

EKO INTERNATIONAL CORP.

Initial Company Information and Disclosure Statement

Part A General Company Information

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

The name of the issuer is EKO INTERNATIONAL CORP.

From inception on May 24, 2007 until December 12, 2007, the name of the issuer was Tomorrow's Morning, Inc. The name was changed to EKO International Corp. on December 13, 2007.

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

EKO International Corp.'s principal executive office is located at:

855 Brant Street, Burlington, Ontario, Canada, L7R 2J6

i. Telephone Number 289-288-0447 X303 Fax Number – 289-288-0449

ii. www.ekointernational.com/

iii. There is no person responsible for investor relations at this time. Shareholders and prospective investors may contact the company directly with investor relations questions at the contact information above.

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

The issuer was incorporated on May 24, 2007 in the state of Delaware, as "Tomorrow's Morning, Inc." It changed its name to the current name, EKO International Corp., on December 13, 2007.

Delaware remains the jurisdiction of incorporation and domicile of the issuer.

Part B Share Structure

Item 4 The exact title and class of securities outstanding.

	Common Stock	Preferred Stock
Security Symbol:	EKNL	[n/a]
CUSIP Number:	268554201	[none]

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

A. *Par or Stated Value.*

1,000,000,000 Authorized Common Shares having a par value is \$.0001 per share.

1,000,000 Authorized Preferred Shares having a par value of \$.0001 per share.

B. *Common or Preferred Stock.*

1. Common Stock.

The Common Stock shall have no dividend or pre-emption rights.

The Common Stock shall have voting rights such that each share of Common stock duly authorized, issued and outstanding shall entitle its holder to one vote.

The affirmative vote of a majority of all the votes entitled to be cast on any matter shall be sufficient, valid and effective, after due authorization, approval or advice of such action by the Board of Directors, as required by law, to approve and authorize the following acts of the Corporation:

- (i) any amendment of the Certificate of Incorporation;
- (ii) the merger of the Corporation into another corporation or the merger of one or more other corporations into the Corporation;
- (iii) the sale, lease, exchange or other transfer of all, or substantially all, of the property and assets of the Corporation, including its goodwill and franchises;
- (iv) the participation by the Corporation in a share exchange (as defined in Delaware General Corporation Law); and
- (v) the voluntary or involuntary liquidation, dissolution or winding-up of or the revocation of any such proceedings relating to the Corporation.

2. Preferred Stock. The Preferred Stock shall have no dividend, conversion or liquidation rights and no redemption provisions.

The Preferred Stock is established as series of Preferred Stock of the Corporation designated "Series A Preferred Stock". The number of shares of this series of Preferred Stock shall be 1,000,000 shares, and have a par value .0001. The Series A Preferred shares shall have voting rights equal to 100,000 votes per share, and furthermore that the holders of the Series A Preferred shares have the right to elect the majority of the Directors of the Board of the Company and, to the extent allowed by the General Corporation Law of Delaware, to further amend the Articles of Incorporation as necessary to ensure the furtherance of the Company and its operations.

3. Other material rights of common or preferred stockholders.

None

4. Provision in the issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

None

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

<u>Period End Date</u>	<u>December 31, 2011</u>	<u>December 31, 2010</u>
<u>Common Shares</u>		
Period End Date	December 31, 2011	December 31, 2010
Number of Shares authorized	1,000,000,000	1,000,000,000
Number of Shares outstanding	28,756,746	12,756,746
Freely Tradable Shares (public float)	10,153,136	10,153,479
Total No. of Beneficial Shareholders	appx.150	appx. 150
Total No. of Shareholders of Record	99	96
<u>Preferred Shares</u>		
Period End Date	December 31, 2011	December 31, 2010
Number of Shares authorized	1,000,000	1,000,000
Number of Shares outstanding	0	0
Freely Tradable Shares (public float)	0	0
Total No. of Beneficial Shareholders	0	0
Total No. of Shareholders of Record	0	0

Item 7 The name and address of the transfer agent.

Columbia Stock Transfer Company
601 E. Seltice Way, Suite 202
Post Falls, ID 83854
Telephone Number – 208-664-3544

Columbia Stock Transfer Company is registered under the Exchange Act and its appropriate regulatory authority is the U.S. Securities and Exchange Commission.

Part C Business Information

Item 8 The nature of the issuer's business.

A. Business Development

1. The issuer is a corporation.
2. The issuer was incorporated May 24th 2007.
3. The issuer's fiscal year end is December 31.
4. While the issuer has never been in bankruptcy, receivership or similar proceeding, it did merge, on June 6, 2007, with a California corporation named "Tomorrow's Morning, Inc." (the same name as the issuer at the time of merger), which, prior to the merger with the issuer, was abandoned by its directors and was re-organized by a court order issued on February 27, 2007 by the Supreme Court of the State of California, County of Sacramento. The California corporation was the non-surviving entity in the merger with the issuer, while the issuer was the surviving entity.
5. Material reclassifications, mergers, consolidations or purchase or sale of a significant amount of assets:
 - (i) A merger between Tomorrow's Morning Inc. (California) and the issuer took effect on June 6, 2007, with the California corporation as the non-surviving entity and the issuer as the surviving entity. The directors and shareholders of both the California company and the Issuer determined that the financial and technical resources of the Issuer could reorganize the merged entity to become a more productive, more viable and improved business.
 - (ii) On September 2, 2010 at a Special Meeting of the Shareholders, the shareholders voted approval of a transaction whereby the business of the corporation's subsidiary, 2159697 Ontario Inc (formerly "EKO Canada Corp."), would be split off from the Issuer.

Reasons for the Transaction

The directors of the issuer determined it was in the best interests of the shareholders of the Issuer to split off its wholly owned subsidiary, 2157697 Ontario Inc., formerly EKO Canada Corp. (the “Subsidiary”) and provide the shareholders of the Issuer with the opportunity to become either direct shareholders of the Subsidiary through a share exchange, or to remain shareholders of the Issuer. The Subsidiary would operate as a Canadian Controlled Private Corporation (“CCPC”), while the Issuer remained a public corporation of the State of Delaware.

The Issuer concluded that the split-off is in the best interests of the Issuer, the Subsidiary’s business and the Issuer’s stockholders, because:

- * As an independent company the Subsidiary would be better able to pursue business with its customers;
- * It would provide management in both companies with increased strategic flexibility and decision-making power, including the ability to manage product portfolios over the long-term based on each company’s own strategic objectives;
- * Having two separate companies would enable the financial markets and investors to evaluate each company more effectively, thereby maximizing stockholder value over the long term for both the Issuer and the Subsidiary;
- * Separate management and ownership structures would provide incentives to management teams with different strategic focus along with direct accountability of the Subsidiary’s team to its investors; and
- * There are significant benefits with respect to taxation and incentive programs, as well as for Canadian shareholders through a capital gains exemption program for CCPCs.

Description of the Transaction

To achieve the goal of splitting off the business of the Subsidiary from the Issuer, the Issuer’s Board of Directors proposed an “all or nothing” exchange, whereby Shareholders of the Issuer would have the option either to exchange all of their shares on a one-for-one basis for shares in the Subsidiary, or to exchange none of them and remain shareholders of the Issuer.

The structure of the transaction was as follows:

*The Issuer owed the Subsidiary \$1,418,387 (the “Inter-company Debt”).

I. A private – not public - Canadian corporation (“Newco”) known as a CCPC (Canadian Controlled Private Corporation) was formed and each shareholder that elected to move to Newco was issued shares in Newco equal to the number of shares such shareholder has in the Issuer.

II. Simultaneously with step one, the Issuer transferred all of its shares in the Subsidiary to Newco. Newco issued a note payable to the Corporation in the amount of \$1,418,387 (the “Purchase Money Debt”), as consideration for the shares in the Subsidiary. Newco also issued to the Issuer 1 share of Newco.

III. Simultaneously with steps one and two, the shareholders that chose to move to Newco returned their shares in the Issuer to the Issuer.

IV. After the first three steps were completed, the Subsidiary was wholly owned by Newco; Newco was wholly owned by the shareholders that elected to move to Newco (and by the Issuer as the holder of 1 share); and the Issuer was wholly owned by the shareholders that elected to remain with the Issuer.

V. Finally, the Subsidiary and Newco came together (called “amalgamating” in Canada and “consolidating” in the United States) to form a new Canadian controlled private corporation (CCPC) (“Amalgco”).

VI. Amalgco offset the Purchase Money Debt owing to the Issuer (see 2 above) with the Inter-company Debt owing from the Issuer to the Subsidiary in the amount of \$1,418,387.

VII. After the close of the transaction Inter-company Debt owed by the Issuer to the Subsidiary was offset by the Purchase Money Debt owed by Amalgco to the Issuer, neither company owed the other any amount of money.

VIII. Shareholders representing 94.5% of the Issuer’s outstanding common shares, participated in the exchange and became shareholders of Newco. This reduced the number of shares outstanding of the Issuer by 218,262,912, from 231,019,658 to 12,756,746.

6. There are no defaults on any notes, loans, leases or other indebtedness or financing arrangements.

7. Changes of control:

A change of control took place upon the completion of the split off transaction disclosed above under Item 8(A)(5)(ii).

Included in the 218,240,988 shares of the Issuer cancelled upon the completion of the split off transaction were the following:

Robert Leadley a Director and the Chief Executive Officer of the Issuer held:
43,256,870 common shares of the Issuer before the transaction and NONE after

Casey Bruyns a Director and the Chief Financial Officer of the Issuer held:
43,256,870 common shares of the Issuer before the transaction and NONE after,

Edgar Warkentin a Director and the Secretary of the Issuer held:
9,217,000 common share of the Issuer before the transaction and NONE after

Alan Strickland, a significant shareholder of the Issuer held:
43,176,870 common shares of the Issuer before the transaction and NONE after,

Because of the number of shares cancelled in the split-off transaction, the following two existing shareholders became controlling shareholders with their existing shares:

Lee Ting held 5,000,000 common shares of the Issuer before the transaction (which represented 2.2% ownership of the issuer) and 5,000,000 shares after the split-off, representing 39.2% ownership of the issuer.

Rocky DiBenedetto held 5,000,000 common shares of the Issuer before the transaction (which represented 2.2% ownership of the issuer) and 5,000,000 after the split-off, representing 39.2% ownership of the issuer.

Saileshwar Rao Narayan was nominated as the only member of the Board of Directors of the Issuer and beneficially controlled 300,000 shares of the Issuer both before and after the transaction.

8. Please see our disclosure regarding the acquisition of 2200525 Ontario Corp. under Item 8(A)(9)(iii) below.

The issued and outstanding common shares of the Issuer was increased by 16,000,000 shares for the acquisition of 2200525 Ontario Corp.

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

(i) Please see our disclosures regarding the merger of June 6, 2007 under Items 8(A)(4) and (5) above.

(ii) Please see our disclosures regarding the disposition of our former subsidiary 2159697 Ontario Inc. under Items 8(A)(5) and (7) above.

(iii) The issuer acquired 2200525 Ontario Corp. for 16,000,000 common shares on December 3rd, 2010. It is noted here that the shares, which were due as a result of this transaction in December 2010, were not issued until November 2011.

This subsidiary was acquired for the purpose of holding Canadian assets and because it already owned Canadian assets that could be converted to cash and the Issuer was able to acquire it for stock, it was deemed to be in the best interests of the shareholders of the Issuer to make this acquisition.

10. The issuer is not aware of any of its securities having been delisted by any securities exchange or deleted from the OTC Bulletin Board. The issuer filed a Form 15 with the SEC on April 7, 2008 to change its status from reporting issuer to non reporting issuer.

11. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer at this time.

There are no current, past or pending trading suspensions by a securities regulator.

B. Business of Issuer

The issuer is a holding company actively engaged in evaluating opportunities to acquire and/or establish active businesses. The issuer is also currently in the process of developing its existing subsidiary businesses.

1. While the issuer is a holding company, the issuer's primary SIC Code is 3341 (Secondary Smelting & Refining of Non-Ferrous Metals), based on the activity of its wholly-owned subsidiary Envirometals Corp.
 2. The issuer is a development stage company.
 3. The issuer has never been, and is not now, a shell company as defined by Securities Act Rule 405.
 4. The issuer owns 100% of Envirometals Corp. which is developing its original plan to process and sell scrap metal cuttings sourced from metal working businesses.
- The issuer also owns 100% of 2200525 Ontario Corp. which owns a mortgage and a building lot. The company intends to sell these assets to raise cash for operations.
5. Any of the businesses owned by the issuer will be required to operate in compliance with government regulations affecting their operations. To the extent that regulations change from time to time, the businesses will be affected.
 6. No amount has been spent on research and development in the last two fiscal years.
 7. Any material costs and effects of compliance with environmental laws will be disclosed as the issuer becomes aware of them. At this time, these matters are not of a material nature.
 8. The company currently has no employees. The current management team spends approximately 20 hours per week implementing the Issuer's business model and business plan as well as sourcing and negotiating with potential commissioned employees.

Item 9 The nature of products or services offered.

The issuer is a holding company, with two wholly-owned development stage subsidiaries.

Subsidiary 1 –

2200525 Ontario Corp. is being developed to conduct the business of the issuer in Canada and to hold all of its Canadian assets. Currently the assets owned consist of:

1. A first mortgage of \$38,000 registered on a building lot in Wainfleet, Ontario, Canada; and
2. Ownership of a building lot valued at \$143,000 located in Fonthill, Ontario, Canada

Subsidiary 2 – Envirometals Corp.

A) Envirometals will process, market and sell scrap metal processing equipment and process scrap metal produced by metal working plants.

B) Clients will be sourced by commissioned representatives.

C) Envirometals anticipates servicing clients by the end of the first quarter of FY2012 by utilizing rented facilities and by utilizing subcontracts to operate its equipment in facilities provided by the subcontractors.

D) The competition in the processing of metal scrap is buying scrap at competitive prices. Envirometals processes scrap by compacting loose scrap into dense brickettes thereby adding value. This model gives Envirometals a significant competitive edge over scrap dealers that just buy and sell scrap.

E) Suppliers of scrap are scrap dealers and manufacturers of metal parts. These sources typically try to get the best prices for their scrap. Envirometals is entering this business with a value added processing ability and only requires a small percentage of the multi-billion dollar market to be viable.

There are numerous large, medium and small scrap dealers and scrap producers. Envirometals will not need to depend on a few large suppliers.

F) Envirometals does not anticipate reliance or dependence on just a few major clients or customers, as the industry is exceedingly disbursed, with metal treated as a commodity in many respects. Commissioned representatives will be expected to provide a diverse number of clients. The company currently does not have any clients or customers, as it has not begun operations.

G) Envirometals will utilize proprietary know-how to manufacture equipment and process scrap. It has negotiated rights from the developers of the technology. There are no other patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts involved in its business.

H) Standard manufacturing and processing approvals are required to set up and expand facilities. These include the meeting of building and labour codes and appropriate business licenses.

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

At this time the issuer is utilizing office and communication facilities provided by a director and the issuer has no lease obligations. The equipment owned by Environmetals Inc. is set up for operations at a facility at no cost to the issuer. The equipment consists of a metal compactor known as an EKO Bullet Mill

Part D Management Structure and Financial Information

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

A. Officers and Directors.

The issuer has two persons who hold all officer and director positions.

Rocky DiBenedetto

1. Name - Rocky DiBenedetto – Director/President of the Issuer;
2. Business Address - 855 Brant Street, Burlington, Ontario, Canada, L7R 2J6
3. Employment history:

July 26 2011 -Present
Mcrae Integration,116A Galaxy Blvd.,Etobicoke, ON, Canada, M9W 4Y6
Electrical Dept. Manager
Project planning, personnel oversight, purchasing, customer relations

Sept 1 2004 - July 25 2011
Linfield Electric, 826849 Township Road 8,Drumbo, ON, Canada N0J 1G0
Electrician/Foreman
Job oversight, project planning
4. No Board memberships and other affiliations;
5. There is no compensation arrangement with the issuer at this time; and
6. Beneficial Owner of 7,650,094 common shares of the issuer.

Rocco DiBenedetto

1. Name - Rocco DiBenedetto – Director/Secretary/Treasurer of the Issuer.
2. Business Address - 855 Brant Street, Burlington, Ontario, Canada, L7R 2J6
3. Employed by Assured Mortgage services since 2006 as a commissioned mortgage agent in the Province of Ontario, Canada.
4. Director of Bryn Resources Inc. (OTC: BRYN).
5. There is no compensation arrangement with the issuer at this time; and
6. Does not beneficially own any shares of the issuer at this time.

B. Legal/Disciplinary History For Both Members of Management.

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. Disclosure of Family Relationships.

Rocky DiBenedetto - Director/President:

- owns 7,650,000 shares representing 26.6% of the common shares of the Issuer.

- is brother to Bethany Lennea – owner of 2,650,000 shares representing 9.22% of the common shares of the Issuer
- is son to Rocco DiBenedetto – Director/Secretary of the Issuer

D. Disclosure of Related Party Transactions.

On December 3, 2010, the issuer agreed to acquire all of the shares of 2200525 Ontario Corp. in exchange 16,000,000 common shares of the Issuer.

The 10 shareholders of 2200525 Ontario Corp. received the 16,000,000 proportionate to their holdings of 2200525 Ontario Corp. Shares.

7 of the 10 shareholders each received 1,350,000 common shares representing less than 5% of the Issuer's issued and outstanding common shares.

Rocky DiBenedetto received 2,650,000 common shares representing 9.2%
Bethany Leanny received 2,650,000 common shares representing 9.2%
Lee Ting received 2,600,000 common shares representing 9.0%

The value of 2200525 was determined to be \$181,346, based upon the face value of mortgages held by 2200525 Ontario Corp.

The common shares were not issued until November 11, 2011.

Rocky DiBenedetto who became a director in June of 2011 received 2,650,000 shares as his portion pro rata with the other shareholders of 2200525 Ontario Corp.

Bethany Lennea, sister to Rocky DiBenedetto, received 2,650,000 shares pro rata with the other shareholders.

E. There are no areas of Conflicts of Interest for any executive officer or director with competing professional or personal interests at this time.

Items 12 and 13 Financial information for the issuer's most recent fiscal period and two preceeding full fiscal years.

The EKO International Corp. unaudited Financial Statements for the quarter ended September 30, 2011, and fiscal years-ending December 31, 2010 and December 31, 2009 are incorporated by reference, as follows:

OTC Disclosure & News Service

Publish Date	Report Title	Period End Date
Nov. 30, 2011	Annual Report	Dec. 31, 2010 and Dec. 31, 2009
Nov. 30, 2011	Quarterly Report	Sept. 30, 2011

Item 14 Beneficial Owners of 5% or more of any class of shares.

<u>Name</u>	<u>Address</u>	<u>No. of Common Shares</u>	<u>% of Common Owned</u>
ROCKY DIBENEDETTO	c/o the issuer	7,650,000	26.60%
AGNES L TING	c/o the issuer	2,600,000	9.04 %
BETHANY LENNEA	c/o the issuer	2,650,000	9.22%

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

1. Investment Banker
None

2. Promoters
None

3. Counsel

General and/or Corporate Counsel: None

Special Counsel Retained for "Current Information" Opinion Letters:

ASG Law Offices
4640 Admiralty Way, Suite 500
Marina del Rey, CA 90292
Phone: (310) 594-5955

4. Accountant or Auditor

Auditor: None

Outside accountant retained to prepare unaudited financial statements:

Jones & Associates – Chartered Accountants
453 St. Paul
Brantford, ON, Canada
Phone: (519) 756-2680

5. Public Relations Consultant(s)
None at this time.

6. Investor Relations Consultant
None at this time.

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

None.

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

A. Plan of Operation.

1. The Issuer's plan of operation for the next twelve months.

i. The directors of the issuer will provide the funds to satisfy the cash requirements for the next twelve months. The basic administration expenses required by the Issuer in 2012 is expected to be about \$25,000. The Issuer expects that sufficient cash flow will be generated by operations to meet any debt obligations that may be incurred for expansion purposes.

ii. The issuer is finalizing its plans for launching a marketing program for the services provided through its subsidiary Envirometals.

iii. The issues does not expect any significant expenditures in the near term; and

iv. The issuer expects to employ up to 10 new employees within the next six months.

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

As the issuer had revenues in FY2009, this section is not applicable.

C. Off-Balance Sheet Arrangements.

As of the date of this document, EKO International corporation does not have any off balance sheet arrangements.

Part E Issuance History

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

- (i) No private or public offerings of securities were made in the past two years.
- (ii) Shares were cancelled as a result of a split off transaction – see our disclosures under Item 8(A) above.
- (iii) Shares were issued for the acquisition of assets as described below:

<u>Date and Event</u>	<u>No. of Shares Issued</u>	<u>Share Valuation</u>	<u>Restrictions</u>
December 3 rd , 2010 Acquisition of 2200525 Ontario Corp.	16,000,000	\$181,346	Rule 144*

*The shares certificates issued contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) referring to the restrictions on transferability and sale of the shares under the Securities Act.

No shares were issued for services in the past two years.

Part F Exhibits

Item 18 Material Contracts.

A. There are no material contracts not made in the ordinary course of business.

There are no material leases under which a part of the property described in the disclosure statement is held by the issuer.

B. There are no management contracts or any compensatory plans, contracts or arrangements, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (set forth in any formal document or otherwise) with any director or any executive officer of the issuer at this time.

Item 19 Articles of Incorporation and Bylaws.

- A. A copy of the Certificate (Articles) of Incorporation was posted on the OTC Disclosure & News Service on November 7th, 2008, along with the only amendment to the Certificate of Incorporation, both of which we incorporate by reference.
- B. A copy of the Bylaws was posted on the OTC Disclosure & News Service on October 27th, 2008, which we incorporate by reference. No amendments have been made.

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

There were no purchases of equity securities by the issuer or affiliated purchasers since inception.

Item 21 Issuer's Certifications.

I, Rocky DiBenedetto, certify that:

- 1. I have reviewed this initial disclosure statement of EKO International Corp. (EKNL);
- 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.

Date: January 5, 2012

/s/ Rocky DiBenedetto

Rocky DiBenedetto – Director/President

I, Rocco DiBenedetto, certify that:

1. I have reviewed this initial disclosure statement of EKO International Corp. (EKNL);
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.

Date: January 5, 2012

/s/ Rocco DiBenedetto

Rocco DiBenedetto – Director/Secretary