

Cal Bay International Inc. (CBYI)

OTC Pink Basic Disclosure Guidelines

Quarterly Report Period Ending 6/30/2013

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.

Currently	CAL BAY INTERNATIONAL INC.	PRESENT
F/K/A	CAL-BAY CONTROLS, INC.	03/08/2001
F/K/A	VAR-JAZZ ENTERTAINMENT, INC.	12/08/1998

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 2400 N. TENAYA WAY, LAS VEGAS, NV 89128

Phone: 858-663-4237

Email: CEO@CALBAYINTERNATIONAL.NET

Website(s): CALBAYINTERNATIONAL.NET / CAMBERTIRE.COM

IR Contact

Any IR Questions should be sent via email at ceo@calbayinternational.net

Phone: 949-375-3208

3) Security Information

COMMON STOCK

Trading Symbol: CBYI

Exact title and class of securities outstanding: Common Stock

CUSIP: 12802P307

Par or Stated Value: .001

Total shares authorized: 4,000,000,000 as of: 9/12/2013

Total shares outstanding: 3,112,000,000 as of: 9/12/2013

Common stock - The shares of common stock presently outstanding, and any shares of common stock issued upon exercise of stock options and/or warrants, will be fully paid and non-assessable. Each holder of common stock is entitled to one vote for each share owned on all matters voted on by shareholders, and a majority vote is required for all actions to be taken by shareholders, with the exception that a plurality is required for the election of directors. The common stock has no preemptive rights, no cumulative voting rights, and no redemption, sinking fund, or conversion provisions. Since the holders of common stock do not have cumulative voting rights, holders of more than 50% of the outstanding shares can elect all directors, and the holders of the remaining shares by themselves cannot elect any directors. Holders of common stock are entitled to receive dividends, if and when declared by the board of directors, out of funds legally available for such purpose, subject to the dividend and liquidation rights of any preferred stock that may then be outstanding.

PREFERRED STOCK CLASS AND INFORMATION

Preferred A

Trading Symbol: CBYI

Total shares authorized: 50,000,000 as of: 9/12/2013

Total shares outstanding: 45,789,384 as of: 9/12/2013

Series A Preferred – 1000 to 1 Voting Power, 1 to 1 Conversion into Common Shares. Full board approval required before conversion. No redemption or sinking fund provisions.

Preferred B

Trading Symbol: CBYI

Total shares authorized: 1,000,000 as of: 9/12/2013

Total shares outstanding: 0 as of: 9/12/2013

Series B Preferred – 1 to 1 voting power, and 1 to 1 conversion. Full board approval required before conversion. No redemption or sinking fund provisions.

Preferred C

Trading Symbol: CBYI

Total shares authorized: 4,000,000 as of: 9/12/2013

Total shares outstanding: 3,261,358 as of: 9/12/2013

Series C Preferred – 1,000,000 to 1 voting power, and 1000 to 1 conversion. Full board approval required before conversion. No redemption or sinking fund provisions.

Transfer Agent

Name: Pacific Stock Transfer

Address 1: 4045 S. Spencer Street Suite #403, Las Vegas, NV, 89119

Address 2: _____

Address 3: _____

Phone: 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:

NONE

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 has a pending acquisition with Camber Tire. The Company is presently undergoing the name change process with FINRA.

At this time the company has no plans for a reverse split.

The Company has reduced it's debt and will continue to do so in an effort to increase shareholder value.

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:

NONE – Although the company does have convertible notes that are listed in the Company Financials. The company will NOT consider 504 financing.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or 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; (SEE BELOW)
- B. Statement of income; (SEE BELOW)
- C. Statement of cash flows; (SEE BELOW)
- D. Financial notes; and (SEE BELOW)
- E. Audit letter, if audited N/A

CAL-BAY INTERNATIONAL, INC AND SUBSIDIARIES
UNAUDITED CONSOLIDATED BALANCE SHEET
(CONDENSED FINANCIAL STATEMENTS)

	6/30/13	3/31/13	12/31/12	12/31/11
ASSETS				
Current Assets				
Checking/Savings	\$ 2,560	\$ 1,718	\$ 2,513	\$ 3,758
Accounts Receivable-Trade				
Investment in Foreign Currency				\$ 130
Total Current Assets	\$ 2,560	\$ 1,718	\$ 2,513	\$ 3,758
PROPERTY & EQUIPMENT				
Residences for Retention	\$ 264,014	\$ 264,014	\$ 264,014	\$ 256,583
Computer and Office Equipment	\$ 18,000	\$ 18,000	\$ 18,000	\$ 20,000
Furniture and Fixtures	\$ 10,000	\$ 10,000	\$ 10,000	\$ 15,000
Vehicles				
(Less) accumulated depreciation				
Total Property & Equipment	\$ 292,014	\$ 292,014	\$ 292,014	\$ 291,583
OTHER ASSETS				
Deposits				
Tax & Insurance Deposit			\$ -	\$ 37
Intellectual Property Patents	\$ 4,000,000	\$ 4,000,000		
Website & Domain	\$ 50,000	\$ 50,000		
Real Estate				
Aspen Cove Resort				
Total Other Assets	\$ 4,050,000	\$ 4,050,000	\$ -	\$ 37
TOTAL ASSETS	\$ 4,344,574	\$ 4,343,732	\$ 294,527	\$ 295,378
LIABILITIES				
CURRENT LIABILITIES				
Accounts Payable	\$ -	\$ -	\$ -	\$ 269,757
Mortgages	\$ -	\$ -	\$ -	\$ 139,794
Total Current Liabilities	\$ -	\$ -	\$ -	\$ 409,551
LONG TERM LIABILITIES				
Loans from Shareholder			\$ 642,948	\$ 642,948
Loans-Others			\$ 777,225	\$ 777,225
Loans-Others	\$ -			\$ 153,544
Convertible Management Debt	\$ 50,000	\$ 50,000	\$ 50,000	
Convertible Consultant Debt	\$ 25,000	\$ 25,000	\$ 25,000	
Convertible Notes	\$ 50,000	\$ 50,000	\$ 50,000	\$ 650,772
Loans from Investors			\$ 288,878	\$ 943,000
Aspen Cove Debt	\$ -	\$ -	\$ -	
Total Long Term Liabilities	\$ 125,000	\$ 125,000	\$ 1,834,051	\$ 3,167,489
Total Liabilities	\$ 125,000	\$ 125,000	\$ 1,834,051	\$ 3,577,040
Stockholder' Equity				
Capital	\$ 29,712,101	\$ 29,712,101	\$ 29,712,101	\$ 29,712,101
Common Stock				
Authorized -4,000,000,000shares				
Issued & Outstanding 1,603,131,200,000	\$ 3,112,000	\$ 3,112,000	\$ 3,112,000	\$ 1,294,862
Preferred Stock, series A				
Authorized-55,000,000 Shares				
Issued & Outstanding 45,879,384	\$ 4,689,495	\$ 4,689,495	\$ 45,879	\$ 45,879
Preferred Stock, series B				
Authorized-1,000,000 Shares				
Issued and Outstanding - None	\$ -	\$ -	\$ -	
Preferres Stock, Series C				
Authorized - 4,000,000				
Issued and Outstanding - 3,261,358	\$ 1,156,243	\$ 1,136,651	\$ 3,261	\$ 3,261
Stock Options	\$ 2,167,000	\$ 2,167,000	\$ 2,167,000	\$ 2,167,000
Retained Earnings	\$ (36,516,103)	\$ (36,497,353)	\$ (36,422,353)	\$ (36,424,787)
Net Income	\$ (18,750)	\$ (18,750)	\$ (75,000)	\$ 2,434
Less Treasury Stock at Cost	\$ (82,412)	\$ (82,412)	\$ (82,412)	\$ (82,412)
Total Equity	\$ 4,219,574	\$ 4,218,732	\$ (1,539,524)	\$ (3,281,662)
TOTAL LIABILITIES AND STOCKHOLDERS EQUITY	\$ 4,344,574	\$ 4,343,732	\$ 294,527	\$ 295,378

CAL-BAY INTERNATIONAL, INC AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENT OF OPERATIONS
Profit Loss
(CONDENSED FINANCIAL STATEMENTS)

	Year To Date	2nd Quarter	1st Quarter	Year End	Year End
	Jan-June 30th 2013	April-June 30th 2013	Jan-Mar 31st 2013	Jan-Dec 2012	Jan-Dec 2011
Ordinary Income/Expense					
Income					
Rental Income	\$ -	\$ -	\$ -	\$ -	\$ 6,540
Commission Income	\$ -	\$ -	\$ -	\$ -	\$ -
Total Income	\$ -	\$ -	\$ -	\$ -	\$ 6,540
Cost of Goods Sold					
Cost of Goods Sold-Sales	\$ -				
Commission Expense	\$ -				
Total Cost of Goods Sold	\$ -	\$ -	\$ -	\$ -	\$ -
Gross Profit	\$ -	\$ -	\$ -	\$ -	\$ 6,540
Expense					
General & Administrative	\$ 25,000	\$ 12,500	\$ 12,500	\$ 50,000.00	\$ 2,506
Professional Fees	\$ 12,500	\$ 6,250	\$ 6,250	\$ 25,000.00	\$ 1,600
Total Expense	\$ 37,500	\$ 18,750	\$ 18,750	\$ 75,000.00	\$ 4,106
Net Ordinary Income	\$ (37,500)	\$ (18,750)	\$ (18,750)	\$ (75,000.00)	\$ 2,434
Net Income (Loss)	\$ (37,500)	\$ (18,750)	\$ (18,750)	\$ (75,000.00)	\$ 2,434

CAL-BAY INTERNATIONAL, INC AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS
(CONDENSED FINANCIAL STATEMENTS)

	6/30/13	3/31/13	12/31/12	12/31/11
OPERATING ACTIVITIES				
Net Income	\$ (18,750)	\$ (18,750)	\$ (75,000)	\$ 2,434
Adjustments to reconcile Net Income to net cash provided by operations:				
Net cash provided by Operating Activities	<u>\$ (18,750)</u>	<u>\$ (18,750)</u>	<u>\$ (75,000)</u>	<u>\$ 2,434</u>
FINANCING ACTIVITIES				
Increase (decrease) in Accounts Payable			\$ (410,376)	\$ 31,930
Increase (decrease) in OfficeEquip/Furniture			\$ (7,000)	\$ 35,000
Intellectual Property Patents		\$ (4,000,000)		
Website & Domain		\$ (50,000)		
Investment in Foreign Currency				
Other Loans		\$ (1,709,051)	\$ (1,333,438)	\$ (777,225)
Net cash provided by Financing Activities	<u>\$ -</u>	<u>\$ (5,759,051)</u>	<u>\$ (1,750,814)</u>	<u>\$ (710,295)</u>
Net cash increase for period	<u>\$ (18,750)</u>	<u>\$ (5,777,801)</u>	<u>\$ (1,825,814)</u>	<u>\$ (707,861)</u>
CASH FLOWS FROM INVESTING ACTIVITIES				
Retention Property			\$ 7,431	
Net Cash provided (used) from Investing Activities	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,431</u>	<u>\$ -</u>
CASH FLOWS FROM FINANCING ACTIVITIES				
Retention Property				
Stock Activity	\$ 19,592	\$ 5,777,006	\$ 1,817,138	\$ 710,295
Net cash provided (used) from Financing Activities	<u>\$ 19,592</u>	<u>\$ 5,777,006</u>	<u>\$ -</u>	<u>\$ 1,817,138</u>
NET INCREASE (DECREASE) IN CASH EQUIVALENTS	<u>\$ 842</u>	<u>\$ (795)</u>	<u>\$ (1,245)</u>	<u>\$ 2,434</u>
Cash at beginning of period	\$ 1,718	\$ 2,513	\$ 3,758	\$ 1,324
Cash at end of period	<u>\$ 2,560</u>	<u>\$ 1,718</u>	<u>\$ 2,513</u>	<u>\$ 3,758</u>

CAL-BAY INTERNATIONAL, INC AND SUBSIDIARIES
Statement of Stockholders' Equity (Deficit) UNAUDITED

	Capital	Stock Option	Treasury Stock	Common Stock	Preferred Stock A	Preferred Stock C	Retained Earnings (Deficit)	Total
Balance December 31, 2008	29,693,637			\$	\$		(35,927,684)	29,712,101
Loss Twelve Months Ended December 31, 2009							(443,107)	(443,107)
Stock Options Ended December 31, 2009		2,167,000						
Common Stock Year Ended December 31, 2009				573,988				573,988
Preferred Stock, series A Year Ended December 31, 2009					46,200			46,200
Preferred Stock, series C Year Ended December 31, 2009						3,261		
Less Treasury Stock at Cost			(82,412)					
Balance January 1, 2010	\$ 29,693,637	\$ 2,167,000	\$ (82,412)	\$ 573,988	\$ 46,200	\$ 3,261	\$ (36,370,791)	\$ (3,969,117)
Profit Twelve Months Ended December 31, 2010							(53,996)	(53,996)
Common Stock Twelve Months Ended December 31, 2010				10,258				10,258
Additional Paid in Capital December 31, 2010	18,464							18,464
Balance January 1, 2011	\$ 29,712,101	\$ 2,167,000	\$ (82,412)	\$ 584,246	\$ 46,200	\$ 3,261	\$ (36,424,787)	\$ (3,994,391)
Profit Twelve Months Ended December 31, 2011							2,434	2,434
Common Stock Issued Twelve Months Ended December 31, 2011				710,616				710,616
Preferred Stock Series A Ended December 31, 2011					(321)			(321)
Balance January 1, 2012	\$ 29,712,101	\$ 2,167,000	\$ (82,412)	\$ 1,294,862	\$ 45,879	\$ 3,261	\$ (36,422,353)	\$ (3,281,662)
Profit Twelve Months Ended December 31, 2012							\$ (75,000)	(75,000)
Common Stock Issued Twelve Months Ended December 31, 2012				1,817,138				1,817,138
Preferred Stock Series A Ended December 31, 2012								
Balance January 1, 2013	\$ 29,712,101	\$ 2,167,000	\$ (82,412)	\$ 3,112,000	\$ 45,879	\$ 3,261	\$ (36,497,353)	\$ (1,539,524)
Profit Three Months Ended March 31, 2013							(18,750)	(18,750)
Common Stock Issued Three Months Ended March 31, 2013								
Preferred Stock Series A Ended March 31, 2013					4,643,616			4,643,616
Preferred Stock Series C Ended March 31, 2013						1,133,390		1,133,390
Balance April 1, 2013	\$ 29,712,101	\$ 2,167,000	\$ (82,412)	\$ 3,112,000	\$ 4,689,495	\$ 1,136,651	\$ (36,516,103)	\$ 4,218,732
Profit Six Months Ended June 30, 2013							(18,750)	(18,750)
Common Stock Issued Six Months Ended June 30, 2013								
Preferred Stock Series A Ended June 30, 2013								
Preferred Stock Series C Ended June 30, 2013						19,592		19,592
Balance July 1, 2013	\$ 29,712,101	\$ 2,167,000	\$ (82,412)	\$ 3,112,000	\$ 4,689,495	\$ 1,156,243	\$ (36,534,853)	\$ 4,219,574

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Cal Bay International Inc.

Notes to Financial Statements through 6/30/2013

NOTE 1 - ORGANIZATION AND DEVELOPMENT OF BUSINESS

Cal Bay International ("The Company") was originally formed in NEVADA in 2001. In 2001, the Company acquired Cal Bay Controls, A Nevada Corporation.

The resulting company changed its name to Cal Bay International, A Nevada Corporation trading on the over the counter or "Pink Sheets" market. The Company is engaged in the acquisition, development, management and sale of Real Property The Company is a development state enterprise since it has not generated significant revenue from the sale of its products from its inception.

The Company has been devoted to following its business plan and increasing brand name awareness. Accordingly the financial statements have been prepared in accordance with the provisions of Statement of Financial Accounting Standard (SFAS) Number 7, "Accounting and Reporting by Development Stage Enterprises".

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America

Use of Estimates: The Company prepares financial statements in conformity with generally accepted accounting standards which requires management to make estimates and assumptions that affect the reported amounts and disclosures. Although these estimates are based on management's knowledge of events and actions it may undertake in the future, actual results may differ from those estimates.

Cash and Cash Equivalents: The Company considers all highly liquid investments with maturities of three months or less when acquired, to be cash equivalents. As of June 30, 2013 management has not made any such investments.

NOTE 3 - NOTES PAYABLE

Notes payable consist of the following:

A non-interest bearing irrevocable promissory note for \$50,000 commencing August 5th, 2012 payable to a non-affiliated company For Your Information Inc. with a one year maturity convertible into shares of common stock.

A non-interest bearing consulting agreement in the amount of \$25,000 commencing on January 1st, 2011 payable to a previous company affiliate with a one year maturity convertible into shares of common stock.

A non-interest bearing note for \$50,000 commencing January 1st, 2011 for Management Consulting payable to a previous company affiliate with a one year maturity convertible into shares of common stock.

NOTE 4 - INCOME TAX

The Company is subject to Federal Corporate Income Tax.

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 company has transitioned into a technology based holdings company with the primary objective within the automotive / transportation / vehicular industry. The company may consider other areas for acquisitions in the future.

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

Nevada

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

5014 – Tires and Tubes

D. the issuer's fiscal year end date;

December 31st

E. principal products or services, and their markets;

The company markets tires and several other patented / patent pending technologies. Current markets are both individual consumer and automakers on a worldwide scale.

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 Management of CBYI has signed a lease at 2400 Tenaya Way in Las Vegas Nevada. This location has multiple offices and mainly serves as a place to hold board meetings to discuss company affairs.

The company is planning to relocate soon to locations in the states of California and Pennsylvania.

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.

Larson Coleman – Acting CEO, President, Secretary, and Treasurer
Business Address – 2400 N. Tenaya Way, Las Vegas, NV, 89128

Mr. Coleman has a vast business background. After studying business in the United Kingdom Mr. Coleman embarked on a fellowship in Scandinavia where he helped to start up several Real Estate Development Companies. Upon the sale of his portfolio Mr. Coleman decided to reside in America, and had acted as a consultant for several development stage companies. He sees Cal Bay as a perfect fit because of his Mergers and Acquisitions. His willingness to embrace new technologies and theories have assisted in his plans to expand Cal Bay.

Roger Pawson – A Control Position by way of preferred stock holdings.

Mr. Pawson was one of the founding members of Cal Bay and saw it reach values in excess of 60 Million Dollars.

- 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);

NONE

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;

NONE

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

NONE

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

- 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.

Roger E Pawson

Stock Beneficially Owned: three million shares of preferred stock

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

Name:

Firm: Alex & Gaxiola, P.C.

Address 1: 1717 East Bell Road, AZ, 85022

Accountant or Auditor

Name: N/A

Investor Relations Consultant

Name: N/A

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, Larson Coleman certify that:

1. I have reviewed this Quarterly Report of Cal Bay International;
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.

9/12/13 [Date]

/s/ Larson Coleman [CEO's Signature]

Acting CEO, President