued audit report or the underlying financial statements, or the financial statements issued or to be issued covering the fiscal period(s) subsequent to the date of the most recent audited financial statements (including information that might preclude the issuance of an unqualified audit report), and the issue was not resolved to the accountant's satisfaction prior to its resignation or dismissal; and

Not Applicable

(C) The subject matter of each such disagreement or event identified in response to paragraph (4)(A) above;

Not Applicable

(D) Whether any committee of the board of directors, or the board of directors, discussed the subject matter of the disagreement with the former accountant; and

Not Applicable

(E) Whether the issuer has authorized the former accountant to respond fully to the inquiries of the successor accountant concerning the subject matter of each of such disagreements or events and, if not, describe the nature of and reason for any limitation.

Not Applicable

(b) If a new accountant has been engaged as either the principal accountant to audit the issuer's financial statements or as the auditor of a significant subsidiary and on whom the principal accountant is expected to express reliance in its report, the issuer shall identify the new accountant. If the conditions in paragraphs (b)(1) through (b)(3) below exist, the issuer shall describe the nature of the disagreement or event and the effect on the financial statements if the method of the former accountants had been followed (unless that method ceases to be generally accepted because of authoritative standards or interpretations issued after the disagreement or event):

Not Applicable

(1) In connection with a change in accountants subject to paragraph (b) above, there was any disagreement or event as described in paragraph (a)(4)(A) above;

Not Applicable

(2) During the fiscal year in which the change in accountants took place or during the later fiscal year, there have been any transactions or events similar to those involved in such disagreement or event; and

Not Applicable

(3) Such transactions or events were material and were accounted for or disclosed in a manner different from that which the former accountants would have likely concluded was required.

Not Applicable

11. Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review.

Not Applicable

(a) If the issuer's board of directors, a committee of the board of directors or the officer or officers of the issuer authorized to take such action if board action is not required, concludes that any previously issued financial statements covering the last three fiscal years or interim periods since the end of the last fiscal year shall no longer be relied upon because of an error in such financial statements as addressed in Accounting Principles Board Opinion No. 20, as may be modified, supplemented or succeeded, the issuer shall disclose the following information:

(1) the date of the conclusion regarding the non-reliance and an identification of the financial statements and years or periods covered that shall no longer be relied upon;

Not Applicable

(2) a brief description of the facts underlying the conclusion to the extent known to the issuer at the time of filing; and

Not Applicable

(3) a statement of whether the audit committee, or the board of directors in the absence of an audit committee, or authorized officer or officers, discussed with the issuer's independent accountant the matters disclosed in the press release issued pursuant to this paragraph 11.

Not Applicable

(b) If the issuer is advised by, or receives notice from, its independent accountant that disclosure shall be made or action shall be taken to prevent future reliance on a previously issued audit report or completed interim review related to previously issued financial statements, the issuer shall disclose the following information:

- (1) the date on which the issuer was so advised or notified;
Not Applicable
- (2) identification of the financial statements that shall no longer be
relied upon;
Not Applicable
- (3) a brief description of the information provided by the accountant;
and
Not Applicable
- (4) a statement of whether the audit committee, or the board of
directors in the absence of an audit committee, or authorized officer or officers,
discussed with the independent accountant the matters disclosed in the press
release issued pursuant to this paragraph 11.
Not Applicable

12. Changes in Control of Issuer.

(a) If, to the knowledge of the issuer's board of directors, a committee of the board of directors or authorized officer or officers of the issuer, a change in control of the issuer has occurred, the issuer shall furnish the following information:

The Company has not had any Change of Control since its last disclosure posted on OTC Markets for the period ending December 31, 2011.

- (1) the identity of the person(s) who acquired such control;
Not Applicable
- (2) the date and a description of the transaction(s) which resulted in
the change in control;
Not Applicable
- (3) the basis of the control, including the percentage of voting
securities of the issuer now beneficially owned directly or indirectly by the
person(s) who acquired control;
Not Applicable
- (4) the amount of the consideration used by such person(s);
Not Applicable

- (5) the source(s) of funds used by such person(s); and

Not Applicable

(6) if the issuer was a shell company, as that term is defined in paragraph 3 of Item VIII.B of these Guidelines, immediately before the change in control, the information that would be required if the issuer were fulfilling its Initial Disclosure Obligations pursuant to Section One of these Guidelines, with such information reflecting the issuer and its securities upon consummation of the change in control.

The Company has never been classified as a shell in its prior filings. While current management has not been involved in the day to day operations of the Company since inception, it accepts the accuracy of the Company's prior filings and further states categorically that the Company has never been a shell since the date of the last change in control.

13. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

The Company has not had any Departure of Directors or Principal Officers or Appointment of Principal Officers since its last disclosure posted on OTC Markets for the period ending December 31, 2011.

(a) If a director has resigned or refuses to stand for re-election to the board of directors since the date of the last annual meeting of shareholders because of a disagreement with the issuer, known to an executive officer of the issuer on any matter relating to the issuer's operations, policies or practices, or if a director has been removed for cause from the board of directors, the issuer shall disclose the following information:

Non Applicable

- (1) the date of such resignation, refusal to stand for re-election or removal;

Non Applicable

- (2) any positions held by the director on any committee of the board of directors at the time of the director's resignation, refusal to stand for re-election or removal; and

Non Applicable

- (3) a brief description of the circumstances representing the disagreement that the issuer believes caused, in whole or in part, the director's resignation, refusal to stand for re-election or removal.

Non Applicable

(b) If the issuer's principal executive officer, president, principal financial officer, principal accounting officer, principal operating officer or any person performing similar functions retires, resigns or is terminated from that position, or if a director retires, resigns, is removed, or refuses to stand for re-election (except in circumstances described in paragraph (a) above), the issuer shall disclose the fact that the event has occurred and the date of the event.

Non Applicable

(c) If the issuer appoints a new principal executive officer, president, principal financial officer, principal accounting officer, principal operating officer or person performing similar functions, the issuer shall disclose the following information with respect to the newly appointed officer:

The Company has not appointed any new principal executive officer, president, principal financial officer, principal accounting officer, principal operating officer or person performing similar functions since its previous disclosure for period ended December 31, 2011.

(1) the name and position of the newly appointed officer and the date of the appointment;

Non Applicable

(2) the information described in Item XI above; and

Non Applicable

(3) a brief description of the material terms of any employment agreement between the issuer and that officer.

Non Applicable

14. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

(a) If an issuer amends (i) its articles of incorporation or in the event that the issuer is not a corporation, its certificate of organization, or (ii) its bylaws, the issuer shall disclose the following information:

The Company has not amended its Articles of Incorporation or Bylaws since its last disclosure posted on OTC Markets for the period ending December 31, 2011.

(1) the effective date of the amendment; and

Non Applicable

(2) a description of the provision adopted or changed by amendment and, if applicable, the previous provision.

Non Applicable

(b) If the issuer decides to change its fiscal year, the issuer shall disclose the date of such decision and the date of the new fiscal year end.

Non Applicable

15. Amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics.

The Company has not made any amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics.

(a) The issuer shall briefly describe the date and nature of any amendment to a provision of the issuer's code of ethics that applies to the issuer's principal executive officer, principal financial officer, principal accounting officer or controller or persons performing similar functions.

Non Applicable

(b) If the issuer has granted a waiver, including an implicit waiver, from a provision of the code of ethics to an officer or person described in paragraph 15(a) above, the issuer shall briefly describe the nature of the waiver, the name of the person to whom the waiver was granted, and the date of the waiver.

Non Applicable

Item 8 Exhibits.

The issuer shall either describe or attached any exhibits that are required under Items XVIII and XIX of Section One, and which have not already been described or attached in any prior disclosure statement, except that the issuer must describe or attach any amendments to any previously described or attached exhibits.

Non Applicable

Item XVIII Material Contracts

A. Every material contract, not made in the ordinary course of business, that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. Also include the following contracts:

- 1. Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the***

purchase or sale of current assets having a determinable market price, at such market price;

None

- 2. *Any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;***

None

- 3. *Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or***

None

- 4. *Any material lease under which a part of the property described in the disclosure statement is held by the issuer.***

None

- B. *Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.***

None

Item XIX Articles of Incorporation and Bylaws

- A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation or certificate of organization are filed, a complete copy of the articles of incorporation or certificate of organization as amended shall be filed.**

Articles of Incorporation and Amendment to Articles of Incorporation have been posted on the otcmarkets.com (OTC Markets) website on October 21, 2009.

- B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.**

The Company Bylaws have been posted on the otcmarkets.com (OTC Markets) website on October 21, 2009.

(Remainder of page intentionally left blank, signature page to follow.)

Item 9

Certifications.

Item XXI Issuer's Certifications

I, Robert Segersten, certify that:

I have reviewed this Quarterly Disclosure Statement of Solus Endoscopy, Inc.:

1. *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, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and not misleading with respect to the period covered by this disclosure statement; and*

2. *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.*

Signature: _____



Date: May 16, 2012

Name: Robert Segersten

Title: President