ISSUER INFORMATION DISCLOSURE

September 15, 2011

MICRON ENVIRO SYSTEMS INC.

(a Nevada Corporation)

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44 Wall Street, 12th Floor
New York, N.Y. 10005

For the period ended June 30, 2011

MICRON ENVIRO SYSTEMS INC.

September 15, 2011

Information required for compliance with the provisions of the
OTC Markets Group Inc. (f/k/a Pink Sheets, LLC)
Guidelines for Providing Adequate Current Information
(Version 10.0 – January 14, 2011)

The following information specifies forward-looking statements of our management, this Issuer Information Statement contains certain "forward-looking statements" (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as "anticipate," "believe," "estimate," "expect," "plan," "intend," and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. These risks, uncertainties and contingencies include, without limitation, the factors set forth under "Item XVI. Management's Discussion and Analysis or Plan of Operation." We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Issuer Information Disclosure.

Part A General Company Information

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

The exact name of the Issuer is MICRON ENVIRO SYSTEMS Inc. (the "Issuer" or "Company").

Other than listed above, the Issuer has used no other names in the past five years.

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

44 Wall Street, 12th Floor
New York, N.Y. 10005
Phone: 516-474-0310
Fax: 212-461-2293

E-mail: info@micronenviro.com
Website: http://www.micronenviro.com

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

We were originally incorporated in Nevada on January 23, 1998 as "Strathcona Capital Corp." On January 22, 1999, we changed our name to "Micron Enviro Systems, Inc."

State: Nevada
Date of Incorporation: 1999

Part B Share Structure

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

The Issuer has authorized two classes of securities, common stock and a preferred stock.

The Issuer's CUSIP number is 59510E306
The Issuer's trading symbol is MSVS

The Issuer has one class of common stock with 1,800,000,000 common shares authorized.

Item V **The par or stated value of each class of security.**

A. Par or Stated Value. Provide the par or stated value for each class of outstanding securities.
   The par value for the common stock authorized and issued by the Issuer is $0.001.

B. Common or Preferred Stock.

1. Each share of common stock of the Issuer has one vote, and is entitled to dividends, if and when authorized and issued by the Board of Directors. There are no preemptive rights.

2. There are no provisions in the Company's corporate charter or by-laws that would delay, defer or prevent a change in control of the Company.

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

Common Stock

		Fiscal Year End	Quarter Ended	Current
Period End Date		12-31-2010	6-30-11	9-15-2011
Common Shares Authorized		1,800,000,000	1,800,000,000	1,800,000,000
Common Shares Outstanding		1,715,760,240	1,740,760,240	1,740,760,240
Free Trading Common Shares		1,715,760,240	1,715,760,240	1,715,760,240
Total Number of Shareholders		54	55	55

C Business Information

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

Pacific Stock Transfer Company
4045 South Spencer Street, suite 403
Las Vegas, NV 89119
702-361-3033

Pacific Stock Transfer Company is registered under the Federal Exchange Act, and as such is regulated by the Securities and Exchange Commission, in conjunction with FINRA.

Item VIII **The nature of the issuer's business.**

Part A Business Development.

1. **The form of the organization of the issuer;**

   Micron Enviro Systems Inc. is a Nevada Corporation.

2. **The year the issuer (or any predecessor) was organized;**

   The Issuer was organized under the laws of the State of Nevada in 1999

3. **The Issuer's fiscal year end date;**

   The issuer's fiscal year end date is December 31.

4. **Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership, or any similar proceeding;**

   There has been no history of bankruptcy, receivership or any similar proceedings.

5. **Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;**

   The Issuer has not effectuated a reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business, except as follows:

   On June 26, 2008, the Company effectuated a recapitalization of the Company by means of 3-for-1 split of the Company's issued and outstanding common stock.

   On September 9, 2009, the Company effectuated a 3–for-1 split of the Company's issued and outstanding common stock.

6. **Any default of the terms of any note, loan, lease, or other indebtedness or other indebtedness or financing arrangement requiring the issuer to make payments.**

   As of the date of this disclosure, there are no defaults on any notes, loans, leases, or other indebtedness or financing arrangement requiring the Issuer to make payments.

7. **Any change of control.**

   As of the date of this disclosure there has been no change of control.

8. **Any increase in 10% or more of the same class of outstanding equity securities;**

   There has been no increase of 10% or more of the same class of outstanding equity securities.

9. **Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;**

   There are no pending or anticipated stock splits, stock dividend, recapitalization, merger, spin-off, or reorganization.

   Past stock splits are as follows:

   On June 26, 2008, the Company effectuated a recapitalization of the Company by means of 3-for-1 split of the Company's issued and outstanding common stock.

   On September 9, 2009, the Company effectuated a 3–for-1 split of the Company's issued and outstanding common stock.

10. **Any delisting of the issuer's securities by any securities exchange or NASDAQ;**

    There has been no delisting of the Issuer's securities by any securities exchange or NASDAQ. On November15, 2009 the Company filed a Form 15 - Certification and Notice of Suspension of Duty to File Reports under Sections 13 and 15(d) of the Securities Exchange Act of 1934.

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

    There are no 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.

Part B - Business of Issuer.

1. **The issuer's primary and secondary SIC codes;**

   The Issuer's primary SIC Code is 1382.

2. Whether the issuer has never conducted operations, is in the development stage or is currently conducting operations.

The Issuer is currently conducting operations and is a 12 year operating company.

3. Whether the issuer is or has at any time been a "shell company".

The issuer has substantive ongoing operations, full-time dedicated staff and by a definitional basis, is not considered a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933.

4. The names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document.

There are no parents, subsidiaries or affiliates of issuer that are included in the financial statements attached to this disclosure document.

5. The effect of existing or probable governmental regulations on the business;

There are no known effects on existing or probable governmental regulations on the ongoing operations of the business.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and if applicable, the extent to which the cost of such activities are borne directly by customers;

Not applicable.

7. Costs and effects of compliance with environmental laws (federal, state and local);

There have been no costs incurred and the issuer business is not affected by any environmental laws.

8. Total number of employees and number of full time employees;

The Issuer at the date of this disclosure had one (1) person under its employ.

Item IX <u>The nature of products or services offered.</u>

A. Principal products or services, and their markets;

The Company is engaged in gold, lithium and coal mining. The Company currently owns 100% the following permits that are in good standing: 300 acres of gold permits in the Whitehorse area of Yukon, Canada, lithium permits in Alberta, Canada, Coal permits in Saskatchewan, Canada.

B. Distribution methods of the products or services;

There is currently no distribution of products or services.

C. Status of any publicly announced new product or service;

Not applicable.

D. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

We were an exploration stage oil and gas company from May 19, 2001 though to December 31, 2003. Since January 1, 2004, we have been are considered an exploration company for Gold, Coal and Lithium.

The exploration business is very competitive. We have very small interests in most of our various properties and are a junior mining company. Other mining companies have greater financial, technical and personnel resources that allow them to enjoy technological advantages and allow them to implement new technologies before we do. We may not be able to respond to such competitive pressures and implement such technologies on a timely basis or at an acceptable cost. One or more of the technologies currently utilized by us or implemented in the future may become obsolete. In such case, our business, financial condition and results of operations could be materially adversely affected. If we are unable to utilize the most advanced commercially available technology, our business, financial condition and results of operations could be materially and adversely affected.

E. Sources and availability of raw materials and the names of principal suppliers;

There are no dependencies.

F. Dependence on one or a few major customers;

The Company does not believe it will be dependent upon a few major customers for its sales.

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements, or labor contracts, including their duration;

During the year ended December 31, 2008, we applied to the Saskatchewan Ministry of Energy and Resources for 29,952 hectares or approximately 74,011 acres of coal leases in Saskatchewan, Canada. As of the date of this Annual Report we have received final approval on coal permits covering 17,981 hectares or approximately 44,433 acres.

In November 2008, we received final government approval for 9,088 hectares out of 9,216 hectares applied for on the first block of leases, and we received approval for 4,930 hectares out of 6,912 hectares applied for on the second block of leases.

In December 2008, we received final government approval on portions of 17 out of 18 sections applied for which total 3,968 hectares or approximately 9,805 acres.

Micron currently has 100% of 6 Gold claims in the Whitehorse Mining district of Yukon, Canada. Each claim is approximately 50 acres for a total of 300 acres. Permits expire June 2011 unless pending minimum work is completed in the property.

Micron has 100% of 27,648 Hectares permits for lithium in Alberta. According to maps within the Alberta Department of Energy Report by Bachu, Yuan and Brulotte from January 31, 1995, this prospect lies primarily within the South Leduc Formation which has potential for lithium production.

H. The need for government approval of principal products or services and the status of any requested government approvals.

Environmental. We are an exploration company and as such are subject to various federal, state and local laws in the various areas where our properties are located, and regulations relating to environmental quality and pollution control. We are currently not paying any costs to comply with environmental laws, however these costs may increase in the future. Such laws and regulations increase the costs of these activities and may prevent or delay the commencement or continuance of a given operation. Compliance with these laws and regulations has not had a material effect on our operations or financial condition to date. Specifically, we are subject to legislation regarding emissions into the environment, water discharges and storage and disposition of hazardous wastes. In addition, legislation has been enacted which requires well and facility sites to be abandoned and reclaimed to the satisfaction of state authorities. However, such laws and regulations are frequently changed and we are unable to predict the ultimate cost of compliance. Generally, environmental requirements do not appear to affect us any differently or to any greater or lesser extent than other companies in the industry.

Governmental Regulation. Exploration operations are subject to federal, state, provincial, and local laws relating to the protection of the environment, including laws regulating removal of natural resources from the ground and the discharge of materials into the environment. Oil and gas operations are also subject to federal, state, provincial, and local laws and regulations which seek to maintain health and safety standards by regulating the design and use of drilling methods and equipment. Various permits from government bodies are required for drilling operations to be conducted; we may not be able to receive such permits. Environmental standards imposed by federal, state, provincial, or local authorities may change and any such changes might have a material adverse effect on our activities. Moreover, compliance with such laws may cause substantial delays or require capital outlays in excess of those anticipated, thus causing an adverse effect on us. Compliance with these laws and regulations has not had a material effect on our operations or financial condition to date.

Item X **<u>The nature and extent of the issuer's facilities.</u>**

The Company owns no real estate other than the leases to the properties listed herein. It currently shares its corporate offices with its officer Bradley Rudman located at 44 Wall Street, 12th Floor, New York, N.Y. 10005.

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.**

A – Officers and Directors

Bradley Rudman
President and Chief Executive Officer
44 Wall Street, 12th Floor
New York, N.Y. 10005

Board memberships and other affiliations – None
Compensation - $60,000 annually with additional bonuses as applicable
Number of Shares Owned: 250,342,399 Common Shares

Mr. Rudman has been trained and has hands on experience in all phases of the financial arena: tax planning and strategies graduating with a degree in Accounting from Queens College, N.Y., working within the tax department of a major accounting firm, fifteen years' experience as a financial investment advisor with Merrill Lynch Pierce Fenner & Smith and various major investment firms.

Directors
Bradley Rudman

B - Legal/Disciplinary History 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);

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

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 a person's involvement in any type of business, securities, commodities, or banking activities;

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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;

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation or federal or state securities or commodities law.

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.

None of the foregoing persons have been the subject of any 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.

C - Disclosure of Certain Relationships

There are no relationships between the officers and directors outside the Company.

D - Disclosure of Related Party Transactions

There are no related party transactions.

E - Disclosure of Conflicts of Interest

There are no business relationships outside of the company with the officers and directors of the Company to cause a conflict of interest.

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

See Attached Exhibit 1

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

See Attached Exhibit 1

Item XIV Beneficial Owners.

Bradley Rudman
President
44 Wall Street, 12th Floor
New York, N.Y. 10005

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 operations, business development and disclosure:

1. Investment Banker

None

2. Promoters

   None

3. Counsel

   David E. Price, Esq
   Law Office of David E. Price
   13520 Oriental St
   Rockville, MD 20853

4. Accountant or Auditor

   PCAOB Auditor:

   Steven C. Vertucci, CPA, Partner
   Malone Bailey, LLP
   10350 Richmond Ave Suite 800
   Houston, TX 77042
   www.MaloneBailey.com

5. Public Relations Consultant(s)
   a. Investor Relations Consultant

      None

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

      None

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

CORPORATE PROFILE

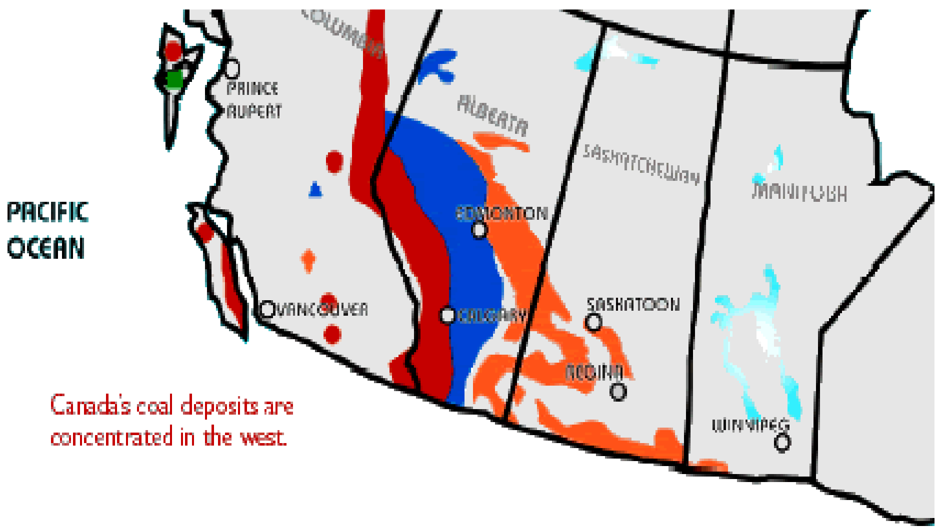
The Company is engaged in Gold, Lithium and Coal mining. The Company currently owns 100% the following permits that are in good standing: 300 acres of gold permits in the Whitehorse area of Yukon, Canada, lithium permits in Alberta, Canada, Coal permits in East Central Saskatchewan, Canada.

BUSINESS OVERVIEW

Coal Leases (Saskatchewan, Canada)

During the year ended December 31, 2008, we applied to the Saskatchewan Ministry of Energy and Resources for 29,952 hectares or approximately 74,011 acres of coal leases in Saskatchewan, Canada. As of the date of this Annual Report we have received final approval on coal permits covering 17,981 hectares or approximately 44,433 acres. We have not yet had a response back on all the permits we have applied for. The permits are subject to government approval and are refundable if the applications are unsuccessful. We have had some permits rejected and received a refund of CAD $10,416 on the associated permits. We are still waiting to find out if we will receive further permit approvals. Management currently intends to formulate a drill program and/or intends to look for a joint venture the acreage with other companies whose lands border our property. However a definite plan will not be implemented until we have been notified in regards to all the outstanding permit applications.

The map below shows the general location of the Saskatchewan coal leases:



Our coal permits lie within Central Saskatchewan, proximal to the sedimentary edge of the Western Canada Sedimentary Basin. The property sits on top of the Mannville Group, with the underlying Devonian carbonate Ashern Formation to the Northeast and the overlying Cretaceous Lower Colorado Group to the Southwest.

The Mannville Group is a primarily non-marine sandstone and shale unit, early Cretaceous in age. The Lower Mannville consists of non-marine clastic sedimentation shed as alluvial plains and deltaic deposits sourced from and due to the mountain building to the west. This allowed for peat accumulation, which gave rise to the development of extensive coal seams. The Upper Mannville was deposited primarily as continental to transitional marine sediments during the withdrawal of the inland sea. This again allowed for great amounts of peat accumulation leading to numerous coal beds being deposited, with individual beds reaching 4.5 m in thickness, or greater and cumulative thicknesses upwards to over 12 m.

In order to obtain a final permit for any coal leases in Saskatchewan, we first have to apply for specific leases and include in the application a sketch or plan at a scale of 1:50,000, $100 Canadian Dollar fee per application, and the first year rental fee of $1 Canadian Dollar per hectare. Also, required with the submission are details of the exploration operations intended to be carried out on the proposed lands and details of the expenditures intended in carrying out those operations. Once all the applications documents are received, the Saskatchewan Ministry of Energy and Resources searches to see if anyone else has applied for a permit for the leases in question, if no application has been received prior to ours then the Ministry issues a Letter of Comfort stating that we have priority on those leases. At a later date, the Saskatchewan Ministry of Energy and Resources reviews all the documents to make sure that the final application is in good standing and then issues final coal permit. Final permits grant us the right to explore and mine for coal.

On May 1, 2008, we applied to the Saskatchewan Ministry of Energy and Resources for 12 coal leases for a total of 9,216 hectares or approximately 22,772 acres. These leases are located in East Central Saskatchewan, Canada. Township 55, Range 31, Meridian 1 and include all sections 1-36 in the township. Each lease application consists of three sections, or 768 hectares or approximately 1,898 acres). The cost for each lease application is $1 per hectare (Canadian Dollars) plus $100 Canadian dollars per application for a total of $878 Canadian Dollars per lease application. For these lease applications we paid $10,416 Canadian Dollars for this application in acquisition costs for the leases. We received Comfort Letters from the Saskatchewan Ministry of Energy and Resources covering 33 sections of the 36 applied for. Comfort Letters indicate that our applications was submitted to the Saskatchewan Ministry of Energy and Resources before all other applications and provide us priority over any other applications made in regards to the same land applied for by any other company. Comfort Letters do not guarantee that the application will be approved.

In December 2008, the Government of Saskatchewan indicated that these leases were on Crown reserve land, therefore permits may not be granted to anyone on this land. Subsequent to December 31, 2008, we received a refund $10,416 Canadian Dollars for these applications.

On May 9, 2008, we applied to the Saskatchewan Ministry of Energy and Resources for two additional blocks of coal leases. One block included 12 leases for the entire Township 55, Range 02, Meridian 2 which was sections 1-36 or 9,216 hectares or approximately 22,772 acres. The other block was located in Township 55, Range 01, Meridian 02 and included nine leases including sections 10-36 or 6,912 hectare or approximately 17,080 acres. There blocks are located in East Central Saskatchewan in close proximity to the previously applied for lands. We paid $18,228 Canadian Dollars for this application in acquisition costs for the leases. We received Comfort Letters from the Saskatchewan Ministry of Energy and Resources granting priority to all the lands applied for on May 9, 2008. In November 2008, we received final government approval for 9,088 hectares out of 9,216 hectares applied for on the first block of leases, and we received approval for 4,930 hectares out of 6,912 hectares applied for on the second block of leases.

In June 2008, we applied to the Saskatchewan Ministry of Energy and Resources for six additional coal leases in East Central Saskatchewan in close proximity to the previously applied for lands. This application was for sections 1-18, consisting of 4,608 hectares or approximately 11,385 acres, located in Township 55, Range 03, Meridian 02. We paid $5,208 Canadian Dollars for this application in acquisition costs for the leases. In July 2008, we received Comfort Letters from the Saskatchewan Ministry of Energy and Resources granting priority granting priority to all 18 sections applied for. In December 2008, we received final government approval on portions of 17 out of 18 sections applied for which total 3,968 hectares or approximately 9,805 acres.

Rental payments are due one year on the anniversary of the granting of the final approval of the coal leases. The rental permit is $1 per hectare per year (Canadian Dollars). If we hold the rental permits beyond three years, the rent increases to $2 per hectare per year (Canadian Dollars). If and when, we commence mining the lease rent increases to $5.50 per hectare per year (Canadian Dollars).

White Gold Prospect, Yukon, Canada

Micron currently has 100% of 6 Gold claims in the Whitehorse Mining district of Yukon, Canada. Each claim is approximately 50 acres for a total of 300 acres. The Permits were renewed in May 2011 and the Permits expire June 2012 unless pending minimum work is completed in the property. Micron is currently intending to begin sampling on the property pending securing new funding from its investors. Micron estimates that the sampling will begin in the next three months.

Metallic and Industrial Minerals Permits, Alberta, Canada

Micron has 100% of 27,648 Hectares permits for lithium in Alberta. According to maps within the Alberta Department of Energy Report by Bachu, Yuan and Brulotte from January 31, 1995, this prospect lies primarily within the South Leduc Formation which has potential for lithium production. Micron is considering a work program and seeking partners to commence on this prospect during 2011.

RISKS AND UNCERTAINTIES

The business of exploration, development, production and acquisition of oil and gas reserves involves a number of uncertainties and as a result the Company is exposed to certain business risks inherent in the oil and gas industry which impact our results. Information on these and other risk factors that could affect operations or financial results are included in more detail under the heading "Risk Factors" of our prior filings with the Securities and Exchange Commission and all such "Risk Factors" are fully incorporated herein.

COMMITMENTS

In the normal course of business, the Company may enter into contractual obligations including the following:

- purchase of services;
- royalty agreements;
- operating agreements;
- flow through share agreements; and
- lease agreements for office space, and office equipment.

TWELVE MONTH PLAN OF OPERATION

We plan to raise additional funds in order conduct work programs and participate in the drilling on our various prospects including our Gold, Lithium and Coal leases, and to generally meet our future corporate obligations. We plan to raise funds through the sale of our common stock or through loans. There is no guarantee that we will be successful in arranging the required financing. Unless we raise funds through the sale of our common stock or through loans, we cannot conduct work programs on our existing properties, nor can we acquire new properties or leases. There is no assurance that we will be able to raise adequate capital.

Our future success will be materially dependent upon our ability to satisfy additional financing requirements. We are reviewing our options to raise equity capital. We cannot estimate when we will begin to realize revenue. In order to satisfy our requisite budget, we have held and will continue to conduct negotiations with various investors. We cannot predict whether these negotiations will result in additional investment income for us. Funding for our operations may not be available under favorable terms, if at all. If adequate funds are not available, we may be required to further curtail operations significantly or to obtain funds by entering into arrangements with collaborative partners or others that may require us to relinquish rights that we would not otherwise relinquish.

Our current exploitation and development plans are described in this disclosure document. Whether we undertake an exploitation or development project will depend on the following factors:

- availability and cost of capital;
- receipt of additional seismic data or the reprocessing of existing data;
- current and projected oil or natural gas prices;
- the costs and availability of drilling rigs and other equipment supplies and personnel necessary to conduct operations;
- success or failure of activities in similar areas;
- changes in the estimates of the costs to complete our projects;
- our ability to attract other industry partners to acquire a portion of the working interests, to reduce costs and exposure to risks;
- decisions of our joint working interest owners and partners;
- demand for our coal depends on its price and quality and the cost of transporting it;
- a significant decline in coal prices in general could adversely affect our operating results and cash flows;
- we face numerous uncertainties in estimating economically recoverable coal reserves, and inaccuracies in estimates could result in lower than expected revenues, higher than expected costs and decreased profitability;
- defects in title or loss of any leasehold interests in our properties could limit our ability to mine our properties or result in significant unanticipated costs;
- if the coal industry experiences overcapacity in the future, our profitability could be impaired;
- decreased availability or increased costs of key equipment, supplies or commodities such as diesel fuel, steel, explosives, magnetite and tires could decrease our profitability;
- transportation disruptions could impair our ability to sell coal;
- severe weather may affect our ability to mine and deliver coal;
- federal, state and local laws and government regulations applicable to operations increase costs and may make our coal less competitive than other coal producers;
- concerns about the environmental impacts of coal combustion, including perceived impacts on global climate change, are resulting in increased regulation of coal

combustion in many jurisdictions, and interest in further regulation, which could significantly affect demand for our coal;

- our operations may adversely impact the environment which could result in material liabilities to us;
- the Mine Safety and Health Administration or other federal or state regulatory agencies may order certain of our properties to be temporarily or permanently closed;
- we may be required to obtain governmental permits and approvals for mining operations, which can be a costly and time-consuming process, can result in restrictions on our operations, and may delay or prevent us from obtaining necessary permits; and
- Union represented labor may result in an increased risk of work stoppages and increased labor costs.

We will continue to gather data about our projects, and it is possible that additional information will cause us to alter our schedule or determine that a project should not be pursued. You should understand that our plans regarding our projects might change.

Part E Issuance History

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

Shares Issued To:	Date of Issue	No. of Shares Issued	The value Received
NONE			

Part F Exhibits

The following exhibits must be either described in or attached to the disclosure statement:

Item XVIII **Material Contracts.**

See Attached
Business Development Consulting Services Agreement dated December 1, 2009

Item XIX **Articles of Incorporation and Bylaws.**

See Attached
Previously filed as Exhibits to Registration Statement on Form 10-SB on May 13, 1999 filed with the commission.

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

NONE

Item XXI **Issuers Certifications.**

See Attached

Exhibit 1

MICRON ENVIRO SYSTEMS, INC.
(Unaudited)
BALANCE SHEETS

		December 31, 2010		June 30 2011
ASSETS				
CURRENT ASSETS				
Cash		6,242		320
Prepaid expenses	$	-	$	3,000
		6,242		3,320
OTHER ASSETS				
Coal permits		25,017		25,017
Lithium permits		50,000		50,000
Gold claims		75,000		75,000
TOTAL ASSETS	$	156,259	$	153,337
LIABILITIES AND STOCKHOLDERS' DEFICIT				
CURRENT LIABILITIES				
Accounts payable	$	-		
Stock payable – Envision Capital, LLC		189,000		283,500
Other notes payable		50,039		50,039
Related party payables		48,400		71,750
TOTAL CURRENT LIABILITIES	$	287,439	$	405,289
LONG-TERM LIABILITIES				
Convertible Note 10% - Clio General, SA		12,000		15,600
Convertible Notes 10% - Bridgewater Capital Ltd.		15,600		19,200
Contract deposits		-		
TOTAL LONG-TERM LIABILITIES		27,600		34,800
STOCKHOLDERS' EQUITY (DEFICIT)				
Common stock, $0.001 par value per share; 1,800,000,000 shares authorized; 1,715,760,240 shares issued and outstanding; 1,740,760,240 shares issued and outstanding, for the periods ended December 31, 2010 and June 30, 2011, respectively		1,715,760		1,740,760
Additional paid-in capital		9,425,199		9,455,199
Accumulated deficit		(11,271,856)		(11,482,711)
Other comprehensive loss		25,000		
TOTAL STOCKHOLDERS’ EQUITY (DEFICIT)		(158,780)		(286,752)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	$	156,259		153,337

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

MICRON ENVIRO SYSTEMS, INC.
(Unaudited)
STATEMENTS OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 2010 and
FOR THE THREE MONTHS ENDED JUNE 30, 2011

	Year Ended December 31, 2010	Three Months ended June 30, 2011
SALES	$ --	$ --
COST OF SALES	--	--
GROSS PROFIT	--	--
OPERATING EXPENSES		
Consulting	189,000	94,500
Management consulting to related party	60,000	30,000
Legal and professional		250
Lease expenses	-	1,750
Financing expense		30,000
General and administrative expenses	950	1,377
Miscellaneous	1,887	95
Total operating expenses	(251,837)	(157,972)
LOSS FROM OPERATIONS	(251,837)	(157,972)
OTHER INCOME (EXPENSES)		
Interest expense	-	
NET LOSS	(251,837)	(157,972)
LOSS PER SHARE:	(0.0001)	(0.0001)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING:		
Basic and diluted	1,715,760,240	1,740,760,240

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

MICRON ENVIRO SYSTEMS, INC.
(UNAUDITED)
STATEMENT OF STOCKHOLDERS' DEFICIT
FOR THE YEAR ENDED DECEMBER 31, 2010 AND FOR THE PERIOD ENDED JUNE 30, 2011

	Common Stock		Additional	Accumulated Other		
	Shares	Amount	Paid-In Capital	Comprehensive (Loss)	Accumulated (Deficit)	Totals
Balance, December 31, 2008	**453,586,748**	**$ 453,586**	**$ 9,389,699**	**$ (1,732)**	**$ (9,770,882)**	**$ 70,671**
Forward Split Common shares	907,173,492	907,174				907,174
Common shares issued	355,000,000	355,000	35,500			35,500
Net loss for the year ended December 31, 2009	-	-	-	-	**(1,302,020)**	381,732 **(1,302,020)**
Balance, December 31, 2009	**1,715,760,240**	**$ 1,715,760**	**$ 9,425,199**	**$ (25,000)**	**$ (11,072,902)**	**$ 93,057**
Common shares issued	--	-	-			-
Net loss for the year ended December 31, 2010	-	-	-	**$**	**(251,837)**	**(251,837)**
Balance, December 31, 2010	**1,715,760,240**	**$ 1,715,760**	**$ 9,425,199**	**$ (25,000)**	**$ (11,324,739)**	**$ (158,780)**
Common shares issued at $0.01 per unit for cash	25,000,000	25,000	25,000	-	-	25,000
Warrants issued in relation to private placement	-	-	5,000	-	-	5,000
Net loss for the three months ended June 30, 2011	-	-	-	-	**(157,972)**	**(157,972)**
Balance, June 30, 2011	**1,740,760,240**	**$ 1,740,760**	**$ 9,455,199**	**$**	**$ (11,482,711)**	**$ (286,752)**

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

MICRON ENVIRO SYSTEMS, INC.
(UNAUDITED)
STATEMENTS OF CASH FLOWS

		Year Ended December 31,	
		2010	Three Months ended June 30, 2011
CASH FLOWS FROM OPERATING ACTIVITES			
Net loss	$	(251,837)	$ (157,972)
Adjustments to reconcile net loss to net cash used in operating activities			
Depreciation and amortization expense		3,600	1,000
Change in general operating expenses		31,242	18,700
Change in accounts receivable		-	
Change in accounts payable		-	
Payments on subscription		-	30,000
Change in stock payable		189,000	94,500
Change in prepaid expenses		-	(3,000)
Change in Related party accounts payable		(48,600)	(23,150)
Wage expense		60,000	30,000
Net cash used in operating activities		(16,595)	(9,922)
CASH FLOWS FROM INVESTING ACTIVITES			
Expenditures for property			(1,750)
Net cash used in investing activities			(1,750)
CASH FLOWS FROM FINANCING ACTIVITES			
Proceeds from borrowings		23,000	6,000
Net cash used in financing activities		23,000	6,000
MISC CASH FLOWS			
Foreign Exchange effect		(20)	-
Fees		(143)	(250)
Misc cash flow		(163)	(250)
NET INCREASE (DECREASE) IN CASH		6,242	(5,922)
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD		0	6,242
CASH AND CASH EQUIVALENTS, END OF PERIOD	$	6,242	320

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

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Nature of Business

Micron Enviro Systems, Inc., formerly Strathcona Capital Corp (hereinafter "the Company"), was incorporated in January 1998 under the laws of the State of Nevada primarily for the purpose of owning and operating a low cost housing project and acquiring technology related to the recycling of waste oil. Later, the Company redirected its assets to acquiring an existing high tech manufacturing business. In December 1998, the Company acquired the inventory and equipment of a company in receivership (Dustcheck Filters, Inc.). During the year ending September 30, 2000, these assets were sold to a related party.

On May 29, 2001, the Company's board of directors signed a participation agreement to purchase a working interest in an oil and gas well. From the date of this transaction until December 31, 2003, the Company was deemed an oil and gas company in the exploration stage. During the year ended December 31, 2004, the Company determined the purpose of the Company will be to acquire working interests in oil and gas properties and entered operations.

The Company maintains an office in New York, New York, U.S.A. The Company's year-end is December 31.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of Micron Enviro Systems, Inc. is presented to assist in understanding the financial statements. The financial statements and notes are representations of the Company's management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Basis of Presentation

The financial statements and accompanying notes are prepared in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of operations. Examples include estimates of loss contingencies, including legal risks and exposures, valuation of stock-based compensation; the potential outcome of future tax consequences of events that have been recognized in our financial statements or tax returns; and valuation of derivative instruments. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. These accounts may at times exceed federally insured limits. The Company has not experienced any losses on such accounts. As of December 31, 2010, there were no cash balances in excess of federally insured limits.

Fair Value of Financial Instruments

The Company's financial instruments as defined by Statement of Financial Accounting Standards No. 107, "Disclosures about Fair Value of Financial Instruments," include cash, accounts payable, accrued expenses and loans payable. For certain of our financial instruments, including accounts receivable, accounts payable, accrued expenses, interest payable, bank overdraft, advances payable and notes payable, the carrying amounts approximate fair value due to their relatively short maturities.

Deferred Financing Costs

Payments, either in cash or share-based payments, made in connection with the sale of debentures are recorded as deferred debt issuance costs and amortized using the effective interest method over the lives of the related debentures.

Property, Plant & Equipment

Property and equipment are carried at cost and as of December 31, 2010, and consists solely of computer equipment. Depreciation is provided using the straight-line method for financial reporting purposes based on estimated useful lives of three years.

The cost of asset additions and improvements that extend the useful lives of property and equipment are capitalized. Routine maintenance and repair items are charged to current operations. The original cost and accumulated depreciation of asset dispositions are removed from the accounts and any gain or loss is reflected in the statement of operations in the period of disposition.

Income Taxes

An asset and liability approach is used for financial accounting and reporting for income taxes. Deferred income taxes arise from temporary differences between income tax and financial reporting and principally relate to recognition of revenue and expenses in different periods for financial and tax accounting purposes and are measured using currently enacted tax rates and laws. In addition, a deferred tax asset can be generated by net operating loss carryforwards (“NOLs”). If it is more likely than not that some portion or all of a deferred tax asset will not be realized, a valuation allowance is recognized.

Revenue Recognition

The Company recognizes revenues when Products have been considered delivered in accordance with the purchase agreements, collections are reasonably assured and no further obligations exists.

Stock-Based Compensation

Stock-based compensation expense includes the estimated fair value of equity awards vested during the reporting period. The expense for equity awards during the reporting period is determined based upon the grant date fair value of the award and is recognized as expense on the grant date. All shares issued to date for stock-based compensation have vested on the grant date.

Loss Per Share

Basic and diluted net income (loss) per share calculations is presented in accordance with Statement of Financial Accounting Standards (“SFAS”) No. 128, and are calculated on the basis of the weighted average number of common shares outstanding during the period. They include the dilutive effect of common stock equivalents in periods with net income.

Common stock equivalents represent the dilutive effect of the assumed conversion of convertible notes payable and convertible preferred stock, using the “if converted” method, at either the beginning of the respective period presented or the date of issuance, whichever is later, and only if the common stock equivalents are considered dilutive based upon the Company's net income (loss) position at the calculation date. Common stock equivalents also include the effect of the exercise of outstanding warrants using the treasury stock method, at either the beginning of the respective period presented or the date of issuance, whichever is later, and only if the warrants are considered dilutive based upon the exercise price of the warrants and the average trading price of the stock during the period. All common stock equivalents were considered anti-dilutive for the year ended December 31, 2010.

Recently issued accounting pronouncements

In March, 2008, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 161, “Disclosures about Derivative Instruments and Hedging Activities—an amendment of FASB Statement No. 133.” The use and complexity of derivative instruments and hedging activities have increased significantly over the past several years. Constituents have expressed concerns that the existing disclosure requirements in FASB Statement No. 133, Accounting for Derivative Instruments and Hedging Activities, do not provide adequate information about how derivative and hedging activities affect an entity’s financial position, financial performance, and cash flows. Accordingly, this Statement requires enhanced disclosures about an entity’s derivative and hedging activities and thereby improves the transparency of financial reporting. This Statement is effective for financial statements issued for fiscal years and interim periods beginning after November 15, 2008, with early application encouraged. This Statement encourages, but does not require, comparative disclosures for earlier periods at initial adoption. Management has not determined the effect that adopting this statement would have on the Company’s financial condition or results of operation.

In December, 2007, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 160, “Non-controlling Interests in Consolidated Financial Statements—an amendment of ARB No. 51.” The objective of this Statement is to improve the relevance, comparability, and transparency of the financial information that a reporting entity is required to provide for minority and non-controlling interests on its consolidated financial statements. This Statement is effective for fiscal years, and interim periods within those fiscal years, beginning on or after December 15, 2008 (that is, January 1, 2009, for entities with calendar year-ends). Earlier adoption is prohibited. The effective date of this Statement is the same as that of the related Statement 141(R). Management has not determined the effect that adopting this statement would have on the Company’s financial condition or results of operation.

In February, 2007, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 159, “The Fair Value Option for Financial Assets and Financial Liabilities – Including an amendment of FASB Statement No. 115” (hereinafter SFAS No. 159”). This statement permits entities to choose to measure many financial instruments and certain other items at fair value. The objective is to improve financial reporting by providing entities with the opportunity to mitigate volatility in reported earnings caused by measuring related assets and liabilities differently without having to apply complex hedge accounting provisions. This Statement is expected to expand the use of fair value measurement, which is consistent with the Board’s long-term measurement objectives for accounting for financial instruments. This statement is effective as of the beginning of an entity’s first fiscal year that begins after November 15, 2007, although earlier adoption is permitted. Management has not determined the effect that adopting this statement would have on the Company’s financial condition or results of operation.

In June 2008, the FASB ratified EITF Issue 07-5, "Determining Whether an Instrument (or Embedded Feature) Is Indexed to an Entity's Own Stock" ("EITF 07-5"). Paragraph 11(a) of Statement of Financial Accounting Standard No 133, Accounting for Derivatives and Hedging Activities ("SFAS 133") specifies that a contract that would otherwise meet the definition of a derivative, but is both (a) indexed our own stock and (b) classified in stockholders' equity in the statement of financial position would not be considered a derivative financial instrument. EITF 07-5 provides a new two-step model to be applied in determining whether a financial instrument or an embedded feature is indexed to an issuer's own stock, including evaluating the instrument's contingent exercise and settlement provisions, and thus able to qualify for the SFAS 133 paragraph 11(a) scope exception. It also clarifies the impact of foreign-currency-denominated strike prices and market-based employee stock option valuation instruments on the evaluation. EITF 07-5 will be effective for the first annual reporting period beginning after December 15, 2008, and early adoption is prohibited. Micron evaluated all of its financial instruments and determined that none of its instruments outstanding as of December 31, 2008 are impacted by this EITF.

Derivative Instruments

The Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 133 (hereinafter "SFAS No. 133"), "Accounting for Derivative Instruments and Hedging Activities," as amended by SFAS No. 137, "Accounting for Derivative Instruments and Hedging Activities-Deferral of the Effective Date of FASB No. 133", and SFAS No. 138, "Accounting for Certain Derivative Instruments and Certain Hedging Activities," SFAS No. 149, "Amendment of Statement 133 on Derivative Instruments and Hedging Activities," and SFAS No. 155, "Accounting for Certain Hybrid Financial Instruments, an Amendment of FASB Standards No. 133 and 140." These statements establish and clarify accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and for hedging activities. They require that an entity recognize all derivatives as either assets or liabilities in the balance sheet and measure those instruments at fair value. If certain conditions are met, a derivative may be specifically designated as a hedge, the objective of which is to match the timing of gain or loss recognition on the hedging derivative with the recognition of (i) the changes in the fair value of the hedged asset or liability that are attributable to the hedged risk or (ii) the earnings effect of the hedged forecasted transaction. For a derivative not designated as a hedging instrument, the gain or loss is recognized in income in the period of change. Historically, the Company has not entered into derivatives contracts to hedge existing risks or for speculative purposes.

Environmental Remediation and Compliance

Expenditures for ongoing compliance with environmental regulations that relate to current operations are expensed or capitalized as appropriate. Expenditures resulting from the remediation of existing conditions caused by past operations that do not contribute to future revenue generations are expensed. Liabilities are recognized when environmental assessments indicate that remediation efforts are probable and the costs can be reasonably estimated.

Estimates of such liabilities are based upon currently available facts, existing technology and presently enacted laws and regulations taking into consideration the likely effects of inflation and other societal and economic factors, and include estimates of associated legal costs. These amounts also reflect prior experience in remediating contaminated sites, other companies' clean-up experience and data released by The Environmental Protection Agency or other organizations. Such estimates are by their nature imprecise and can be expected to be revised over time because of changes in government regulations, operations, technology and inflation. Recoveries are evaluated separately from the liability and, when recovery is assured, the Company records and report an asset separately from the associated liability. At December 31, 2008 and 2007, the Company had no accrued liabilities for compliance with environmental regulations.

Foreign Currency Translation Gains/Losses

The Company has adopted Financial Accounting Standard No. 52. Monetary assets and liabilities denominated in foreign currencies are translated into United States dollars at rates of exchange in effect at the balance sheet date. Gains or losses are included in income for the year, except gains or losses relating to long-term debt which are deferred and amortized over the remaining term of the debt. Non-monetary assets, liabilities and items recorded in income arising from transactions denominated in foreign currencies are translated at rates of exchange in effect at the date of the transaction. The Company's functional currency is the U.S. dollar.

Impaired Asset Policy

The Company adopted Statement of Financial Accounting Standards No. 144, "Accounting for Impairment of Disposal of Long-Lived Assets." In complying with this standard, the Company reviews its long-lived assets quarterly to determine if any events or changes in circumstances have transpired which indicate that the carrying value of its assets may not be recoverable. The Company determines impairment by comparing the undiscounted future cash flows estimated to be generated by its assets to their respective carrying amount whenever events or changes in circumstances indicate that an asset may not be recoverable. On November 27, 2007, the Company sold all of its impaired or abandoned properties to a related party for $250,000.

Oil and Gas Properties

The Company uses the successful efforts method of accounting for oil and gas producing activities. Costs to acquire mineral interests in oil and gas properties, to drill and equip exploratory wells that find proved reserves, and to drill and equip development wells are capitalized. Costs to drill exploratory wells that do not find proved reserves, geological and geophysical costs, and costs of carrying and retaining unproved properties are expensed.

Unproved oil and gas properties that are individually significant are periodically assessed for impairment of value and a loss is recognized at the time of impairment. Capitalized costs of producing oil and gas properties, after considering estimated dismantlement and abandonment costs and estimated salvage values, are depleted using the units-of-production method.

On the sale or retirement of a complete unit of a proven property, the cost and related accumulated depreciation, depletion, and amortization are eliminated from the property accounts, and the resultant gain or loss is recognized. On the retirement or sale of a partial unit of proven property, the cost is charged to accumulated depreciation, depletion, and amortization with a resulting gain or loss recognized in income.

On the sale of an entire interest in an unproved property for cash or cash equivalent, gain or loss on the sale is recognized, taking into consideration the amount of any unrecorded impairment if the property had been assessed individually. If a partial interest in an unproved property is sold, the amount received is treated as a reduction of the cost of the interest retained.

NOTE 3 – CONVERTIBLE DEBENTURES

On July 20, 2010, the Company entered into a secured convertible promissory note agreement with Bridgewater Capital Ltd. in the principal amount of $6,000.00. The Notes became due on January 20, 2011.

The Notes carried an interest rate of 10% and a maturity date of January 20, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0005.

On July 20, 2010, the Company issued Bridgewater Capital Ltd. 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.01. The Warrants expire on July 20, 2015.

On August 26, 2010, the Company entered into a secured convertible promissory note agreement with Bridgewater Capital Ltd. in the principal amount of $3,600.00. The Notes become due on February 26, 2011.

The Notes carried an interest rate of 10% and a maturity date of February 26, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0005.

On August 26, 2010, the Company issued Bridgewater Capital Ltd. 3,600,000 warrants to purchase the Company's common stock at an exercise price of $0.01. The Warrants expire on August 26, 2015.

On October 18, 2010, the Company entered into a secured convertible promissory note agreement with Bridgewater Capital Ltd. in the principal amount of $3,000.00. The Notes became due on April 18, 2011.

The Notes carried an interest rate of 10% and a maturity date of April 18, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0005.

On October 18, 2010, the Company issued Bridgewater Capital Ltd. 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.001. The Warrants expire on October 18, 2015.

On November 15, 2010, the Company entered into a secured convertible promissory note agreement with Bridgewater Capital Ltd. in the principal amount of $3,000.00. The Notes became due on May 18, 2011.

The Notes carried an interest rate of 10% and a maturity date of May 18, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0005.

On November 15, 2010, the Company issued Bridgewater Capital Ltd. 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.001. The Warrants expire on November 15, 2015.

On December 17, 2010, the Company entered into a secured convertible promissory note agreement with Clio General, SA in the principal amount of $12,000.00. The Notes became due on June 17, 2011. The Company issued twenty-five million (25,000,000) restricted shares of common stock to Clio General, SA as additional consideration.

The Notes carried an interest rate of 10% and a maturity date of June 17, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0003.

On December 17, 2010, the Company issued Clio General, SA 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.0001. The Warrants expire on December 17, 2015.

On May 1, 2011, the Company entered into a secured convertible promissory note agreement with Bridgewater Capital Ltd. in the principal amount of $3,600.00. The Notes become due on November 1, 2011.

The Notes carried an interest rate of 10% and a maturity date of November 1, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0002.

On May 1, 2011, the Company issued Bridgewater Capital Ltd. 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.001. The Warrants expire on May 1, 2016.

On May 1, 2011, the Company entered into a secured convertible promissory note agreement with Clio General, SA in the principal amount of $3,600.00. The Notes become due on November 1, 2011.

The Notes carried an interest rate of 10% and a maturity date of November 1, 2011. The notes were convertible into our common shares at a fixed conversion price of $0.0002.

On May 1, 2011, the Company issued Clio General, SA 5,000,000 warrants to purchase the Company's common stock at an exercise price of $0.0001. The Warrants expire on May 1, 2016.

The Company evaluated the convertible debentures under SFAS No. 133 "Accounting for Derivatives" and EITF 00-19 "Accounting for Derivative Financial Instruments Indexed to and Potentially Settled in a Company's Own Stock". The Company determined that the convertible debentures contained no embedded derivative for the conversion option. These notes payable are due on demand. We are not making payments on any of these notes.

NOTE 4 – STOCKHOLDERS EQUITY

Common Stock

On November 15, 2007, The Company amended its Articles of Incorporation to amend its authorized shares to the following:

	Number of authorized shares
Common stock	1,800,000,000
Total authorized shares	1,800,000,000