

RAPID FIRE MARKETING, INC.

ANNUAL REPORT

For the fiscal year ended December 31, 2011

311 West Third St.
Suite 1234
Carson City, NV, 89703
(Address of principal executive offices)

(775) 461-5127
(Issuer's Telephone Number, Including Area Code)

Part A **General Company Information**

Item 1 **The exact name of the issuer and its predecessors (if any).**

From July 2007 to Present	Rapid Fire Marketing, Inc.
From 2001 to July 2007	N-Vision Technology
From 1998 to 2001	G.D.E. Search Corporation

Item 2 **The address of the issuer's principal executive offices.**

311 West Third St.
Suite 1234
Carson City, NV, 89703

Phone: (775) 461-5127

www.rapid-fire-marketing.com

Investor Relations: investors@rapid-fire-marketing.com

Item 3 **The jurisdiction(s) and date of the issuer's incorporation or organization.**

The issuer, Rapid Fire Marketing, Inc. (the "Company" or "Rapid Fire Marketing")), was incorporated under the laws of the state of Delaware in 1989 as G.D.E. Search Corporation

Part B **Share Structure**

Item 4 **The exact title and class of securities outstanding.**

- Common stock and preferred stock are authorized and outstanding
- Trading Symbol: RFMK
- CUSIP Number: 26-0214836

Item 5 **Par or stated value and description of security.**

A. ***Par or Stated Value.***

Common Stock: \$0.001 par value per share.

Preferred Stock: \$0.001 par value per share.

B. ***Common or Preferred Stock.***

The issuer's authorized Common Stock presently consists of 2,000,000,000 shares, par value \$0.001. The holders of the Common Stock have equal ratable rights to dividends from funds legally available therefore, when, as and if declared by the Board of Directors of the issuer and are entitled to share ratably in all of the assets of the issuer available for distribution to holders of Common Stock upon liquidation, dissolution, or winding up of the affairs of the issuer. Holders of the issuer's common stock are entitled to one (1) vote per share on all matters on which shareholders may vote at all meetings of shareholders. There are no conversion rights, subscription rights, preemptive rights, cumulative voting rights, or redemptive rights with respect to the Common Stock. All shares of Common Stock now outstanding are fully paid and non-assessable.

The issuer's authorized Preferred Stock presently consists of 25,000,000 shares, par value \$0.001, of which at the end of year 2011, there were 4,133,000 shares of preferred stock issued and outstanding. Each share of preferred stock can be converted to 30 shares of common stock.

The issuer's Articles of Incorporation and/or by-laws do not provide for cumulative voting, nor do they grant shareholders any preemptive rights to acquire additional common shares of the issuer. The denial of cumulative voting rights could prevent the election of a minority director and conceivably prevent a change in control of the issuer.

Item 6 The number of shares or total amount of the securities outstanding for each class of securities authorized.

Common Stock:

Period end date:
December 31, 2011

Shares Authorized:	2,000,000,000
Shares Outstanding:	691,918,022
Public Float ¹ :	316,572,368
Beneficial Shareholders	1
Shareholders of Record:	26

¹ Public Float is calculated by subtracting the aggregate number of shares held by the shareholders of record from the total issued and outstanding.

Preferred Stock:

Period end date:
December 31, 2011

Shares Authorized:	25,000,000
Shares Outstanding:	4,133,000
Beneficial Shareholders	2
Shareholders of Record:	2

Item 7 The name and address of the transfer agent.

Pacific Stock Transfer

4045 South Spencer St #403
Las Vegas, NV 89119

Pacific Stock Transfer Company, Inc. is registered under the Securities Exchange Act of 1934 and is regulated by the Securities and Exchange Commission

Part C Business Information

Item 8 The nature of the issuer's business.

A. Business Development.

Rapid Fire Marketing, Inc. (the "Company") was incorporated under the laws of the state of Delaware in 1989 as G.D.E. Search Corporation. In 2001 the Company changed its name to N-Vision Technology. In July 2007 the Company changed its name to Rapid Fire Marketing, Inc. The Company's fiscal year ends on December 31.

Since changing to Rapid Fire Marketing, Inc. in 2007, neither the Company nor any of its predecessors have ever been in a bankruptcy, receivership or any similar proceeding. The Company has never experienced a material reclassification, merger, consolidation or purchase or sale of any significant amount of assets.

The Company is not in default of any note, loan, lease or other indebtedness or financing arrangements. As of December 31, 2011 the Company has not experienced any change of control; any increase of 10% or more of the same class of outstanding equity securities, nor does the Company cite any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization at present time.

The Company has not been involved in any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board. The Company does not have 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.

B. Business of Issuer.

The core business of Rapid Fire Marketing is the Vapor Inhaler. The SIC codes of our business are 3841, 5194, 5047-31 and 5063-36. Rapid Fire Marketing is an operational company with two full time employees and 4 independent contractors who conduct a variety services for the Company. Rapid Fire Marketing has never been classified as a shell company.

Over the last three years, Rapid Fire Marketing has evolved from producing vapor cigarettes (BionicCigs), to producing vapor inhalers that can be used for a vast number of products. During these three years, most of the Company's resources have been used in development of new products, culminating in the release of our CannaCig unit in 2nd quarter of 2012, followed by the release of two new versions, the 2nd generation of CannaCig and new product, Cumulus, that have been released in 3rd and 4th quarter of 2012 respectively.

The Vapor Inhaler is the base technology for the CANNACig and follow on products. At this time, follow on products in development include the Pocket Puffer, and the Power Pocket Puffer. The Vapor Inhaler is brand new and disruptive technology for medical cannabis patients around the world. The device uses Cannabis Vapor Inhaler technology which is superior to any other device on the market. The Vapor Inhaler has the biggest opportunity in the retail market where it is sold without the active ingredient.

We are a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Our technology is a game changer for smokers and medical marijuana users all around the world.

Our main competitors are Cannabee, G Pen and ATMOS. Compared with their products, our products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

Our target customer is an individual who uses nicotine, medical marijuana and herbs for vaporization. These individuals are seeking a device that will not leak, get excessively hot or otherwise be deficient. Our units are set up and ready to use right out of the box. RFMK vaporizers have been tested and are superior to all others with regard to use and reliability.

RFMK's objectives are consumer focused:

- (a) Create and continue to create the most innovative vaporizer products on the market. Be a market leader with the product, and never allow a competitor to get ahead of the technological developments that RFMK has cornered.
- (b) Develop customer and brand loyalty, by creating the most innovative cost effective products on the market, and using that customer loyalty to develop renewable payment revenue streams.
- (c) To dominate the market by reaching profitability quickly and using that profit as re-investment into new product development, market share strategies and customer loyalty programs.

The key day-to-day processes that our business performs to serve our customers are as follows:

- (a) Product Development: The CANNAcig has been fully developed and tested. The product is already in the market and being sold through the web and medical marijuana dispensaries.
- (b) Sales: Through distributors, medical marijuana dispensaries, online and retail.
- (c) Marketing: Internet Marketing, Social Media, Email, News and PR releases and a variety of other marketing methods.
- (d) Finance: We have financed the first two production runs. We have also secured short term and long term capital.

Our relevant market size is currently around \$2B per year, between the electronic cigarette and medical marijuana industry, but forecast to grow substantially (both e-cigarettes and medical marijuana) over the next 5 years. Our relevant market is large enough for our Company to enjoy a potentially large success given the current size and forecasted growth. In addition, because they are few competitors, and none with a portable product that is concealable, we believe we will strike quickly and capture a large market share in the electronic cigarette industry.

Item 9 The nature of products or services offered.

A. The CANNAcig Vapor Inhaler is brand new and disruptive technology for smokers and medical marijuana users around the world. The device uses vaporizer technology which makes the unit discreet, is a healthier alternative to actual smoking. The CANNAcig Vapor Inhaler is smokeless. A user is able to consume vapor without all of the harmful effects of actual smoke. It is also nearly odor free, and can be used in public places. The consumer will no longer need to find a quiet and private place to "smoke". The CANNAcig Vapor Inhaler allows the user to "draw" as much "smoke" as desired without the unit heating up and getting too hot, nor under normal circumstances, will it leak or create a mess for the user. The biggest benefit of the CANNAcig vaporizer is the ability for the user to get the effect of smoking medical marijuana without the health and social risks involved with smoking. It closely simulates smoking and still delivers potent results, can be used in non-smoking areas, and overall cost is significantly less compared to any type of traditional smoking activity. THC oils and other viscous liquids are typically available at medical marijuana collectives and are less expensive to use than obtaining rolling papers and dried cannabis. Vaporizers are also a cleaner way to medicate and use of the vaporizer does not involve hardware such as roach clips, ash trays and other messy items needed for smoking.

Vapor Inhalers consist of 3 components: a battery, an atomizer and a loadable cartridge. When a user takes a drag the atomizer, the light on the tip is powered on by the battery. The atomizer heats the air drawn into the electronic

device to a high enough temperature that it vaporizes the active agent in the replaceable cartridge. The vapor is then inhaled into the mouth and lungs fully simulating the smoking experience and delivering the essential components. The simulated "smoke" is actually just water vapor that evaporates in a few seconds which leaves no lingering odor. Our products are priced competitively with the industry. There are two consumable items which will require replacement; batteries and cartridges. The batteries are rechargeable but will need to be replaced after normal use in 3-6 months' time. The cartridges that are pre-loaded for medical marijuana patients will need to be replaced by the user.

B. Our products are currently being sold and distributed through numerous online retailers such as gotvape.com. They are also for sale in a few marijuana dispensaries.

C. Over the last three years, Rapid Fire Marketing has evolved from producing vapor cigarettes (BionicCigs), to producing vapor inhalers that can be used for a vast number of products. During these three years, most of the Company's resources have been used in development of new products, culminating in the release of our CannaCig unit in 2nd quarter of 2012, followed by the release of two new versions, the 2nd generation of CannaCig and new product, Cumulus, that have been released in 3rd and 4th quarter of 2012 respectively.

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We are a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Our technology is a game changer for smokers and medical marijuana users all around the world.

D. Our main competitors are Cannabee, G Pen and ATMOS. Compared with their products, our products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

E. The materials needed to produce Rapid Fire Marketing's line of products are easily obtained and in abundance of supply.

F. Rapid Fire Marketing's sales are currently dependent on just a handful of retail websites, however our customers are individuals and thus there is no dependence on just a few major customers.

G. Rapid Fire Marketing currently holds no trademarks or patents on the CANNAcig as we have been advised by counsel that pursuing a trademark on any item with the letters "canna" will be rejected by the United States Patent and Trademark Office (USPTO). Rapid Fire Marketing currently has a trademark process underway on the Cumulus Vapor Inhaler and has a complete trademark on the slogan "A Breath of Fresh Vapor", serial number 85579807. We are not beholden to royalty, licensing fees or labor contracts, or any similar contractual obligation to market our line of products

H. The Company is not aware of or in need of any Government approval to distribute our products where they are legally allowed to be distributed.

Item 10 The nature and extent of issuer's facilities.

Rapid Fire Marketing's line of products are produced in Hong Kong and distributed through both an outsourced fulfillment center and one of our employee's offices, both located in Southern California, USA. Rapid Fire

Marketing maintains an address at 311 West Third St., Suite 1234, Carson City, NV, 89703. The office is maintained by Val-U-Corp which provides various corporate services for Rapid Fire Marketing.

Part D Management Structure

Item 11 The name of the chief executive officer, members of the board of directors, as well as control persons.

A. Officers and Directors.

Tom Allinder
President and Chief Executive Officer, Sole Director

Thomas Allinder has served as our Chief Executive Officer and Director since March 15, 2012. Mr. Allinder was a consultant for many publicly traded microcap companies with emphasis on Public Relations, Investor Relations and Finance since 2000. Between 1998 and 1999, he launched a variety of businesses including a regional weather services business. Mr. Allinder joined the U.S. Navy in 1978 where he served aboard 3 ships and deployed numerous times over his 20-year career. He was awarded multiple personal awards including 2 Navy Achievement Medals and the Navy Commendation Medal. Mr. Allinder has been a prolific public relations executive for the last several years and is in process

B. Legal/Disciplinary History.

None of the issuer's officers, directors or control persons has, within the last five years, been subject to any conviction, order, judgment, decree, or finding required to be disclosed by the OTC Markets Guidelines for Providing Adequate Current Information.

C. Disclosure of Family Relationships.

None

D. Disclosure of Related Party Transactions.

None

E. Disclosure of Conflicts of Interest

None

Item 12 Financial information for the issuer's most recent fiscal period.

The Company's unaudited financial statements for its fiscal year ended December 31, 2011 and 2010 are attached hereto as part of the Company's Annual Company Information and Disclosure Statement and filed herewith.

RAPID FIRE MARKETING, INC.
Balance Sheet
As of December 31, 2011 & December 31, 2010
(Unaudited)

	As of December 31,	As of December 31,
	2011	2010
Assets		
Current assets:		
Cash and cash equivalents	36,109	102,817
Notes receivable	10,000	-
Accrued Interest	1,320	-
Total current assets	47,429	102,817
Non-current assets:		
Fixed assets - net	5,793	40,542
Total Assets	53,222	143,359
Liabilities and Stockholder's Equity		
Current liabilities		
Accounts payable	3,419	3,419
Total current liabilities	3,419	3,419
Total liabilities	3,419	3,419
Stockholders' Equity (Deficit)		
Preferred stock \$0.001 par value, 25,000,000 shares authorized, 4,133,000 and 11,033,000 shares issued and outstanding, respectively.	4,133	11,033
Common stock \$0.0001 par value, 2,000,000,000 shares authorized, 691,918,022 issued and outstanding at December 31, 2011; 2,000,000,000 shares authorized and 225,438,022 shares issued and outstanding at December 31, 2010.	691,918	225,438
Additional paid-in capital	8,877,169	7,724,599
Stock to be Issued	10,000	250,100
Retained Earnings	(9,533,417)	(8,071,230)
Total stockholders' equity	49,803	139,940
Total Liabilities and Stockholders' Equity	\$53,222	\$143,359

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

RAPID FIRE MARKETING, INC.
STATEMENTS OF OPERATIONS
FOR THE YEARS ENDED DECEMBER 31,
(Unaudited)

	2011	2010
Sales	\$3,826	-
Cost of Sales	1,160	
Gross Profit	2,666	-
Operating Expenses		
Sales & Marketing	5,379	17,556
General and administrative	287,891	313,380
Stock for Services	1,223,000	3,955,000
Depreciation	34,750	28,958
Total Expenses	1,551,020	4,314,895
Net operating income (loss)	(1,548,354)	(4,314,895)
Non-operating expenses		
Non-business gain (loss)	84,847	211,574
Interest Income/(expense)	1,320	-
Total Other expense	86,167	211,574
Taxes	-	
Net Income (loss)	\$ (1,462,187)	\$ (4,103,321)
(Loss) per share	\$(0.00)	\$(0.00)
Weighted average common shares outstanding	461,524,274	165,031,721

RAPID FIRE MARKETING, INC.
Statements of Cash Flow
Years Ended December 31,
(Unaudited)

	2011	2010
Cash flows from operating activities		
Net Income (loss) from operations	\$(1,462,187)	\$(4,103,321)
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation	34,750	28,958
Stock for service	1,223,000	3,955,000
(Increase) decrease in Notes receivable	(11,320)	-
(Decrease) increase in Accounts Payable		3,418
Net cash flow from Operations	(215,757)	(115,944)
Cash flows from investing activities:		
Purchase Assets		(69,500)
Net cash from investing activities	-	(69,500)
Cash flows from financing activities:		
Cash received for common stock to be issued in 2012	10,000	250,100
Preferred stock issued for cash	139,050	
Retired Stock		(9,300)
Net cash used in financing activities	149,050	240,800
Net Increase (decrease) in cash	(66,707)	55,357
Cash at beginning of period	102,817	47,461
Cash at end of period	\$36,110	\$102,817

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

RAPID FIRE MARKETING INC,
Statement of Stockholders' Equity (Deficit)
Years Ended December 2011

	Common Stock		Series A Preferred stock		Additional Paid in Capital	Shares to be issued	Accumulated Deficit	Total Shareholder's Equity
	Numbers of Shares	Amount	Numbers of Shares	Amount				
Balance at January 31, 2010	12,728,022	\$ 12,728	13,000,000	\$ 13,000	\$3,989,642		\$(3,967,909)	\$47,461
Common stock issued for services	155,000,000	155,000			3,720,000			3,875,000
Common stock issued for debt	8,000,000	8,000			72,000			80,000
Preferred stock converted to common stock	59,010,000	59,010	(1,967,000)	(1,967)	(57,043)			-
Retired	(9,300,000)	(9,300)						(9,300)
Cash received for not yet issued stock						250,100		250,100
Net loss							(4,103,321)	(4,103,321)
Balance at December 31, 2010	225,438,022	225,438	11,033,000	11,033	7,724,599	250,100	(8,071,230)	139,940
Common stock issued for services	100,000,000	100,000			1,120,000			1,220,000
Preferred stock issued for services			3,000,000	3,000				3,000
Preferred stock converted to common stock	327,000,000	327,000	(10,900,000)	(10,900)	(316,100)			-
Preferred stock issued for cash			1,000,000	1,000	138,050			139,050
Common stock issued for cash received in 2010	39,480,000	39,480			210,620	(250,100)		-
Cash received for common stock to be issued in 2012						10,000		10,000
Net loss							(1,462,188)	(1,462,188)
Balance at December 31, 2011	691,918,022	\$691,918	4,133,000	\$4,133	\$8,877,169	\$10,000	\$(9,533,418)	\$49,802

Notes to Consolidated Financial Statements

NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS

Summary

Rapid Fire Marketing, Inc. (the “Company” or “RFMK”) was incorporated under the laws of the state of Delaware in 1989 as G.D.E. Search Corporation. In 2001 the Company changed its name to N-Vision Technology. In July 2007 the Company changed its name to Rapid Fire Marketing, Inc.

The Company sells Bionic cigarettes, which operates much the same way as an actual cigarette but instead of smoke, a nicotine vapor is produced that is tar and odor free. The Bionic cigarette is also free of most of the harmful chemicals found in burning of actual cigarettes. The Company also provides full service marketing, consulting and management services primarily for the medical cannabis under proposition 215 of the California legislature related to the legal dispensing of medical marijuana.

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Events in 2011

InboundMarketingPR

On August 3, 2011, the Company entered into an Asset Purchase Agreement to acquire 100% of InBound Marketing PR. The terms of the agreement were never executed, however assets of InBoundMarketingPR were retained.

Medical Cannabis Management

On August 25, Rapid Fire Marketing announced that Medical Cannabis Management (MCM) commenced consulting services for non-profit organizations seeking to grow, cultivate and provide medical cannabis for their collectives in California.

The CANNAcig

On November 29, Rapid Fire Marketing announced that Medical Cannabis Management (MCM) began development of a new product for the medical cannabis business. This product would be, in effect, an electronic cigarette that instead of vaporizing nicotine would vaporize THC (Tetrahydrocannabinol). This product would go on to be trademarked as the CANNAcig which the Company began formal production of in 2012.

Note 1 – Summary of Significant Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires 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.

Cash and Cash Equivalents

The Company considers all cash on hand and in banks, including accounts in book overdraft positions, certificates of deposit and other highly- liquid investments with maturities of three months or less, when purchased, to be cash and cash equivalents.

Inventory

Inventory consists of finished product, bionic cigarettes valued at the lower of cost or market valuation under the first-in, first-out method of costing.

Depreciation of Fixed Assets

Fixed assets are stated at cost and depreciated, net of salvage value, using the straight-line method over the estimated useful lives of the assets. Major renewals and improvements are capitalized, while maintenance and repairs are expensed when incurred.

Revenue Recognition

The Company generates revenue from consulting services which are recognized when the service is completed pursuant to a consulting agreement. For product sales of Bionic cigarettes revenue is recognized when the purchase is complete and shipment has occurred.

Stock-Based Compensation

The Company follows ASC 718-10, "Stock Compensation", which addresses the accounting for transactions in which an entity exchanges its equity instruments for goods or services, with a primary focus on transactions in which an entity obtains employee services in share-based payment transactions. ASC 718-10 requires measurement of the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). Incremental compensation costs arising from subsequent modifications of awards after the grant date must be recognized. The Company has not adopted a stock option plan and has not granted any stock options. The Company granted stock awards, at market value, to its advisors for services rendered. Accordingly, stock-based compensation has been recorded to date.

Income Taxes

Income taxes are provided in accordance with Codifications topic 740, "Income Taxes", which requires an asset and liability approach for the financial accounting and reporting of income taxes. Current income tax expense (benefit) is the amount of income taxes expected to be payable (receivable) for the current year. A deferred tax asset and/or liability is computed for both the expected future impact of differences between the financial statement and tax bases of assets and liabilities and for the expected future tax benefit to be derived from tax loss and tax credit carry forwards. Deferred income tax expense is generally the net change during the year in the deferred income tax asset and liability. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be "more likely than not" realized in future tax returns. Tax rate changes and changes in tax law are reflected in income in the period such changes are enacted.

Earnings (loss) per share

Basic earnings (loss) per share are computed by dividing the net income (loss) by the weighted-average number of shares of common stock and common stock equivalents (primarily outstanding options and warrants). Common stock equivalents represent the dilutive effect of the assumed exercise of the outstanding stock options and warrants, using the treasury stock method. The calculation of fully diluted earnings (loss) per share assumes the dilutive effect of the exercise of outstanding options and warrants at either the beginning of the respective period presented or the date of issuance, whichever is later. As of the balance sheet dates the Company had no outstanding warrants.

Stock Split

On April 16, 2009 the Company effected a reverse stock split of 1,000 to 1 of all common shares outstanding at that time. The financial statements have been adjusted to reflect the effects of the split for all the periods presented.

Note 2 – Note Receivable

At December 31, 2011, the Company had note receivable totaling \$11,626, including accrued interest of \$1,626. This note was past due. The note was written off in 2012 as management determined that the debtor company ceased operations and was unable to pay.

Note 3 – Fixed Assets

Fixed assets consist of the following:

	<u>2011</u>	<u>2010</u>
Vehicles	69,500	69,500
Less: Accumulated Depreciation	<u>63,708</u>	<u>28,958</u>
Net Fixed Assets	<u>5,792</u>	<u>40,542</u>

The Company purchased a truck, which cost \$69,500 in March, 2010. Assets are being depreciated using the straight-line method. Depreciation expense in 2011 and 2010 was \$34,750 and \$28,958, respectively, and is shown in the statement of operations under general and administrative costs.

Note 4 – Stockholders' Equity**Preferred Stock**

For the year ended December 31, 2011 the Company issued 1,000,000 shares of preferred stock to Kyle Spiewak for cash of \$139,050.

During the year ended December 31, 2011 the Company issued 3,000,000 shares of preferred stock to Brent Fouch for service valued at \$3,000.

During the year ended December 31, 2011 the Company converted 10,900,000 of preferred shares into common shares.

Common Stock

During the year ended December 31, 2011 the Company issued 466,488,000 shares of common stock. Of this amount 100,000,000 was issued to its officer for services valued at market which was \$0.0122, resulting in an expense of \$1,220,000 as shown on the statement of operations under stock for services; 327,000,000 shares of stock were issued from the conversion of 10,900,000 shares of preferred stock, and the balance or 39,480,000 shares were issued for cash of \$250,100 received in 2010.

Common Stock to be Issued

In 2011 the Company received \$10,000 for shares to be issued in 2012.

Note 5 – Related Party transactions

The Company issued 100,000,000 shares of common stock to its officer, Michael Amezcuita, for services in 2011.

The Company paid its officer consulting fees of \$45,705 in 2011.

Note 6 – Subsequent Events

Subsequent to the year ended December 31, 2011 the Company became aware of certain transactions that were entered into by prior management that do not have adequate supporting detail, have been unable or unwilling

to provide supporting detail, which leads current management to question whether all of these transactions (deposits and expenses) were related to the Company's business. The current management is continuing its investigation into these transactions, and has characterized them as non-operating expenses in its financial statements. These transactions affect certain financial transactions during the years ended December 31, 2010 and 2011, which have been included in the attached financial statements.

Item 13 Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

See financial statements and footnotes in Item 12 above for the preceding fiscal year ended December 31, 2010. An Annual Report containing financial information for fiscal year ended December 31, 2009 was posted at pinksheets.com on February 4, 2011 and is incorporated by reference herein.

Item 14 Beneficial Owners.

The Company has no beneficial owners of greater than 5%.

Item 15 The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure.

1. Investment Banker:

Currently the Company has no investment banking agreements in place.

2. Promoters:

None

3. Counsel:

Law Offices of Gary L. Blum
3278 Wilshire Boulevard
Suite 603
Los Angeles, CA 90010
Phone: 213.381.7450
Fax: 213.384.1035
Email: gblum@gblumlaw.com

4. Accountant or Auditor:

Rachel Boulds, CPA
801-230-3945
rachelbouldscpa@hotmail.com

The above-listed accountant has been retained to consult in the assemblage of the books and records of the issuer for the purpose of publishing the issuer's unaudited financial statements for years ended December 31, 2010 and December 31, 2011. No accountant or accounting firm has audited, reviewed or compiled any of the financial

statements presented and therefore no opinion or any other form of assurance by the listed accountant or firms has been provided on the financial information presented. Management of the issuer is responsible for preparing the financial statements and the contents of the financial statements are the assertions of management. Ms. Boulds is a licensed Certified Public Accountant with extensive experience and knowledge in accounting.

5. Public Relations Consultant(s):

None

6. Investor Relations Consultant:

None

7. Other Advisors:

None

Item 16 Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation.

As the Company has limited cash flow from operations, its ability to maintain normal operations is entirely dependent upon obtaining adequate cash to finance its overhead, research and development activities, and acquisition of production equipment. For the last three years, the Company has raised capital to finance operations through sale of equity, short term debt in which its obligations were paid immediately, product financing and issuance of equity for services. It is unknown when, if ever, the Company will achieve a level of revenues adequate to support its costs and expenses.

Because of the Company's history there is considerable doubt that the Company will be able to obtain additional financing if needed. The Company's ability to meet its cash requirements for the next twelve months depends on its ability to obtain such financing. Even if financing is obtained, any such financing will likely involve additional fees and debt service requirements which may significantly reduce the amount of cash we will have for our operations. Accordingly, there is no assurance that the Company will be able to implement its plans.

In order for the Company to meet its basic financial obligations, including salaries and normal operating expenses, it plans to sell additional units of its products, and to seek additional equity or debt financing. The Company has a commitment for \$1,500,000 in financing from Ironridge Global, an international fund, in the form of preferred equity purchase, with the first tranche of \$50,000 due and payable in March 2013, with 29 subsequent monthly tranches thereafter of \$50,000. The Company cannot assure this will be adequate financing to meet the needs of the Company over the next 12 months or through the 2.5 years of payments due.

The Company is continuing its efforts to obtain customers for its products, expand its sales efforts worldwide and expand the industries it targets for possible customers. The Company also has future plans for additional products, and revisions to its current products. In support of this the Company plans to hire additional personnel who have the industry experience and the training so that they can be immediately effective in the building of the Company. The Company retains most design, product configuration, and technical engineering resources "in-house." The Company will continue to develop new products over the next twelve months and will plan to invest a certain amount of funds to product development, although at this time, we do not believe that will be a considerable material in relation to the overall expenses of the Company.

The Company does not plan on a large equipment purchase or a significant change to the number of employees over the next twelve months. The Company does plan to implement a contract sales force to help distribute its products through retail outlets in the 17 states where its products are legally sold.

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

Overview

The following Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A) is intended to help the reader understand Rapid Fire Marketing Inc., our operations and our present business environment. This MD&A is provided as a supplement to and should be read in conjunction with our consolidated financial statements and the accompanying notes thereto contained in Item 12. of this report. This overview summarizes the MD&A, which includes the following sections:

- Our Business – a general description of our business and the goals, plans, challenges and objectives of our business.
- Operations Review – an analysis of our consolidated results of operations for the three years presented in our consolidated financial statements.

- Liquidity and Capital Resources – an analysis of cash flows and other trends, events or uncertainties that may impact the results of operations or liquidity.

When we use the words “we”, “us” or “our” in this report, we are referring to Rapid Fire Marketing, Inc.

Our Business

The core business of Rapid Fire Marketing is the Vapor Inhaler. The Vapor Inhaler is the base technology for the CANNAcig and follow on products. At this time, follow on products include the Pocket Puffer, and the Power Pocket Puffer. The Vapor Inhaler is brand new and disruptive technology for medical cannabis patients around the world. The device uses Cannabis Vapor Inhaler technology which is superior to any other device on the market. The Vapor Inhaler has the biggest opportunity in the retail market where it is sold without the active ingredient.

We are a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Our technology is a game changer for smokers and medical marijuana users all around the world.

Our main competitors are Cannabee, G Pen and ATMOS. Compared with their products, our products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

Our target customer is an individual who uses nicotine, medical marijuana and herbs for vaporization. These individuals are seeking a device that will not leak, get excessively hot or otherwise be deficient. Our units are set up and ready to use right out of the box. RFMK vaporizers have been tested and are superior to all others with regard to use and reliability.

RFMK's objectives are consumer focused:

- (a) Create and continue to create the most innovative vaporizer products on the market. Be a market leader with the product, and never allow a competitor to get ahead of the technological developments that RFMK has cornered.
- (b) Develop customer and brand loyalty, by creating the most innovative cost effective products on the market, and using that customer loyalty to develop renewable payment revenue streams.
- (c) To dominate the market by reaching profitability quickly and using that profit as re-investment into new product development, market share strategies and customer loyalty programs.

The key day-to-day processes that our business performs to serve our customers are as follows:

- (a) Product Development: The CANNAcig has been fully developed and tested. It is now just a matter of getting the product to market. Initially, medical marijuana dispensaries will receive the product, then online sales and retail sales in stores.
- (b) Sales: Through distributors, medical marijuana dispensaries, online and retail.
- (c) Marketing: Internet Marketing, Social Media, Email, News and PR releases and a variety of other marketing methods.
- (d) Finance: We are financing the first production run. We have also secured short term and long term capital.

Our relevant market size is currently around \$2B per year, between the electronic cigarette and medical marijuana industry, but forecast to grow substantially (both e-cigarettes and medical marijuana) over the next 5 years. Our relevant market is large enough for our Company to enjoy a potentially large success given the current size and forecasted growth. In addition, because there are few competitors, and none with a portable product that is concealable, we believe we will strike quickly and capture a large market share in the electronic cigarette industry.

Results of Operations

The sales in 2011 were all from sales of product to Bionic Cigs, which is the subsidiary of the Company. We also incurred costs of \$1,160 related to the sales, or 44% of net sales during the fiscal year ended December 31, 2011.

We incurred operating expenses of \$1,551,020 during the fiscal year ended December 31, 2011, a decrease of \$2,666,694 or 63%, as compared to \$4,217,714 for the year ended December 31, 2010. The main reason is the reduction of stock for service expense. Substantial reductions in sales and marketing expense primarily resulted from a decrease in promotion and advertising expenses, which was due to more efficient and cost effective promotion strategy, and decreased promotion and marketing consultants' fees that were paid in stock in 2010. General and administrative expenses were 287,891 for the period ended December 31, 2011, a slight decrease of \$8,309 or 3% over the prior period. Officer Compensation was \$ 45,705 during the year ended December 31, 2011, an increase of \$5,705 or 14%, as compared to \$40,000 for the year ended December 31, 2010. Interest income in 2011 was accrued interest income of notes receivable.

Off-Balance Sheet Arrangements.

As of the date of this report, we do not have any off-balance sheet arrangements that are likely to have a current or future effect on our financial condition material to our shareholders. In the ordinary course of business, we enter into operating lease commitments, purchase commitments and other contractual obligations. These transactions are recognized in our financial statements in accordance with generally accepted accounting principles in the United States.

Cautionary Note Regarding Forward-Looking Information and Factors That May Affect Future Results:

This unaudited report contains forward-looking statements. The Securities and Exchange Commission encourages companies to disclose forward-looking information so that investors can better understand a company's future prospects and make informed investment decisions. This report and other written and oral statements that we make from time to time contain such forward-looking statements that set out anticipated results based on management's plans and assumptions regarding future events or performance. We have tried, wherever possible, to identify such statements by using words such as "anticipate", "estimate", "expect", "project", "intend", "plan", "believe", "will" and similar expressions in connection with any discussion of future operating or financial performance. In particular, these include statements relating to future actions, future performance or results of current and anticipated sales efforts, expenses, the outcome of contingencies, such as legal proceedings and financial results.

We caution that the factors described herein and other factors could cause our actual results of operations and financial condition to differ materially from those expressed in any forward-looking statements we make and that investors should not place undue reliance on any such forward-looking statements. Further, any forward-looking statement speaks only as of the date on which such statement is made and we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of anticipated or unanticipated events or circumstances. New factors emerge from time to time and it is not possible for us

to predict all of such factors. Further, we cannot assess the impact of each such factor on our results of operations or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Part E Issuance History

Item 17 List of securities offerings and shares issued for services in the past two years.

The following events resulted in changes in total shares outstanding by the issuer in the past two year period ending on the last day of the issuer's most recent fiscal year and since the last day of the issuer's most recent fiscal year:

During fiscal 2011, we issued 466,480,000 shares of stock. Of this amount, 100,000,000 was issued to its officer (Mike Amezcuita was the sole officer) for services valued at market which was .01, resulting in an expense of \$1,220,000 as shown on the statement of operations under stock for services. 327,000,000 shares of stock were issued from the conversion of 10,900,000 shares of preferred stock, and the balance or 39,480,000 shares were issued for cash not yet received of \$250,100.

During fiscal 2010, we issued 212,710,000 shares of stock, of which 150,000,000 shares were for services to Mike Amezcuita rendered valued at the market price of the stock on the date of issuance for \$3,750,000. An additional 10,000,000 shares of stock were issued to Brent Fouch valued at \$250,000 on the date of issuance. The company also converted preferred shares into common shares of 52,710,000. During 2010 the Company received \$250,100 in funding for shares eventually issued in 2011 of 39,480,000.

Each of the above securities offerings or transactions was made by officers and directors of the issuer and was not a registered offering. The offerings relied upon an exemption under Regulation S or Rule 4(2) of the Securities Act of 1933, as amended. The shares in these offerings or transactions were restricted (i.e., not freely tradable); and the certificates evidencing such shares contained a legend (1) stating that the shares have not been registered under the Securities Act of 1933, as amended, and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act of 1933, as amended.

Part F Exhibits

Item 18 Material Contracts.

None.

Item 19 Articles of Incorporation and Bylaws.

A complete copy of the Company's Articles of Incorporation and Bylaws were posted on Pink Sheets News Service on May 14, 2008 and are incorporated by reference herein.

Item 20 Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

No such purchases occurred.

Item 21. Issuer's Certifications

I, Tom Allinder, President and Chief Executive Officer, certify that:

1. I have reviewed this Annual Disclosure Statement of Rapid Fire Marketing, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: December 19, 2012

By:



Tom Allinder,
President and Chief Executive Officer