

OTC MARKETS GROUP

**BLACKBIRD INTERNATIONAL CORPORATION**  
(A NEVADA COMPANY)

Quarterly Report for the Period  
ended  
January 31, 2015  
Pursuant to Rule 15c2-11

*All information in this Information and Disclosure Statement has been compiled to fulfill the Disclosure requirements of rule 15c2-11 promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format set forth in the rule.*

*No Dealer, salesman or any other person has been authorized to give any information, or to make any representations not contained herein in connection with the issuer. Such information or representations, if made must not be relied upon as having been authorized by the issuer and:*

*Delivery of this information file does not any time imply that the information contained herein is correct as of any time subsequent to the date first written above.*

*The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief*

*April 2, 2015*

*Blackbird International Corporation*

*(sgd) Daniel Naimi*

*Daniel Naimi, vice pres.*

*Email: [info@werpo.us](mailto:info@werpo.us)*

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**1) Name of the issuer and its predecessors (if any)**

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Blackbird International Corporation: name change - Dec. 12, 2010  
Formerly known as Blackbird Petroleum Corporation - Dec 5, 2008  
Formerly known as Ark Development - Oct 19, 2006

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**2) Address of the issuer's principal executive offices**

Company Headquarters

15 Lubetkin St  
Tel Aviv 67532  
Israel

Email:

Website(s): [www.blackbirdinternationalcorporation.com](http://www.blackbirdinternationalcorporation.com)

IR Contact

Investor Relations Consultant

Maximum Performance Advisors

3202 Governor Drive  
Suite 205  
San Diego, CA, 92122  
United States

**3) Security Information**

Trading Symbol: BBRD

Exact title and class of securities outstanding:

661,740,000 common shares

400,000 preferred shares

CUSIP: 09228B 102

Par or Stated Value: \$0.001

Total shares authorized: 900,000,000 common shares as of: Jan 31, 2015  
400,000 preferred shares

Additional class of securities (if necessary): N/A

Trading Symbol: N/A

Exact title and class of securities outstanding: \_\_\_\_\_

CUSIP: \_\_\_\_\_

Par or Stated Value: \_\_\_\_\_

Total shares authorized: \_\_\_\_\_ as of: \_\_\_\_\_

Total shares outstanding: \_\_\_\_\_ as of: \_\_\_\_\_

Transfer Agent

Name: Pacific Stock Transfer Inc

Address 1: 4045 South Spencer Street,  
Suite 403

Las Vegas, NV 89119  
Telephone: 702-361-3033

Is the Transfer Agent registered under the Exchange Act?\*      Yes: x ☐      No: ☐

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

540,000,000 common shares are restricted

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

The Company underwent a reverse stock split of 20:1 effective Oct 26, 2014.

#### **4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

As of the date of this Statement, the Issuer had issued 400,000,000 restricted common shares in Trust in provision of completing the proposed acquisition. These shares would be subsequently reversed by a stock split in a ratio of 20:1 and then cancelled to be replaced by an issuance of 500,000,000 restricted common shares to complete the acquisition of WERPO.

Following a conversion of debt, 87,240,000 free trading common shares were issued as well as 40,000,000 restricted common shares.

B. Any jurisdictions where the offering was registered or qualified;

\_\_\_\_\_

C. The number of shares offered;

\_\_\_\_\_

D. The number of shares sold;

\_\_\_\_\_

E. The price at which the shares were offered, and the amount actually paid to the issuer;

\_\_\_\_\_

F. The trading status of the shares; and

\_\_\_\_\_

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

There were 400,000,000 common shares which had a legend as restricted. These were reduced to 20,000,000 restricted shares following the reverse stock split. These were subsequently cancelled.  
Subsequently, there were 540,000,000 restricted common shares that were issued and outstanding.

## 5) Financial Statements

Provide the financial statements described below for the most recent quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. "Quarterly Report"

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

N/A

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

The Issuer is in the process of acquiring all the outstanding shares of Wave Electricity Renewable Power Ocean (WERPO) which owns the technology of generating electricity from the movements of the sea/ocean. The technology has been implanted in Israel and China and additional projects are in the process of negotiations.

Within the procedure to acquire Wave Electricity Renewable Power Ocean (WERPO), the Company rendered all its current assets, debts and receivables back to Insight Group Technologies Inc.

B. Date and State (or Jurisdiction) of Incorporation:

October 19, 2006 in Nevada

C. the issuer's primary and secondary SIC Codes;

1040

D. the issuer's fiscal year end date;

October 31

E. principal products or services, and their markets;

Implementation of its state of the art technology across the globe. WERPO has representatives in Israel, China and in the Caribbean.

**7) Describe the Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The office and place of business of WERPO is Tel Aviv, Israel.

The technology that it implants is constructed on site in the country that acquires its services..

## 8) **Officers, Directors, and Control Persons**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Daniel Naimi, Director and vice president and treasurer  
Shmuel Ovadia, Director and secretary  
John Pedder Director and interim president

- B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

No

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

No

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

No

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

No

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Daniel Naimi, 15A Lubetkin, Tel Aviv, Israel, holds the 500,000,000 restricted common shares that will be issued as part of the acquisition of WERPO.

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Naccarato & Associates  
1100 Quail Street  
Suite 100  
Newport beach, California, 92660  
Email: owen@owenn.com

Accountant or Auditor

J. Moraitis & Associates  
30 Hunt Street  
Suite 207  
Ajax, Ontario  
Canada, L1S 3M2

Investor Relations Consultant

3202 Governor Drive  
Suite 205  
San Diego, CA, 92122  
United States

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: \_\_\_\_\_ None

Firm: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Daniel Naimi, certify that:

1. I have reviewed this annual Disclosure Statement of Blackbird International Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

April 2, 2015

(sgd) Daniel Naimi

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Daniel Naimi , vice pres.

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***BLACKBIRD INTERNATIONAL CORPORATION***

**FINANCIAL STATEMENTS**

**JANUARY 31, 2015**

**(IN U.S. DOLLARS)  
(UNAUDITED - SEE NOTICE TO READER)**

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# ***BLACKBIRD INTERNATIONAL CORPORATION***

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**(UNAUDITED - REFER TO NOTICE TO READER)**

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*JIM MORAITIS PROFESSIONAL CORPORATION*  
*CHARTERED PROFESSIONAL ACCOUNTANT(CPA,CGA)*

*1099 Kingston Road, Suite 257*  
*Pickering, Ontario, L1V 1B5*  
*Telephone: (647) 885 - 3917 Fax: (416) 352-5016*

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**NOTICE TO READER**

To the Shareholders of  
**BLACKBIRD INTERNATIONAL CORPORATION**

We have compiled the balance sheet of BLACKBIRD INTERNATIONAL CORPORATION as at January 31, 2015 and the statements of earnings, changes in Stockholders Equity and cash flows for the period then ended.

Our compilation engagement was made in accordance with generally accepted standards in the United States of America related to information supplied to us by the Company.

We have not performed an audit or a review engagement in respect of these financial statements and, accordingly, we express no assurance thereon.

These financial statements have been prepared, in all material respects, in accordance with generally accepted accounting principles in the United States of America.

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Jim Moraitis Professional Corporation  
**CHARTERED PROFESSIONAL ACCOUNTANT**

Pickering, Ontario  
Canada  
March 31, 2014

# BLACKBIRD INTERNATIONAL CORPORATION

## BALANCE SHEET

AS AT JANUARY 31, 2015

(IN U.S. DOLLARS)

(UNAUDITED - SEE NOTICE TO READER)

JAN 31/15

### ASSETS

#### CURRENT ASSETS

Accounts Receivable - Net (Note 2,b)	1,100,118
<b>TOTAL CURRENT ASSETS</b>	<b>\$ 1,100,118</b>

Intangible Assets (Note 2,c)	8,973,962
Accumulated amortization - Intangible assets	(129,798)
<b>TOTAL FIXED ASSETS</b>	<b>8,844,164</b>

<b>TOTAL ASSETS</b>	<b>\$ 9,944,282</b>
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### LIABILITIES AND STOCKHOLDERS' EQUITY(DEFICIT)

#### CURRENT LIABILITIES

Bank Indebtedness - Overdraft	11,020
Accounts payable and accrued Liabilities (Note 3)	8,862,325
Taxes Payable - Corporate, Payroll	248,537
<b>TOTAL CURRENT LIABILITIES</b>	<b>9,121,882</b>

<b>TOTAL LIABILITIES</b>	<b>9,121,882</b>
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#### STOCKHOLDERS' EQUITY(DEFICIT)

Common shares - Issued (Note 4)	309,474
Retained Earnings (Deficit)	512,925
	822,400

<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>\$ 9,944,282</b>
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APPROVED ON BEHALF OF THE BOARD:

(sgd) Daniel Naimi Director

\_\_\_\_\_  
Director

**BLACKBIRD INTERNATIONAL CORPORATION**

**STATEMENT OF EARNINGS**

**FOR THE PERIOD ENDED JANUARY 31, 2015**

**(IN U.S. DOLLARS)**

**(UNAUDITED - SEE NOTICE TO READER)**

	<b>JAN 31/15</b>
	<b>3 Mths</b>
<b>Income</b>	
Sales Revenue - Net	\$ -
<b>EXPENSES</b>	
Advertising and promotion	379
Amortization of capital assets	90,740
Office and general	15,338
<b>TOTAL EXPENSES</b>	<b>106,457</b>
<b>NET INCOME BEFORE TAXES</b>	<b>(106,457)</b>
Provision for Income Taxes	-
<b>NET INCOME AFTER TAXES</b>	<b>\$ (106,457)</b>

# ***BLACKBIRD INTERNATIONAL CORPORATION***

## **STATEMENT OF STOCKHOLDERS' EQUITY**

### ***FOR THE PERIOD MONTHS ENDED***

***JANUARY 31, 2015***

**(IN U.S. DOLLARS)**

**(UNAUDITED - SEE NOTICE TO READER)**

	CAPITAL STOCK	PAID IN SURPLUS	RETAINED EARNINGS	TOTAL
BALANCE AS OF OCT 31 2014	309,747	-	619,383	929,130
NET INCOME FOR THE THREE MONTHS ENDED JAN 31, 2015	-		(106,457)	(106,457)
BALANCE AS OF JANUARY 31 2014	309,747	-	512,926	822,673

# **BLACKBIRD INTERNATIONAL CORPORATION**

## **STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED JANUARY 31, 2015**

**(IN U.S. DOLLARS)  
(UNAUDITED - SEE NOTICE TO READER)**

	<b>JAN 31/2015</b>
<b>Cash Flows Used in Operating Activities</b>	<b>\$ (106,457)</b>
Add non-cash charges to operations	
Amortization	90,740
	(15,717)
Change in current liabilities and current assets	15,717
<b>Net Cash Used in Operating Activities</b>	<b>-</b>
Cash at Beginning of Year	-
Cash at End of Year	<b>\$ -</b>

# BLACKBIRD INTERNATIONAL CORPORATION

## NOTES TO UNAUDITED FINANCIAL STATEMENTS

January 31, 2015

### 1. NATURE OF BUSINESS AND BASIS OF PRESENTATION

#### a) Nature of Business

Blackbird International Corporation (The "Company") was incorporated under the laws of the state of Nevada on October 9, 2006 under the name of Ark Development Inc. The Company changed its name from Ark Development Inc. to Blackbird International Corporation on November 28, 2008. The Company has chosen an October 31 fiscal year end.

The Company provides renewable energy solutions with its unique sea wave energy system. The Company's services include development of the hydro-pneumatic sea wave energy system, adapting it to suit any terrain, erection of sea wave power plants around the world and operation and/or training local staff to operate said power plants. This includes attaining patents for the Company's unique technology. The original patents and technology were developed by SDE Energy and Desalination Ltd. The company has acquired all of the rights to these patents and technologies.

#### b) Basis of Presentation

These financial statements and related notes are presented in accordance with accounting principles generally accepted in the United States, and are expressed in US dollars.

### 2. NATURE OF SIGNIFICANT ACCOUNTING POLICIES

#### a) Cash and cash equivalents

The Company considers all highly liquid investments with a maturity of three months or less at the time of acquisition to be cash equivalents.

#### b) Accounts Receivable

The Company evaluates its receivables for aging and the determination of potential losses on receivable. Based upon the evaluation, the Company does not deem an allowance for losses on receivables is necessary. Therefore the provision for doubtful accounts and notes was approximately \$-0- as of October 31, 2014.

#### c) Intangible Assets

Intangible assets represent the cost of patents and intellectual property. The Company adheres to the ASC 350, Intangibles - Goodwill and Other. Accordingly, intangible assets with finite lives are amortized over their estimated useful lives.

The Company recognizes impairment losses on intangible assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amounts. The impairment loss is measured by comparing the fair value of the asset to its carrying amount. Fair value is estimated based on discounted future cash flows.

#### d) Foreign Currency Translation

The functional currency of the Company is the U.S. dollar. The dollar is the currency that represents the economic environment in which the Company operates and intends to operate. The Company's transactions and balances denominated in dollars are presented at their original amounts. Non-dollar transactions and balances have been re-measured to dollars. All transaction gains and losses from re-measurement of monetary assets and liabilities denominated in non-dollar currencies are reflected in the statements of operations.

#### e) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The most significant estimates relate to the valuation of the investment portfolio and the recognition of revenue in connection with the receipt of unregistered securities pursuant to technology acquisition alliance agreements and technology transfers. Actual results could differ from those estimates.

#### f) Stock-Based Compensation

As of January 31, 2015, the Company did not have any stock-based compensation.

# BLACKBIRD INTERNATIONAL CORPORATION

## NOTES TO UNAUDITED FINANCIAL STATEMENTS

January 31, 2015

### g) Fair Value of Financial Instruments

The Company follows ASC 820, "Fair Value Measurements" which defines fair value, establishes a framework for measuring fair value and requires additional disclosures about fair value measurements. The carrying amounts of accounts payable approximate fair value based on their short-term maturity.

### h) Income Taxes

The Company adopted the provisions of Financial Accounting Standards Board Interpretation No. 48 ("FIN 48"), Accounting for Uncertainty in Income Taxes, which clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements in accordance with FASB Statement No. 109, Accounting for Income Taxes. FIN 48 provides guidance on the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FIN 48 also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosures, and transition. As of October 31, 2014, the Company had no unrecognized tax benefits and did not record any cumulative effect adjustment to net assets as a result of adopting FIN 48.

### i) Revenue Recognition

The Company recognizes revenue when delivery of goods or completion of services has occurred provided there is persuasive evidence of an agreement, acceptance has been approved by its customers, the fee is fixed or determinable based on the completion of stated terms and conditions, and collection of any related receivable is probable.

### j) Earnings per Share (EPS)

Basic earnings per share is computed on the basis of the weighted average number of shares of common stock outstanding during the year. Diluted earnings per share is computed on the basis of the weighted average number of shares of common stock plus the effect of dilutive potential common shares outstanding during the period using the treasury stock method. The Company has no dilutive potential common shares.

### k) Financial Instruments and Concentrations of Credit Risk

The Company's financial instruments consist of accounts receivable and accounts payable. The fair value of accounts receivable and accounts payable approximate their carrying amounts in the financial statements due to the short maturity of such instruments.

## 2. Intangible Assets

The Company's intangible assets are defined as non-monetary long-term assets which have no physical substance and are held for the production of goods and provision of services, lease, operation or management. They are mainly patents. Intangible assets are stated at actual cost of acquisition, and are amortized over their estimated useful life of 25 years.

Amortization of the intangible assets for the period ended January 31, 2015 was \$90,740

## 3. Accounts payable

Accounts payable is comprised of trade payables and \$8,824,774 payable to TVG Technologies Ltd. for the purchase of intangible assets.

There is in the records of the company a Promissory Note dated August 31, 2011 by which the Company was indebted in the amount of \$15,000. During the course of the fiscal year, part of the Note was cancelled by means of a conversion to common shares of which all had undergone a reversal of 20:1. There remains the amount \$12,800 currently outstanding.

## 4. Capital Issued and Shareholders Equity

### Authorized capital of shares consists of the following:

900,000,000 common shares at par value of \$0.001

400,000 preferred shares at a par value of \$0.001

### Issued capital of shares consists of the following:

34,500,000 common shares plus 127,240,000 resulting from the conversion. Total is 500 million restricted and 161,740,000 freetrading equals a grand total of 661,740,000 common shares issued.

400,000 preferred shares