

**ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2011  
FOR  
ADB INTERNATIONAL GROUP, INC.**

## **Part A General Company Information**

*Item I. The exact name of the issuer and its predecessor (if any).*

ADB International Group, Inc. ("ADBI" or the "Company") was incorporated under the name Creative Learning Products, Inc. in the state of New Jersey in 1988 and changed its name to Creative Gaming, Inc. in May 1997. The Company changed its name to Management Services, Inc. in October 2006. In August 2008, the Company changed its name to Centriforce Technology Corp. In May 2010, the Company changed its name to its current name, ADB International Group, Inc.

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

5201 Blue Lagoon Drive, Suite 800  
Miami, Florida 33126  
Phone: (305) 718-3330  
Fax: (305) 397-2337

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

The Company was incorporated in the State of New Jersey on August 31, 1988.

## **Part B Share Structure**

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

The Company has 500,000,000 authorized shares of common stock, par value \$0.001 per share ("Common Stock") and 25,000,000 authorized shares of preferred stock, no par value per share ("Preferred Stock"). Subject to the requirements of the State of New Jersey, the Board of Directors is authorized and empowered to issue shares of Preferred Stock in one or more series and with such designations, preferences and limitations as the Board of Directors, in its business judgment, determines is in the best interest of the Company.

CUSIP number: US00089G108

The Company's trading symbol is ADBLPK and its shares of Common Stock are subject to quotation on the OTCMarkets.

*Item V. Par or stated value and description of the security: Common Stock Par value \$0.001; Preferred Stock no par value.*

Shareholders of the Company's Common Stock have full voting rights on all matters submitted to the shareholders for a vote. There are no cumulative voting or preemptive rights. Shareholders will have the right to participate pro rata on any dividend declared by the Company in the future. There are no shares of Preferred Stock issued or outstanding.

*Item VI. The number of shares and total amount of the securities outstanding for each class of securities authorized.*

There are no shares of Preferred Stock issued or outstanding.

Shares of Common Stock issued and outstanding at May 31, 2012:

- (i) Period and end date: 05/31/2011
- (ii) Number of shares of common stock authorized: 500,000,000 of which 76,994,799 are outstanding
- (iii) Number of shares of preferred stock authorized: none
- (iv) Freely tradable shares (public float): 12,795,680
- (v) Total number of beneficial shareholders; 3 and
- (vi) Total number of shareholders of record. 166

Shares of Common Stock issued and outstanding at December 31, 2011 and 2010:

- (i) Periods and end dates: 12/31/2011 and 2010;
- (ii) Number of shares authorized: 500,000,000;

- (iii) Number of shares outstanding: 69,974,299;
- (iv) Freely tradable shares (public float): 5,799,643;
- (v) Total number of beneficial shareholders: 3; and
- (vi) Total number of shareholders of record: 158.

List of securities offerings and shares issued for services in the past two years ended Dec. 31, 2011 and 2010.

Number of shares Issued in Lieu of Cash Compensation in 2010	Shares Valued at
2,900,000 shares	\$3,625,000
1,020,000 shares	\$1,395,000
50,000 shares	\$75,000
Number of shares Issued in Lieu of Cash Compensation in 2011	Shares Valued at
None.	-0-

## Part C Business Information

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

Transfer Online, Inc.  
317 SW Alder Street, 2nd Floor  
Portland, OR 97204

Transfer Online, Inc. is registered under the Securities Exchange Act of 1934.

*Item VIII and Item IX. The nature of the issuer's business and the nature of products or services offered.*

### Corporate Background

ADB International Group, Inc. ("ADBI" or the "Company"), is a New Jersey corporation with offices in Israel. Through its fiscal year ended December 31, 2011, ADBI was a holding company for one wholly-owned subsidiary, Centriforce Technology Corp. ("Centriforce") and one 50% owned subsidiary, Subsea Oil Technologies, Inc. ("SubSea"). Our discussion hereinbelow relates to the business of Centriforce.

Centriforce is a research and development company engaged in developing a new technology for the desalination of salt water into potable water. As a development stage company, we have not yet generated any revenues. We are currently incurring expenses related to research and development, design, manufacture, fabrication and general corporate operating expenses related to development of our desalination technology.

We completed our initial desalination unit and have been demonstrating our pilot module to potential customers.

However, we do not currently own or operate any working desalination facility. We do not expect to generate any revenues until our technology is ready for manufacturing and sale. At such time as our technology is ready for manufacturing, we plan on contracting with third-party manufacturers (see below). Our business plan is to market our desalination technology and equipment and seek contracts with governments or private entities in the Middle East, Africa and the United States.

To finance our on-going development, we will need to raise additional capital in the form of equity or debt at terms and conditions satisfactory to the Company. This may mean that significant dilution could occur to existing shareholders depending on the nature and structure of future financing.

### Third-Party Manufacturers

We must rely on third parties to manufacture our desalination equipment. If our manufacturing and distribution agreements are not at terms satisfactory to the Company, we may not be able to successfully price and market our desalination technology on a commercially viable basis. Furthermore, third-party manufacturers may not adequately perform and fulfill their obligations, which may impair our competitive position if and when we are ready to actively enter the market. If one or more of our third-party manufacturers fails to perform according to the terms of our

contracts, we could experience significant time delays or we may be unable to successfully commercialize or continue to profitably market our desalination technology.

#### Competition

There are many companies in the water desalination technology field, including major international manufacturers and distributors. However, we are not aware of any other companies that have developed, manufactured, and/or are marketing equipment/devices of a similar nature that utilize our desalination technology.

#### Legal Proceedings

There are no pending legal proceedings to which the Company is a party or in which any director, officer or affiliate of the Company, any owner of record or beneficially of more than 5% of any class of voting securities of the Company, or security holder is a party adverse to the Company or has a material interest adverse to the Company. The Company's property is not the subject of any pending legal proceedings.

#### Existing Or Probable Government Regulations

Our operations will be subject to various international, federal, state and local environmental, health and safety laws and regulations governing, among other things, the emission and discharge of pollutants into the ground, air and/or water, the generation, storage, handling, use and transportation of regulated materials and the health and safety of our employees. We may be required by laws and regulations to obtain environmental permits from governmental authorities for certain of our future operations. If we violate or fail to comply with these laws, regulatory authorities for our operations. Any failure on our part to comply with applicable laws and regulations could result in our being subject to fines or other sanctions, including but not limited to the revocation of our permits or the suspension or termination of our operations. If we fail to obtain permits in a timely manner or at all (due to opposition from community or environmental interest groups, governmental delays, or any other reasons), such failure could adversely impact our operations, which could have a material adverse effect on our results of operations and our financial condition.

We could be held liable for all environmental, health and safety costs and liabilities arising out of our actions and omissions. We intend to hire third parties to perform the manufacturing of our desalination technology and other services related to our operations.

Environmental, health and safety laws are complex, change frequently and have tended to become increasingly stringent over time. Our costs of complying with current and future environmental, health and safety laws and our liabilities arising from releases of, or exposure to, regulated substances may adversely affect our results of operations and our financial condition.

#### Employees

Other than our current directors and officers (2 persons), we have no other full-time or part-time employees. If and when we complete the development of a market-ready prototype for our desalination technology, and are able to begin manufacturing and marketing, we expect that we may need additional employees for such operations. We do not foresee any significant changes in the number of employees or consultants that we will have over the next twelve months.

#### SubSea

On July 13, 2010, Sub Sea Oil Technologies, Inc. ("SubSea"), a corporation that was 50% owned by ADBI, became the assignee of a United States patent application for a "method and apparatus of containing an underwater oil or gas spill caused by a defective blow-out preventer". The assignment was acquired in exchange for 50,000 shares of ADBI stock and a percentage of future revenues. The value of the shares was determined to be nil. The patent application remains pending and had been valued at \$0 at December 31, 2011 and 2010.

*Item X. The nature and extent of the issuer's facilities.*

Our principal executive offices are located at 5201 Blue Lagoon Drive, Suite 800, Miami, Florida 33126, which is the office location of our President, Matthew Schulman. We believe that this space is adequate for our current and immediately foreseeable operating needs.

**Part D Management Structure and Financial Information**

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

Each of our two director serves for a term of one year or until their respective successors are elected and qualified, subject to removal by our shareholders. Each officer serves at the pleasure of our board of directors, for a term of one year and until the successor is elected at the annual meeting of the board of directors and is qualified.

Set forth below is the name, age and present principal occupation or employment, and material occupations, positions, offices or employments for the past five years of our current directors and executive officers.

Name	Age	Position and Officer Held
Matthew Schulman	55	CEO, President and Director
Yoseph Zekri	54	Secretary and Chairman of the board directors

Matthew Schulman, has been the President and Director of the Company since 2008 and CEO from March 11, 2011 thru January 30, 2012. Mr. Schulman, who has extensive engineering experience in refining, petrochemical and separation technologies, has also served as President of Sentinel Telecom, Inc., a Miami, FL based company, since 2002. Mr. Schulman has also held executive positions with telecom related businesses having responsibilities for project development, marketing, engineering and design, procurement and installation of telecommunications facilities.

Yoseph Zekri, has been Chairman and Secretary of the Company since February 2012. Mr. Zekri has extensive experience as a senior executive officer of private businesses, serving since 2010 as CEO and President of Solution's USA, LLC, a private company engaged in importing and selling furniture on both wholesale and retail basis.

**Certain Relationships and Related Transactions**

During the past two fiscal years we have not entered into any transaction nor are there any proposed transactions in which our Director, executive officer, stockholders or any member of the immediate family of the foregoing had or is to have a direct or indirect material interest.

**SIGNATURE**

The undersigned, a duly authorized officer and director of ADB International, Inc., does hereby execute this Annual Report on this 18th day of June 2012.

**ADB INTERNATIONAL GROUP, INC.**

By: /s/ Matthew Schulman  
Matthew Schulman, President and Director

## Part D Financial Information

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

### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Michael F. Cronin  
Certified Public Accountant  
Orlando, FL 32708

Board of Directors and Shareholders  
ADB International Group, Inc (f/k/a Centriforce Technology Corporation)  
West Palm Beach, Florida

I have audited the accompanying consolidated balance sheets of ADB International Group, Inc. (f/k/a Centriforce Technology Corporation) as of December 31, 2011 and 2010 and the related statements of operations, stockholders' deficiency and cash flows for the years then ended. The financial statements are the responsibility of the directors. My responsibility is to express an opinion on these financial statements based on my audits.

I conducted my audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that I plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The company is not required to have, nor was I engaged to perform, an audit of its internal control over financial reporting. My audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, I express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audits provide a reasonable basis for my opinion.

In my opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of ADB International Group, Inc. (f/k/a Centriforce Technology Corporation) as of December 31, 2011 and 2010 and the results of its operations, its cash flows and changes in stockholders' deficiency for the years then ended in conformity with accounting principles generally accepted in the United States.

May 31, 2012

/s/ Michael F. Cronin

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Michael F. Cronin  
Certified Public Accountant  
NY, FL

Orlando, Florida

ADB International Group, Inc.  
f/k/a Centriforce Technology Corporation  
Consolidated Balance Sheet

	December 31, 2011	December 31, 2010
Assets		
Current assets		
Cash	\$0	\$0
Prepaid expenses	0	0
Total current assets	0	0
Total Assets	\$0	\$0
Liabilities and Stockholders' Deficiency		
Current liabilities:		
Accounts payable-trade	\$0	\$465
Accrued expenses	36,699	16,842
Convertible notes payable to related parties	100,000	100,000
Total current liabilities	136,699	117,307
Stockholders' Deficiency:		
Preferred stock-25,000,000 authorized no par value, 0 issued & outstanding	0	0
Common stock-500,000,000 authorized \$0.001 par value 69,974,299 issued & outstanding	69,974	69,974
Additional paid-in capital	2,015,467	2,003,467
Accumulated Deficit	(2,222,140)	(2,190,748)
Total Stockholders' Deficiency	(136,699)	(117,307)
Total Liabilities & Stockholders' Deficiency	\$0	\$0

See Summary of Significant Accounting Policies and Notes to Consolidated Financial Statements.

ADB International Group, Inc.  
f/k/a Centriforce Technology Corporation  
Consolidated Statement of Operations

	Year Ended December 31,	
	2011	2010
Revenue	\$0	\$0
Costs & Expenses:		
Costs of goods sold	0	0
General & administrative	16,535	1,044,227
Interest expense	14,857	15,205
Total Costs & Expenses	31,392	1,059,432
Loss from continuing operations before income taxes	(31,392)	(1,059,432)
Income taxes	0	0
Net Loss	(\$31,392)	(\$1,059,432)
Basic and diluted per share amounts:		
Continuing operations	Nil	(\$0.03)
Basic and diluted net loss	Nil	(\$0.03)
Weighted average shares outstanding (basic & diluted)	69,974,299	35,137,279
See Summary of Significant Accounting Policies and Notes to Consolidated Financial Statements.		



ADB International Group, Inc.  
f/k/a Centriforce Technology Corporation  
Consolidated Statement of Cash Flows

	Year Ended December 31,	
	2010	2009
Cash flows from operating activities:		
Net Loss	(\$31,392)	(\$1,059,432)
Adjustments required to reconcile net loss to cash used in operating activities:		
Fair value of services provided without cost	12,000	1,041,737
Expenses paid by issuance of equity instruments	0	6,890
Increase (decrease) in accounts payable & accrued expenses	19,392	8,630
Cash used by operating activities:	0	(2,175)
	-	
Cash flows from financing activities:		
Proceeds from issuance of common stock	0	2,000
Cash generated by financing activities	0	2,000
Change in cash	0	(175)
Cash-beginning of period	0	175
Cash-end of period	\$0	\$0

See Summary of Significant Accounting Policies and Notes to Consolidated Financial Statements.

ADB International Group, Inc.  
f/k/a Centriforce Technology Corporation  
Consolidated Statement of Stockholders' Deficiency

	Common Stock			
	Shares	Common Stock	Additional paid-in capital	Accumulated Deficit
Balance at December 31, 2009	300,258	300	\$1,022,515	(\$1,131,316)
Stock issued for cash	2,000	2	1,998	
Stock issued for services	63,983,000	63,983	927,754	
Stock issued upon conversion of debt	5,689,041	5,689	51,201	
Net Loss				(1,059,432)
Balance at December 31, 2010	69,974,299	69,974	\$2,003,467	(\$2,190,748)
Value of services provided without cost			12,000	
Net Loss				(31,392)
Balance at December 31, 2011	69,974,299	69,974	\$2,015,467	(\$2,222,140)

See Summary of Significant Accounting Policies and Notes to Consolidated Financial Statements.

ADB INTERNATIONAL GROUP, INC.  
F/K/A CENTRIFORCE TECHNOLOGY CORPORATION  
BACKGROUND AND  
SIGNIFICANT ACCOUNTING POLICIES  
DECEMBER 31, 2011

The Company

Organizational Background: ADB International Group, Inc., (“ADBI” or the “Company”) is a New Jersey corporation based in Florida with offices in Israel. ADB International Group, Inc. (“ADBI”) is a holding company with two subsidiaries, Centriforce Technology Corp. (Centriforce), which is wholly owned by ADBI, and Subsea Oil Technologies, Inc., which is 50% owned.

Subsea

ADBI owns 50% of the outstanding common stock of Subsea. Subsea is the assignee of United States Patent Application No. 12/822,324 entitled “METHOD AND APPARATUS FOR CONTAINING AN UNDERSEA OIL AND/OR GAS SPILL CAUSED BY A DEFECTIVE BLOWOUT PREVENTER (BOP)”. The Patent Application was filed on June 24, 2010. The technology described in the Patent Application could be used to contain a deep water undersea oil and gas well blowout. We intend to seek licensees for this technology.

Recent Developments

On January 30, 2012, ADBI relinquished its 100% ownership and all rights to Centriforce Technology Corporation and its 50% ownership in SubSea. The underlying assets of both Centriforce and SubSea had no value at that time.

Significant Accounting Policies

Use of Estimates The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statement and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from the estimates.

Cash and Cash Equivalents: For financial statement presentation purposes, the Company considers those short-term, highly liquid investments with original maturities of three months or less to be cash or cash equivalents.

Property and Equipment New property and equipment are recorded at cost. Property and equipment included in the bankruptcy proceedings and transferred to the Trustee had been valued at liquidation value. Depreciation is computed using the straight-line method over the estimated useful lives of the assets, generally 5 years. Expenditures for renewals and betterments are capitalized. Expenditures for minor items, repairs and maintenance are charged to operations as incurred. Gain or loss upon sale or retirement due to obsolescence is reflected in the operating results in the period the event takes place.

Valuation of Long-Lived Assets: We review the recoverability of our long-lived assets including equipment, goodwill and other intangible assets, when events or changes in circumstances occur that indicate that the carrying value of the asset may not be recoverable. The assessment of possible impairment is based on our ability to recover the carrying value of the asset from the expected future pre-tax cash flows (undiscounted and without interest charges) of the related operations. If these cash flows are less than the carrying value of such asset, an impairment loss is recognized for the difference between estimated fair value and carrying value. Our primary measure of fair value is based on discounted cash flows. The measurement of impairment requires management to make estimates of these cash flows related to long-lived assets, as well as other fair value determinations.

Stock Based Compensation: Stock-based awards are accounted for using the fair value method in accordance with ASC 718, Share-Based Payments. Our primary type of share-based compensation consists of stock options. We use the Black-Scholes option pricing model in valuing options. The inputs for the valuation analysis of the options include the market value of the Company’s common stock, the estimated volatility of the Company’s common stock, the exercise price of the warrants and the risk free interest rate.

Accounting For Obligations And Instruments Potentially To Be Settled In The Company’s Own Stock: We account for obligations and instruments potentially to be settled in the Company’s stock in accordance with FASB ASC 815, Accounting for Derivative Financial Instruments. This issue addresses the initial balance sheet classification and measurement of contracts that are indexed to, and potentially settled in, the Company’s own stock.

Fair Value of Financial Instruments: FASB ASC 825, “Financial Instruments,” requires entities to disclose the fair value of financial instruments, both assets and liabilities recognized and not recognized on the balance sheet, for which it is practicable to estimate fair value. FASB ASC 825 defines fair value of a financial instrument as the amount at which the instrument could be exchanged in a current transaction between willing parties. At December 31, 2011 and 2010, the carrying value of certain financial instruments (cash and cash equivalents, accounts payable and accrued expenses.) approximates fair value due to the short-term nature of the instruments or interest rates, which are comparable with current rates.

Earnings per Common Share: We compute net income (loss) per share in accordance with ASC 260, Earning per Share. ASC 260 requires presentation of both basic and diluted earnings per share (EPS) on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders (numerator) by the weighted average number of shares outstanding (denominator) during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period using the treasury stock method and convertible preferred stock using the if-converted method. In computing Diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential shares if their effect is anti dilutive.

Income Taxes: We have adopted ASC 740, Accounting for Income Taxes. Pursuant to ASC 740, we are required to compute tax asset benefits for net operating losses carried forward. The potential benefits of net operating losses have not been recognized in these financial statements because the Company cannot be assured it is more likely than not it will utilize the net operating losses carried forward in future years.

We must make certain estimates and judgments in determining income tax expense for financial statement purposes. These estimates and judgments occur in the calculation of certain tax assets and liabilities, which arise from differences in the timing of recognition of revenue and expense for tax and financial statement purposes. Deferred tax assets and liabilities are determined based on the differences between financial reporting and the tax basis of assets and liabilities using the tax rates and laws in effect when the differences are expected to reverse. ASC 740 provides for the recognition of deferred tax assets if realization of such assets is more likely than not to occur. Realization of our net deferred tax assets is dependent upon our generating sufficient taxable income in future years in appropriate tax jurisdictions to realize benefit from the reversal of temporary differences and from net operating loss, or NOL, carryforwards. We have determined it more likely than not that these timing differences will not materialize and have provided a valuation allowance against substantially all of our net deferred tax asset. Management will continue to evaluate the realizability of the deferred tax asset and its related valuation allowance. If our assessment of the deferred tax assets or the corresponding valuation allowance were to change, we would record the related adjustment to income during the period in which we make the determination. Our tax rate may also vary based on our results and the mix of income or loss in domestic and foreign tax jurisdictions in which we operate.

In addition, the calculation of our tax liabilities involves dealing with uncertainties in the application of complex tax regulations. We recognize liabilities for anticipated tax audit issues in the U.S. and other tax jurisdictions based on our estimate of whether, and to the extent to which, additional taxes will be due. If we ultimately determine that payment of these amounts is unnecessary, we will reverse the liability and recognize a tax benefit during the period in which we determine that the liability is no longer necessary. We will record an additional charge in our provision for taxes in the period in which we determine that the recorded tax liability is less than we expect the ultimate assessment to be.

ASC 740 which requires recognition of estimated income taxes payable or refundable on income tax returns for the current year and for the estimated future tax effect attributable to temporary differences and carry-forwards. Measurement of deferred income tax is based on enacted tax laws including tax rates, with the measurement of deferred income tax assets being reduced by available tax benefits not expected to be realized.

#### Uncertain Tax Positions

The Financial Accounting Standards Board issued Interpretation No. 48, “Accounting for Uncertainty in Income Taxes – an interpretation of FASB Statement No. 109, Accounting for Income Taxes” (“FIN No. 48”) which was effective for the Company on January 1, 2007. FIN No. 48 addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under FIN No. 48, the Company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. The tax benefits recognized in the financial statements from such position should be measured based on

the largest benefit that has a greater than fifty percent likelihood of being realized upon ultimate settlement. FIN No. 48 also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods and disclosure requirements.

Our federal and state income tax returns are open for fiscal years ending on or after December 31, 2007. We are not under examination by any jurisdiction for any tax year. At December 31, 2011 we had no material unrecognized tax benefits and no adjustments to liabilities or operations were required under FIN 48.

#### Recent Accounting Pronouncements

In May 2011, the FASB issued ASC update No. 2011-04, Fair Value Measurement (Topic 820), Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs. The amendments in this update result in common fair value measurement and disclosure requirements in US generally accepted accounting principles ("U.S. GAAP") and International Financial Reporting Standards ("IFRS"). Consequently, the amendments converge the fair value measurement guidance in U.S. GAAP and IFRS. Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. The amendments in this update that change a particular principle or requirement for measuring fair value or disclosing information about fair value measurements include the following:

- 1) measuring the fair value of financial instruments that are managed within a portfolio,
- 2) application of premiums and discounts in a fair value measurement, and
- 3) additional disclosures about fair value measurements. The amendments in this update are to be applied prospectively and are effective during interim and annual periods beginning after December 15, 2011.

In June 2011, the FASB issued ASC update No. 2011-05, Comprehensive Income (Topic 220), Presentation of Comprehensive Income. The FASB decided to eliminate the option to present components of other comprehensive income as part of the statement of changes in stockholders' equity, among other amendments in this update. The amendments require that all non-owner changes in stockholder's equity be presented in a single continuous statement of comprehensive income or in two separate but consecutive statements. In both choices, the Company is required to present each component of net income along with total net income, each component of other comprehensive income along with a total for other comprehensive income, and a total amount for comprehensive income. The statement of other comprehensive income should immediately follow the statement of net income and include the components of other comprehensive income and total for other comprehensive income, along with a total for comprehensive income.

The entity is also required to present on the face of the financial statements reclassification adjustments for items that are reclassified from other comprehensive income to net income in the statement(s) where the components of net income and the components of comprehensive income are presented. The amendments in this update should be applied retrospectively, and are effective for fiscal years, and interim periods within those years, beginning after December 15, 2011.

Management does not anticipate that the adoption of these standards will have a material impact on the financial statements.

ADB INTERNATIONAL GROUP, INC.  
F/K/A CENTRIFORCE TECHNOLOGY CORPORATION  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
DECEMBER 31, 2011

1. Income Taxes:

We have adopted ASC 740, Income Taxes, which provides for the recognition of a deferred tax asset based upon the value the loss carry-forwards will have to reduce future income taxes and management's estimate of the probability of the realization of these tax benefits. Our net operating loss carryovers incurred prior to 2007 considered available to reduce future income taxes were reduced or eliminated through our recent change of control (I.R.C. Section 382(a)) and the continuity of business limitation of I.R.C. Section 382(c).

We have a current operating loss carry-forward of \$50,000 resulting in deferred tax assets of \$15,000. We have determined it more likely than not that these timing differences will not materialize and have provided a valuation allowance against substantially all our net deferred tax asset.

Future utilization of currently generated federal and state NOL and tax credit carry forwards may be subject to a substantial annual limitation due to the ownership change limitations provided by the Internal Revenue Code of 1986, as amended and similar state provisions. The annual limitation may result in the expiration of NOL and tax credit carry-forwards before full utilization.

2. Commitments:

The Company is not a party to any leases and does not have any commitments.

3. Stockholders' Equity:

Common Stock

We are currently authorized to issue up to 500,000,000 shares of \$ 0.001 par value common stock. All issued shares of common stock are entitled to vote on a 1 share/1 vote basis.

Preferred Stock

We are currently authorized to issue up to 25,000,000 shares of preferred stock, no par value per share. Subject to the requirements of the State of New Jersey, the Board of Directors is authorized and empowered to issue shares of preferred stock in one or more series and with such designations, preferences and limitations as the Board of Directors, in its business judgment, determines is in the best interest of the Company.

Common Stock Issued for Services

During 2010, we issued 63,983,000 shares of our common stock in exchange for services rendered by current and former officers and directors. The shares were valued at \$991,000 or about \$0.0155 per share which reflected the weighted average market value at the time of issuance. We also issued 5,689,041 shares in settlement of a \$50,000 related party note and accrued interest.

Stock Options

There are no employee or non-employee option grants.

4. Related Party Transactions not Disclosed Elsewhere:

On January 20, 2009, the Company issued a one-year convertible note payable in the amount of \$50,000 to the then secretary of the corporation, Haim Silber, in exchange for services. Mr. Silber, a former officer and director, was issued an additional one-year convertible note for \$50,000 as payment for services in 2010. The notes are convertible at \$.01 per share and bear an initial interest rate of 10%. Accrued interest at December 31, 2011 and 2010 was \$31,699 and \$16,842, respectively. The 2009 note is currently in default.

Fair value of services: The principal stockholder provided, without cost to the Company, his services, valued at \$800 per month which totaled \$ 9,600 for 2011. The principal stockholder also provided, without cost to the Company, office space valued at \$200 per month, which totaled \$2,400 for the twelve-month periods ended December 31, 2011. The total of these expenses was reflected in the statement of operations as general and administrative expenses with a corresponding contribution of paid-in capital.

#### 5. Subsequent Events:

On July 13, 2010, Sub Sea Oil Technologies, Inc, a corporation 50% owned by ADBI, became the assignee of a United States patent application for a “method and apparatus of containing an underwater oil or gas spill caused by a defective blow-out preventer.” The assignment was acquired in exchange for 50,000 shares of ADBI stock and a percentage of future revenues. The value of the shares was determined to be nil. The patent application remains pending and is valued at \$0.

On January 30, 2012, ADBI relinquished its 100% ownership and all rights to Centriforce Technology Corporation and its 50% ownership in Sub Sea Oil Technologies, Inc. The underlying assets of both Centriforce and SubSea had no value at that time.

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

N/A.

#### *Item XIV. Beneficial Owners.*

The following table lists, as of May 31, 2012, the number of shares of common stock beneficially owned by (i) each person or entity known to our Company to be the beneficial owner of more than 5% of the outstanding common stock; (ii) each officer and director of our Company; and (iii) all officers and directors as a group. Except as noted below, each person has sole voting and investment power.

Officers, Directors and 5% Stockholders	No. of Shares	Percentage Ownership (1)
Matthew Schulman, President and Director 5201 Blue Lagoon Drive, Suite 800 Miami, Florida 33126	1,750	0.0%
Yoseph Zekri, Secretary and Chairman 1440 W. Bitters Road, #1931 San Antonio, TX 78248	21,307,987	27.7%
Ron Weissberg 7 Hamitnachalim Street, Ganey Yehuda, Israel	6,687,900	8.7%
(1) Based upon 76,994,799 shares of Common Stock issued and outstanding at May 31, 2012.		

*Item XV. 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: None
2. Promoters: None.
3. Counsel: Thomas J. Craft, Jr., Esq., 5420 North Ocean Drive, Singer Island, FL, 334044
4. Accountant and Auditor: Michael F. Cronin, Certified Public Accountant, 1574 Eagle Nest Circle, Orlando, FL 32708
5. Public relations Consultant(s): None.
6. Investor Relations Consultant: None.
7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation – the information shall include the telephone number and email address of each advisor. None.

#### *Item XVI. Management’s Discussion and Analysis or Plan of Operation.*

You should read the following plan of operation together with our audited financial statements and related notes appearing elsewhere in this disclosure document. This plan of operation contains forward-looking statements that

involve risks, uncertainties, and assumptions. The actual results may differ materially from those anticipated in these forward-looking statements as a result of certain factors, including, but not limited to, those presented under "Risk Factors" on elsewhere in this prospectus.

### Plan of Operation

We are a research and development company developing a new technology for the desalination of salt water into potable water. As a development stage company, we have not yet generated any revenues. We are currently incurring expenses related to research and development, design, manufacture, fabrication and general corporate operating expenses related to our desalination technology.

We completed our initial desalination unit in 2009 and have been demonstrating our pilot module to potential customers. However, we do not own or operate any desalination facility. We do not expect to generate any revenues until our technology is ready for manufacturing and implementation, at which time we will seek contracts with governments or private entities in the Middle East, Africa and the United States.

To finance our on-going development, we will need to raise additional capital in the form of equity or debt. This may mean that significant dilution could occur to existing shareholders depending on the nature and structure of future financing, if and when such future financing would become available.

### Third-Party Manufacturers

We will have to rely on third parties to manufacture our product. If our manufacturing and distribution agreements are not satisfactory, we may not be able to develop or commercialize our desalination technology. In addition, we may not be able to contract with third parties to manufacture our desalination technology in an economical manner. Furthermore, third-party manufacturers may not adequately perform their obligations, which may impair our competitive position. If a manufacturer fails to perform, we could experience significant time delays or we may be unable to commercialize or continue to market our desalination technology.

Our auditors have issued an opinion on our financial statements which includes a statement describing our going concern status. This means that there is substantial doubt that we can continue as an on-going business for the next twelve months unless we obtain additional capital to pay our bills and meet our other financial obligations. This is because we have not generated any revenues and no revenues are anticipated unless and until we begin marketing our product, of which there can be no assurance. We must raise capital to implement our project and there can be no assurance that any efforts to raise capital will be successful.

### General Working Capital

Should we need additional funds, we would attempt to raise these funds through private placements or debt financing. We do not have any arrangements with potential investors or lenders to provide such funds and there is no assurance that such additional financing will be available when required in order to proceed with our business plan or that our ability to respond to competition or changes in the market place or to exploit opportunities will not be limited by lack of available capital financing. If we are unsuccessful in securing the additional capital needed to continue operations within the time required, we may not be in a position to continue to be in business.

### Liquidity and Capital Resources

Our balance sheet as of December 31, 2011, reflects that we had no cash. Cash and cash equivalents from inception to date have been sufficient to provide the operating capital necessary to operate to date. The Company had \$136,699 in current liabilities consisting of \$33,699 in accounts payable and \$100,000 in convertible notes from related party.

We do not have sufficient resources to effectuate our business plan. We expect to incur a minimum of \$50,000 in expenses during the next twelve months of operations. We estimate that this will be comprised mostly of general overhead expenses such as for reimbursed expenses, corporate legal and accounting fees, office overhead and general working capital. Accordingly, we will have to raise the funds to pay for these expenses, whether through debt



or equity financing or possibly enter into a strategic arrangement with a third party. There can be no assurance that additional capital will be available to us or that we will be able to enter into any strategic third-party relationship. We currently have no agreements, arrangements or understandings with any person to obtain funds through bank loans, lines of credit or any other sources

### Risk Factors

We are a development stage company with no operating history and may never be able to carry out our business plan or achieve any revenues or profitability; at this stage of our business, even with our good faith efforts, potential investors have a high probability of losing their entire investment.

We are subject to all of the risks inherent in the establishment of a new business enterprise. We were established for the purpose of developing a new technology for the desalination of salt water into potable water. We have not generated any revenues nor have we realized a profit from our operations to date, and there is little likelihood that we will generate any revenues or realize any profits in the short term. Any profitability in the future from our business will be dependent upon the successful development of our technology, which itself is subject to numerous industry-related risk factors as set forth herein. We may not be able to successfully carry out our business. There can be no assurance that we will ever achieve any revenues or profitability. Accordingly, our prospects must be considered in light of the risks, expenses, and difficulties frequently encountered in establishing a new business in our industry, and our Company is a highly speculative venture involving significant financial risk.

We expect to incur operating losses in the next twelve months because we have no ability to generate revenues unless and until we successfully develop our technology.

We have never generated revenues. We intend to focus on the developing of a new technology for the desalination of salt water into potable water. However, our new technology is not currently available for sale. We intend to develop a fully workable prototype, which can then be used to develop and manufacture the actual product. We will rely on third parties to develop workable prototypes and to work with us to manufacture the technology. We expect to incur operating losses over the next twelve months because we have no source of revenues unless and until we are successful in developing a workable prototype of our electromagnetic percussion system. We cannot guarantee that we will ever be successful in developing a workable prototype or in generating revenues in the future. We recognize that if we are unable to generate revenues, we will not be able to earn profits or continue operations. We can provide investors with no assurance that we will generate any operating revenues or ever achieve profitable operations.

We do not have sufficient cash to fund our operating expenses for the next twelve months, and we will require additional funds through the sale of our common stock, which requires favorable market conditions and interest in our activities by investors. We may not be able to sell our common stock and funding may not be available for continued operations.

We don't have sufficient cash resources to fund our administrative expenses and operating expenses or our proposed research and development program for the next twelve months. In addition, we will require substantial additional capital following the development of a workable prototype for our technology in order to market, arrange for the manufacturing of, and sell our product. Because we do not expect to have any cash flow from operations within the next twelve months, we will need to raise additional capital, which may be in the form of loans from current stockholders and/or through the issuance of restricted shares to investors. Our ability to access capital will depend on our success in implementing our business plan. It will also depend upon the status of the capital markets at the time such capital is sought. Should sufficient capital not be available, the implementation of our business plan could be delayed and, accordingly, the implementation of our business strategy would be adversely affected. If we are unable to raise additional funds in the future, we may have to cease all substantive operations. In such event it would not be likely that investors would obtain a profitable return on their investment or a return of their investment at all. Our auditors have expressed substantial doubt about our ability to continue as a going concern, we may have to suspend or cease operations within twelve months.

Our financial statements for the year ended December 31, 2011, were prepared using the assumption that we will continue our operations as a going concern. We do not have a history of earnings. As a result, our independent accountants in their report have expressed substantial doubt about our ability to continue as a going concern.

Continued operations are dependent on our ability to complete equity or debt financing activities or to generate profitable operations. Such capital formation activities may not be available or may not be available on reasonable terms. Our financial statements do not include any adjustments that may result from the outcome of this uncertainty. There is not enough cash on hand to fund our administrative expenses and operating expenses or our proposed research and development program for the next twelve months. Therefore, we may be unable to continue operations in the future as a going concern. If we cannot continue as a viable entity, our stockholders may lose some or all of their investment in the Company.

We have no track record that would provide a basis for assessing our ability to conduct successful business activities. We may not be successful in carrying out our business objectives.

The revenue and income potential of our proposed business and operations are unproven as the lack of operating history makes it difficult to evaluate the future prospects of our business. There is nothing at this time on which to base an assumption that our business operations will prove to be successful or that we will ever be able to operate profitably. Accordingly, we have no track record of successful business activities, strategic decision-making by management, fund-raising ability, and other factors that would allow an investor to assess the likelihood that we will be successful in developing a valid workable prototype of our product and thereafter making it available for sale. There is a substantial risk that we will not be successful in implementing our business plan, or if initially successful, in thereafter generating any operating revenues or in achieving profitable operations.

As a development stage company, we may experience substantial cost overruns in developing our prototype and creating a strategy for future stages such as manufacturing and marketing our product, and we may not have sufficient capital to successfully complete the development and marketing of our product.

We may experience substantial cost overruns in manufacturing and marketing our prototype and then the product itself, and may not have sufficient capital to successfully complete our project. We may not be able to manufacture or market our product because of industry conditions, general economic conditions, and/or competition from potential manufacturers and distributors. In addition, the commercial success of any product is often dependent upon factors beyond the control of the company attempting to market the product, including, but not limited to, market acceptance of the product and whether or not third parties promote the products through prominent marketing channels and/or other methods of promotion.

We will rely on third parties to develop a prototype and to manufacture our proposed product.

We will rely on third parties to develop a prototype and to work with us to manufacture the product. If we are unable to enter into manufacturing or distribution agreements, or if our manufacturing and distribution agreements are not satisfactory, we may not be able to develop or commercialize our product as planned. In addition, we may not be able to contract with third parties to manufacture our product in an economical manner. Furthermore, third-party manufacturers may not adequately perform their obligations, which may impair our competitive position. If a manufacturer fails to perform, we could experience significant time delays or we may be unable to commercialize or continue to market our electromagnetic percussion system, which would result in losses of sales and goodwill.

We are a small company with limited resources compared to some of our current and potential competitors and we may not be able to compete effectively and increase market share.

The market for technology for the desalination of salt water into potable water is very competitive and although we believe our technology offers unique development opportunities, we cannot guarantee that these features are enough to effectively capture a significant enough market share to successfully launch and sustain our product. Most of our current and potential competitors have longer operating histories, significantly greater resources and name recognition, and a larger base of distributors and customers than we have. As a result, these competitors have greater name credibility with our potential distributors and customers. Our competitors also may be able to adopt more aggressive pricing policies and devote greater resources to the development, promotion, and sale of their products and services than we can to ours. To be competitive, we must continue to invest significant resources in research and development, sales and marketing, and customer support. We may not have sufficient resources to make these investments or to develop the technological advances necessary to be competitive, which in turn will cause our business to suffer and restrict our profitability potential.

Our success depends on third party distribution channels.

We intend to sell our product ourselves and through a series of resellers and distributors. Our future revenue growth will depend in large part on sales of our product through these relationships. We may not be successful in developing distribution relationships. Entities that distribute our product may compete with us. In addition, these distributors may not dedicate sufficient resources or give sufficient priority to selling our product. Our failure to develop distribution channels, the loss of a distribution relationship, or a decline in the efforts of a material reseller or distributor could prevent us from generating sufficient revenues to become profitable.

Our Directors and officers have no experience in running a company that sells a new technology for the desalination of salt water into potable water; they may not be able to successfully operate such a business which could cause you to lose your investment

We are a development stage company and we intend to manufacture, market, and sell an electromagnetic percussion system. Our current directors and officers, have effective control over all decisions regarding both policy and operations of our Company with no oversight from other management. Our success is contingent upon the ability of these individuals to make appropriate business decisions in these areas. However, our directors and officers have no experience in operating a company that sells electromagnetic percussion systems. It is possible that this lack of relevant operational experience could prevent us from becoming a profitable business and hinder an investor from obtaining a return on his investment in us.

Our directors and officers have other outside business activities and will only be devoting up to 10% of their time to our operations; our operations may be sporadic which may result in periodic interruptions or suspensions of our business activities

Our directors and officers are only engaged in our business activities on a part-time basis. This could cause the officers a conflict of interest between the amount of time they devote to our business activities and the amount of time required to be devoted to their other activities. Our current directors and officers, intend to devote only approximately 5 hours per week to our business activities. Any increase in business activities may require that either our directors and officers engage in our business activities on a full-time basis or that we hire additional employees; however, at this time, we do not have sufficient funds to pursue either option.

If our intellectual property protection is inadequate, competitors may gain access to our technology and undermine our competitive position.

We regard our current and future intellectual property as important to our success, and we rely on patent law to protect our proprietary rights. Despite our precautions, unauthorized third parties may copy certain portions of our product or reverse engineer or obtain and use information that we regard as proprietary. We have been granted one patent in the United States and we may seek additional patents in the future. We do not know if any future patent application will be issued with the scope of the claims we seek, if at all, or whether any patents we receive will be challenged or invalidated. Thus, we cannot assure you that our intellectual property rights can be successfully asserted in the future or that they will not be invalidated, circumvented or challenged. In addition, the laws of some foreign countries do not protect proprietary rights to the same extent as do the laws of the United States. Our means of protecting our proprietary rights in the United States or abroad may not be adequate and competitors may independently develop similar technology. Any failure to protect our proprietary information and any successful intellectual property challenges or infringement proceedings against us could have a material adverse affect on our business, financial condition, or results of operations.

We may be subject to intellectual property litigation, such as patent infringement claims, which could adversely affect our business.

Our success will also depend in part on our ability to develop a commercially viable product without infringing the proprietary rights of others. Although we have not been notified of any infringement claims, other patents could exist or could be filed which would prohibit or limit our ability to develop and market our electromagnetic percussion system in the future. In the event of an intellectual property dispute, we may be forced to litigate.

Intellectual property litigation would divert management's attention from developing our product and would force us to incur substantial costs regardless of whether or not we are successful. An adverse outcome could subject us to significant liabilities to third parties, and force us to cease operations.

If and when we sell our products, we may be liable for product liability claims and we presently do not maintain product liability insurance.

The product that we are developing may expose us to potential liability from personal injury or property damage claims by end-users of the product. We currently have no product liability insurance to protect us against the risk that in the future a product liability claim or product recall could materially and adversely affect our business. Inability to obtain sufficient insurance coverage at an acceptable cost or otherwise to protect against potential product liability claims could prevent or inhibit the commercialization of our product. We cannot assure you that when we commence distribution of our product that we will be able to obtain or maintain adequate coverage on acceptable terms, or that such insurance will provide adequate coverage against all potential claims. Moreover, even if we maintain adequate insurance, any successful claim could materially and adversely affect our reputation and prospects, and divert management's time and attention. If we are sued for any injury allegedly caused by our future products our liability could exceed our total assets and our ability to pay the liability.

#### Risks Related to Our Common Stock

We may in the future issue additional shares of our common stock which would reduce investors' ownership interests in the Company and which may dilute our share value. We do not need stockholder approval to issue additional shares.

Our certificate of incorporation authorizes the issuance of 500,000,000 shares of common stock, par value \$0.001 per share. The future issuance of all or part of our remaining authorized common stock may result in substantial dilution in the percentage of our common stock held by our then existing stockholders. We may value any common stock issued in the future on an arbitrary basis. The issuance of common stock for future services or acquisitions or other corporate actions may have the effect of diluting the value of the shares held by our investors, and might have an adverse effect on any trading market for our common stock.

Our common stock is subject to the "penny stock" rules of the SEC and the trading market in our securities is limited, which makes transactions in our stock cumbersome and may reduce the value of an investment in our stock.

The Securities and Exchange Commission has adopted Rule 15c-2-01 which establishes the definition of a "penny stock," for the purposes relevant to us, as any equity security that has a market price of less than \$5.00 per share or with an exercise price of less than \$5.00 per share, subject to certain exceptions. For any transaction involving a penny stock, unless exempt, the rules require: (i) that a broker or dealer approve a person's account for transactions in penny stocks; and (ii) the broker or dealer receive from the investor a written agreement to the transaction, setting forth the identity and quantity of the penny stock to be purchased. In order to approve a person's account for transactions in penny stocks, the broker or dealer must: (i) obtain financial information and investment experience objectives of the person; and (ii) make a reasonable determination that the transactions in penny stocks are suitable for that person and the person has sufficient knowledge and experience in financial matters to be capable of evaluating the risks of transactions in penny stocks. The broker or dealer must also deliver, prior to any transaction in a penny stock, a disclosure schedule prescribed by the Security and Exchange Commission relating to the penny stock market, which, in highlight form: (i) sets forth the basis on which the broker or dealer made the suitability determination; and (ii) that the broker or dealer received a signed, written agreement from the investor prior to the transaction.

Generally, brokers may be less willing to execute transactions in securities subject to the "penny stock" rules. This may make it more difficult for investors to dispose of our common stock and cause a decline in the market value of our stock.

Disclosure also has to be made about the risks of investing in penny stocks in both public offerings and in secondary trading and about the commissions payable to both the broker-dealer and the registered representative, current quotations for the securities and the rights and remedies available to an investor in cases of fraud in penny stock

transactions. Finally, monthly statements have to be sent disclosing recent price information for the penny stock held in the account and information on the limited market in penny stocks.

#### **Part E Issuance History**

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

During the last two fiscal years, the Issuer has not issued any equity securities for services.

#### **Part F Exhibits**

*Item XVIII. Material Contracts.*

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.

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.

*Item XX. Purchases of Equity Securities by the Issuer and Affiliated Purchases*

A. In the following tabular format, provide the information specified in paragraph (B) of this item XX with respect to any purchase made by on or behalf of the issuer or any "Affiliated Purchaser" ( as defined in paragraph(C) of this item XX) of shares or other units of any class of the issuers equity securities.

During the last two fiscal, neither the Company nor any affiliated party has repurchased any equity securities.

## **XXI Issuer's Certifications.**

### Certification of President

I, Matthew Schulman, certify that:

1. I have reviewed this initial disclosure statement of ADB International Group, Inc. for the years ended December 31, 2011 and December 31, 2010.
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; 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 respect the financial conditions, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: June 18, 2012

/s/ Matthew Schulman, President  
ADB International Group, Inc.