Emaji

"Where Imagination Comes Alive"

QUARTERLY REPORT

FOR THE PERIOD ENDED

SEPTEMBER 30, 2103

Filed November 14, 2013

Emaji, Inc.
8001 Irvine Center Drive, Suite 400
Irvine, California 92618

Emaji, Inc. Quarterly Report

For Quarter Ended 9/30/2013

1) Name of the issuer and its predecessors during the past five years

Emaji, Inc.

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 8001 Irvine Center Drive
Address 2: Suite 400
Address 3: Irvine, CA 92618
Phone: 949-831-3784
Email: bob@emaji.com
Website(s): www.emaji.com

IR Contact
Address 1: 8001 Irvine Center Drive
Address 2: Suite 400
Address 3: Irvine, CA 92618
Phone: 949-831-3784
Email: info@emaji.com
Website(s): www.emaji.com

3) Security Information

Trading Symbol: EMJI
Exact title and class of securities outstanding: Common Stock
CUSIP: 29077P200

Par or Stated Value:	$.00001	
Total common shares authorized:	39,900,000,000	as of: 11/14/13
Total common shares outstanding:	10,384,680,087	as of: 11/14/13
Total common shares non-restricted:	181,318,596	as of: 11/14/13

Additional class of securities (if necessary): Total Preferred Authorized: 100,000,000
Trading Symbol: Not Traded

Exact title and class of securities outstanding: Preferred Stock Class A
CUSIP: N/A

Par or Stated Value:	$.0001	
Total shares authorized:	30,000,000	as of: 11/14/13
Total shares outstanding:	24,000,000	as of: 11/14/13

Additional class of securities (if necessary):
Trading Symbol: Not Traded
Exact title and class of securities outstanding: Preferred Stock Class B
CUSIP: N/A
Par or Stated Value: $.0001
Total shares authorized: 50,000,000 as of: 11/14/13
Total shares outstanding: 44,000,000 as of: 11/14/13

Additional class of securities (if necessary):
Trading Symbol: N/A
Exact title and class of securities outstanding: Preferred Stock Class C
CUSIP: N/A
Par or Stated Value: $.0001
Total shares authorized: 10,000,000 as of: 11/14/13
Total shares outstanding: 0 as of: 11/14/13

Transfer Agent
Name: Pacific Stock Transfer Company
Address 1: 4045 South Spencer Street
Address 2: Suite 403
Address 3: Las Vegas, NV 89119
Phone: 702-361-3033
Is the Transfer Agent registered under the Exchange Act? Yes: X No: ☐

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:

None

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:

Name	Date	Issuance Type	Shares Offered	Shares Sold	Price Offered	Price Paid	Issuance Exemption	Trading Status Upon Issuance	Current Issuance Legend Status	Holder Exemption	Consideration	Consideration Date
The Corporate Solution	9/6/13	Preferred A	10,000,000	10,000,000	$.0001	$.0001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
The Corporate Solution	9/6/13	Preferred B	20,000,000	20,000,000	$.0001	$.0001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
The Corporate Solution	9/6/13	Common	1,200,000,000	1,200,000,000	$.0001	$.0001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
Playground Partners*	9/9/13	Common	30,000,000	30,000,000	$.0001	$.0001	4.2	Restricted	Shares Cancelled	4.2	Cash	5/14/12
The Corporate Solution	9/18/13	Common	9,000,000,000	9,000,000,000	$.00001	$.00001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
Playground Partners**	9/27/13	Common	30,000,000	30,000,000	$.0001	$.0001	4.2	Restricted	Shares Available for Resale	144	Cash	5/14/12
*Retired												
**ReIssue												

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

Section 4(2) of the securities Act of 1933, as amended.

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

N/A

C. The number of shares offered;

See Table Above

D. The number of shares sold;

See Table Above

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

See Table Above

F. The trading status of the shares; and

See Table Above

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

See Table Above

5) Financial Statements

Financial Statements Incorporated by Reference. Filed with OTCIQ.com on November 14, 2013. Quarterly period ending 9 30 13.

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;

Emaji, Inc., a development stage company (the "Issuer" or the "Company") is developing two main divisions, Sportsworld Entertainment and Emaji Business Development Group. Sportsworld Entertainment is developing its Professional Sports Acquisition Group ("PSAG"), which is currently exploring acquisition opportunities in professional sports, including the potential acquisition of an NBA Development League franchise. It is also developing Flashback Camps International ("FCI"), which plans to sponsor participatory collegiate and professional sports camps domestically and internationally. Sportsworld Entertainment also plans to provide financial and marketing support for a wide variety of athletic enterprises, including youth athletic programs. Emaji Business Development Group is focusing on the development, updating and expansion of Netoy.com,® which expects to unveil its updated toy and related industry sales and marketing company in 2014.

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

August 14, 1996. Delaware.

C. The Issuer's primary and secondary SIC Codes;

Primary: 7032. Secondary: 5945.

D. The issuer's fiscal year end date;

12/31

E. Principal products or services, and their markets;

Emaji's Sportsworld Entertainment division is developing its Professional Sports Acquisition Group ("PSAG"), which is currently exploring acquisition opportunities in professional sports, including the potential acquisition of an NBA Development League franchise. The growth and steady emergence of the NBA brand worldwide has created a number of ownership opportunities, especially in the NBA Development League. There are additional acquisition targets in professional baseball and hockey. Sportsworld Entertainment is also developing Flashback Camps International ("FCI"), which plans to sponsor participatory collegiate and professional sports camps domestically and internationally. FCI is currently negotiating the acquisition of Flashback Camps, LLC, which has operated adult collegiate flashback camps since 2005. Sportsworld Entertainment was founded by Emaji in 2011 to provide financial and marketing support for various athletic related businesses and programs, including youth athletic programs and the marketing and promotion of profit and non-profit camps, leagues and individual teams and/or programs. To date, Sportsworld Entertainment has provided financial support to a limited number of youth related athletic programs in the Orange County, California area. It plans to expand these activities during 2014.

Netoy.com® is an on-line toy web portal that Emaji plans to update and re-market through its Emaji Business Development Group, including its on-line retail store, and to incorporate several new features, including industry related developments, news and interactive feedback between consumers and toy manufacturers. Following the development of its original back room technology, the on-line retail store operated from 1999 to 2009, when the Issuer scaled back operations due to changes in the economic climate beginning in 2008. Netoy.com® has been part of the Company since inception.

7) Describe the Issuer's Facilities

The Issuer shares approximately two hundred square feet of modern office space in Irvine, California. The Issuer's physical space requirements are limited due to operational parameters, which necessitate minimal desk, computer and storage space. The Issuer has no on-site inventory or retail operational requirements, as Netoy.com® is an on-line business with no physical stores, also known as "brick and mortar" stores, currently planned or in existence as of November 14, 2013.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons.

Robert P. Atwell, Chairman, sole office and sole director

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.

Robert P. Atwell
8001 Irvine Center Drive, Suite 400
Irvine, CA 92618

10,202,500,000 Common Shares - 98%
23,000,000 Preferred A Shares - 96%
43,000,000 Preferred B Shares - 98%

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: Christopher P. Flannery
Firm: Law Offices of Christopher P. Flannery
Address 1: 4 Hillman Drive, Suite 104
Address 2: Chadds Ford, PA 19317
Phone: 1-610-361-8016
Email: cpflann@msn.com

Accountant or Auditor
Name: Scott Miller
Firm: Now CFO
Address 1: 2424 S.E. Bristol Street Suite 280
Address 2: Newport beach, CA 92660
Phone: 1-949-945-6342
Email: smiller@nowcfo.com

Investor Relations Consultant
Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: N/A

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: N/A
Firm: N/A
Address 1: N/A
Address 2: N/A
Phone: N/A
Email: 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, Robert P. Atwell certify that:

1. I have reviewed this quarterly disclosure statement of Emaji, Inc.; and

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.

11/14/13

/s/ Robert P. Atwell [CEO's Signature]

/s/ Robert P. Atwell [CFO's Signature]

Chairman

Emaji, Inc.
8001 Irvine Center Drive, Suite 400
Irvine, California 92618

EMAJI, INC.
UNAUDITED
FINANCIAL STATEMENTS & BALANCE SHEET
Issuer's most recent Balance Sheet and Financial statements
for the 9-month interim period ending September 30, 2013

Emaji, Inc.
8001 Irvine Center Drive, Suite 400
Irvine, California 92618

EMAJI, INC.
UNAUDITED
FINANCIAL STATEMENTS & BALANCE SHEET

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Emaji, Inc.
(A Development Stage Company)
Balance Sheet
9/30/13

ASSETS

	September 30, 2013
Current Assets	
Cash	$ 836
Prepaid Expenses	-
Total Current Assets	836
Other Assets	
Trademark	500,000
Accumulated Amoritzation	(38,397)
Total other assets	461,603
Total Assets	$ 462,439

LIABILITIES AND STOCKHOLDERS' DEFICIT

Current Liabilities	
Accounts Payable and Accrued Liabilities	$ 816,168
Loans Payable	154,405
Notes Payable	992,500
Notes Payable - Related Party	1,855,853
Total Current Liabilities	3,818,926
Long Term Liabilities	
Accrued Payroll	875,000
Total Long Term Liabilities	875,000
Total Liabilities	4,693,926
Stockholder's Equity	
Preferred Stock	6,800
Par value $0.0001 per share, 100,000,000 shares authorized: 68,000,000 shares issued and outstanding as of September 30, 2013	
Common Stock	355,655
Par Value $0.00001 per share, 39,900,000,000 Shares; 10,234,980,087 issued and Outstanding as of September 30, 2013	
Stockholders' Deficit	
Paid in Capital	3,143,851
Deficit Accumulated since Inxception	(7,589,236)
Deficit Accumulated During the Development Stage	(148,556)
Total Accumulated Deficit	(4,231,487)
Total Liabilities and Stockholders' Deficit	$ 462,439
	-

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

Emaji, Inc.
(A Development Stage Company)
Statements of Operations
As of 9 30 13

	For the Nine Months Ended September 30, 2013	For the Three Months Ended September 30, 2013	From Inception on 14-Aug-96 through September 30, 2013 (Unaudited)
REVENUE	$ 35,361	$ 11,000	$ 68,872.65
Total Revenue	35,361	11,000	$ 68,872.65
EXPENSES			
Costs of services	-	-	$ 14.24
Sales and marketing	-	-	$ 62,084
Research and development	-	-	$ -
General and administrative	58,917	36,799	$ 2,329,372
Payroll Expense	125,000		$ 750,000
Stock Compensation Expense			$ 753,810
Impairment of assets	-	-	$ 3,471,410
Impairment of investments in other companies	-	-	$ 78,119
Loss on inventory			$ 361,855
Total Expenses	(183,917)	(36,799)	$ (7,806,664)
NET OPERATING LOSS	(148,556)	(25,799)	$ (7,737,792)
OTHER INCOME (EXPENSES)			
Interest (Expense)			$ -
Gain/ (loss) on derivative liabilities			$ -
Other income - CSI investors			$ -
Gain on extinguishment of debt	-	-	$ -
Total Other Income (Expenses)	-	-	$ -
NET LOSS	$ (148,556)	$ (25,799)	$ (7,737,792)
BASIC AND DILUTIVE LOSS PER COMMON SHARE	$ (0.00)	$ (0.00)	
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	545,859,208	1,609,980,987	

EMAJI, INC.
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT) (unaudited)

	Common Stock		Preferred Stock				
	Shares	**Amount**	**Shares**	**Amount**	**Additional Paid-In Capital**	**Accumulated Deficit During the Development Stage**	**Total Stockholders' Equity (Deficit)**
Balance at Inception, August 14, 1996	-	$ -	-	$ -	$ -	$ -	$ -
Sale of stock for cash	1,846,337	17,305	-	-	2,519,191	-	2,536,496
Shares issued for services	-	-	38,000,000	3,800	-	-	3,800
Net loss for the period ended December 31, 2010	-	-	-	-	-	(6,313,965)	(6,313,965)
Balance, December 31, 2010	1,846,337	$ 17,305	38,000,000	$ 3,800	$ 2,519,191	$ (6,313,965)	$ (3,773,669)
Shares issued for services	3,133,750	125,350	-	-	624,660	-	750,010
Net loss for the year ended December 31, 2011	-	-	-	-	-	(1,010,789)	(1,010,789)
Balance, December 31, 2011	4,980,087	$ 142,655	38,000,000	$ 3,800	$ 3,143,851	$ (7,324,754)	$ (4,034,449)
Shares issued for services	-	-	-	-	-	-	-
Net loss for the year ended December 31, 2012	-	-	-	-	-	(264,482)	(264,482)
Balance, December 31, 2012	4,980,087	$ 142,655	38,000,000	$ 3,800	$ 3,143,851	$ (7,589,236)	$ (4,298,931)
Shares issued for conversion of debt	10,230,000,000	213,000	30,000,000	3,000	-	-	216,000
Net loss for the period ended September 30, 2013	-	-	-	-	-	(148,556)	(148,556)
Balance, September 30, 2013	10,234,980,087	$ 355,655	68,000,000	$ 6,800	$ 3,143,851	$ (7,737,792)	$ (4,231,487)

See accompanying notes to financial statements

Emaji Inc.
CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the Year Ended 31-Dec 2012	For the Year Ended 31-Dec 2011	From Inception Through 30-Sep 2013
Cash Flows From Operating Activities			
Net Loss	$ (264,482)	$ (1,010,789)	$ (148,556)
Adjustments to reconcile from Net Loss to net cash provided by (used in) operating activities:			
Depreciation and Amortization			-
Bad Debt Expense			-
Changes in operating assets and liabilities			
Accounts Payable			-
Accrued Expenses	$ 250,000	$ 250,000	-
Bank Overdraft			(70)
Accrued Interest			-
Accrued Salaries			-
Shareholder Advances	$ (28,800)	$ (97,705)	-
Net cash used in operating activities	$ (43,282)	$ (858,494)	$ (148,626)
Cash flows from investing activities			
Trademark	$ -	$ -	-
Net cash provided by Investing Activities	$ -	$ -	$ -
Cash flows from financing activities			
Proceeds from Notes Payable	$ 42,600	$ 109,105	123,658
Principal Payments on Notes Payable			25,800
Write Off on Note Receivable			-
Shares issued for services		750,010	-
Sale of stock for cash			-
Decrease in Retained Earnings			-
Net cash provided by financing activities	$ 42,600	$ 859,115	$ 149,458
Net Increase/(Decrease) in Cash	$ (682)	$ 621	$ 832
Cash, Beginning of Period	$ 686	$ 65	$ 4
Cash, End of Period	$ $ 4	$ $ 686	$ $ 836
Non Cash Financing Activities			
Common stock issued on conversion of notes payable	$ -	$ -	$ 216,000

The accompanying notes are an integral part of these condensed financial Statements.

Emaji, Inc.
8001 Irvine Center Drive, Suite 400
Irvine, California 92618

NOTES TO FINANCIAL STATEMENTS

SEPTEMBER 30, 2103

1. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization

Emaji, Inc. (the "Company" or "Emaji"), a Delaware corporation, is a youth-oriented entertainment, sports and toy company. During the third quarter 2013, Emaji had limited operations, generated limited revenues and therefore has continued to be classified as a development stage company. On September 3, 2013, the Company's Board of Directors and Stockholders authorized an increase in the authorized shares to 40,000,000,000 total shares authorized, including 39,900,000,000 common shares at a par value of $.00001, and 100,000,000 shares of preferred stock at their current par value of $.0001 (no change for the preferred). Before changing its name to Emaji, Inc., the Company had operated for the majority of its existence as Netoy.com®, Inc., which is now one of our divisions. Since inception, the Company has been in the entertainment industry, originally incorporated on August 14, 1996 as Brave Entertainment Corporation. The Company has gone through various name changes since inception, including two changes that were tied to transactions that were never completed. Following the acquisition of a toy company in early 1999, in May 1999, the Company expanded its entertainment related business to include the unveiling of our on-line toy business Netoy.com®, Inc., which had been in development since 1996. During fiscal year 2010 the Company began development of its current expanded business model, which includes the addition of Flashback Camps International and Sportsworld Entertainment. Combined with Netoy.com®, Inc., these three parts have given the Company a solid plan to fully develop its youth-oriented entertainment, sports and toy company.

Emaji, "Where Imagination Comes Alive", has a business model which plans to initially be comprised of two main divisions:

Emaji plans on launching Sportsworld Entertainment ("Sportsworld"), which is developing its participatory collegiate and professional sports camps through Flashback Camps International ("FCI"), a financial and marketing support program for a wide variety of athletic enterprises, including youth athletic programs, and its Professional Sports Acquisition Group ("PSAG"), which is currently exploring acquisition opportunities in professional sports, is expected to generate revenue on a long term basis when compared to the company's EBD division, at least initially. Sportsworld is currently looking to acquire an NBA Development League team through PSAG, and plans to develop and produce a reality competition syndicated series as part of its FCI participatory camps.

Emaji Business Development ("EBD") is developing the rollout of the company's revamped online toy portal Netoy.com,® an on-line toy web portal that will include its on-line retail store, while incorporating several new features, including industry related developments, news and interactive feedback between consumers and toy manufacturers. EBD will be assembling a team of collegiate students to complete the development, design, launch and marketing of the new Netoy.com.® Emaji expects solid income to develop in the short term as the site is rolled out, with the majority of initial sales to be generated from ad and manufacturer based revenue.

The primary focus of the Company during 2013 is to continue the development of these two divisions. The Company has been negotiating potential funding which will allow us to implement our plans for both Sportsworld and EBD.

All of the aforementioned acquisitions and negotiations are complex financial transactions and there can be no guarantee that we will be able to successfully complete any or all of those transactions. Volatile market conditions and the ongoing uncertainty of the global economic outlook could stymie any potential growth the Company plans on achieving at any time and increase the pressure on an already strained corporate financial structure. In order to continue the development of its three divisions, the Company must be successful in acquiring the necessary funding it is seeking. The inability to do so will result in the Company experiencing serious delays in implementing its business plan. Any or all of the above uncertainties could have a material adverse effect on the Company.

Critical to our success will be our ability to attract a strong management team at both the parent and at each division. As acquisition and financial transactions, even at a basic level, become more complex, the financial and managerial experience of the Company's management team will play a major role in the success or failure of the Company.

1. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES - ***continued***

Basis of Presentation

Emaji is considered to be a development stage enterprise as defined in Statement of Financial Accounting Standards ("SFAS") No. 7, "Accounting and Reporting by Development Stage Enterprises." Consequently, Emaji has presented these financial statements in accordance with that Statement, including losses incurred from April 14, 1996 (Inception) to September 30, 2013.

Income Taxes - Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. Due to historical net losses, a valuation allowance has been established to offset the deferred tax assets.

In July 2006, the FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes— an interpretation of FASB Statement No. 109 ("FIN 48")", codified into ASC 740. FIN 48 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements in accordance with SFAS No. 109, Accounting for Income Taxes. FIN 48 describes a recognition threshold and measurement attribute for the recognition and measurement of tax positions taken or expected to be taken in a tax return and also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. FIN 48 is effective for fiscal years beginning after December 15, 2006. The cumulative effect of adopting FIN 48 is required to be reported as an adjustment to the opening balance of retained earnings (or other appropriate components of equity) for that fiscal year, presented separately. The adoption of FIN 48 did not have a material impact to the Company's financial statements.

Fair Value of Financial Instruments - The carrying amount of the Company's cash, accounts receivables, accounts payables, and accrued expenses approximates their estimated fair values due to the short-term maturities of those financial instruments.

The Company has adopted a single definition of fair value, a framework for measuring fair value, and providing expanded disclosures concerning fair value whereby estimated fair value is the price to be paid for an asset or the amount to settle a liability in an orderly transaction between market participants at the measurement date. Accordingly, fair value is a market-based measurement and not an entity-specific measurement.

The Company utilizes the following hierarchy in fair value measurements:

- Level 1 – Inputs use quoted prices in active markets for identical assets or liabilities that the Company has the ability to access.
- Level 2 – Inputs use other inputs that are observable, either directly or indirectly. These inputs include quoted prices for similar assets and liabilities in active markets as well as other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.
- Level 3 – Inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset or liability.

As a result, prior to fiscal year ended December 31, 2011, the Company adopted ASC 820 ("ASC 820") Fair Value Measurements and Disclosures. The Company did not record an adjustment to retained earnings as a result of the adoption of the guidance for fair value measurements, and the adoption did not have a material effect on the Company's results of operations. Fair value is defined as the exit price, or the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants as of the measurement date. The guidance also establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use in valuing the asset or liability and are developed based on market data obtained from sources independent of the Company. Unobservable inputs are inputs that reflect the Company's assumptions about the factors market participants would use in valuing the asset or liability.

As of September 30, 2013, the Company's derivative liabilities are considered a level 2 item, see Note 3 and 6.

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

1. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES - *continued*

Stock-Based Compensation - The Company accounts for stock options issued to employees and consultants under ASC 718 formerly SFAS No. 123(R), “Share-Based Payment”. Under SFAS 123(R), share-based compensation cost to employees is measured at the grant date, based on the estimated fair value of the award, and is recognized as expense over the employee's requisite vesting period. The Company measures compensation expense for its non-employee stock-based compensation under ASC 505 formerly EITF No. 96-18 “Accounting for Equity Instruments that are Issued to Other Than Employees for Acquiring, or in Conjunction with Selling, Goods or Services” (“EITF 96-18”). The fair value of the shares or options issued or committed to be issued is used to measure the transaction, as this is more reliable than the fair value of the services received. The fair value is measured at the value of the Company's common stock on the date that the commitment for performance by the counterparty has been reached or the counterparty's performance is complete. The fair value of the equity instrument is charged directly to stock-based compensation expense and credited to additional paid-in capital.

Impairment of Long-lived Assets - Impairment of long-lived assets is assessed by the Company whenever there is an indication that the carrying amount of the asset may not be recoverable. Recoverability of these assets is determined by comparing the forecasted undiscounted cash flows generated by those assets to the assets’ net carrying value. The amount of impairment loss, if any, is measured as the difference between the net book value of the assets and the estimated fair value of the related assets.

Modifications to Convertible Debt -The Company accounts for modifications of ECFs in accordance with EITF 06-6 “Debtors Accounting for a Modification (or exchange) of Convertible Debt Instruments”, codified into ASC 470 EITF 06-6 requires the modification of a convertible debt instrument that changes the fair value of an ECF be recorded as a debt discount and amortized to interest expense over the remaining life of the debt. If modification is considered a substantial (i.e. greater than 10% of the carrying value of the debt), an extinguishment of the debt is deemed to have occurred, resulting in the recognition of an extinguishment gain or loss.

Equity Instruments Issued with Registration Rights Agreement - The Company accounts for registration rights agreement penalties as contingent liabilities. Accordingly, the Company recognizes the damages when it becomes probable that they will be incurred and amounts are reasonably estimable. As of September 30, 2013, the Company does not believe damages related to these rights are probable, and thus, an accrual has not been recorded.

Earnings (Loss) per Share - Basic earnings (loss) per share are based on the weighted average number of shares of Common Stock outstanding during the period. Diluted earnings (loss) per share also includes the effect of stock options, other Common Stock equivalents outstanding during the during the period, and assumes the conversion of the Company’s Class A, B and C preferred stock and conversion of convertible notes payable for the period of time such stock and notes were outstanding, if such preferred stock and convertible notes are dilutive.

The following table sets forth the computation of the numerator and of basic and diluted loss per share for the quarter ended September 30, 2013 and the year ended December 31, 2012. There were no adjustments to the denominator. The following items were anti-dilutive and thus excluded from the calculation.

	September 30, 2013	December 31, 2012
Weighted average common shares outstanding		
Used in calculating basic loss per share	1,609,980,087	4,090,847
Effect of dilutive convertible preferred stock, convertible notes and warrants	18,749,800,870	3,104,980,087

As of September 30, 2013, the Company has 39,900,000,000 common shares authorized, thus the effects of convertible preferred stock and notes into common stock are limited, if applicable, to the amount authorized by the Company’s stockholders.

1. BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES - ***continued***

Recent Accounting Pronouncements

In May 2009, the FASB issued ASC 855 “Subsequent Events” (formerly SFAS No. 165, Subsequent Events). FASB ASC 855 establishes general standards of accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. ASC 855 is effective for interim and annual financial periods ending after June 15, 2009 with no impact on the accompanying financial statements.

In June 2009, the FASB issued ASC 105 “Generally Accepted Accounting Principles” (formerly SFAS No. 168 The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles – a replacement of FASB Statement No. 162). ASC 105 establishes the FASB Accounting Standards Codification as the source of authoritative U.S. GAAP recognized by the FASB to be applied by nongovernmental entities. ASC 105, which changes the referencing of financial standards, is effective for interim or annual financial periods ending after September 15, 2009. The Company adopted ASC 105 prior to fiscal year ended December 31, 2011 with no impact to its financial statements, except for the changes related to the referencing of financial standards.

2. GOING CONCERN

The accompanying financial statements have been prepared assuming that Emaji will continue as a going concern. During the period ended September 30, 2013, Camelot had limited revenue producing operations; positive working capital of $42,600 and an accumulated deficit from Inception of $7,737,792. These conditions raise substantial doubt about Emaji’s ability to continue as a going concern. The financial statements do not include any adjustments to reflect the possible future effects on the classification of liabilities that may result from the outcome of this uncertainty.

Management’s plans with respect to the current situation consist of increasing the revenues being generated by Emaji subsequent to year end, successfully complete implementation of its business model and the resultant revenues that come as operations continue to develop, restructuring its debt, seeking additional financial resources from its existing investors, note holders, debt holders, officers, directors (past and present) and it’s CEO Robert Atwell. There are no assurance that the Company’s efforts will be successful and/or at acceptable terms. During the period ended September 30, 2013, the Company received additional funding from Robert Atwell and affiliates to fund operations. See Note 3 for additional information regarding the secured convertible notes payable.

During the period ended September 30, 2013, the Company entered into two Stock Purchase Agreements to provide the Company with up to $4,000,000 in funding. The stock is to be purchased at a twenty per cent (20%) discount to the market, unless otherwise amended by the parties, pursuant to an effective registration statement filed with the Securities and Exchange Commission (“SEC”). In accordance with the terms and conditions of the SPA, the funding is to take place between the fourth quarter of 2013 and December 31, 2014. In the event this funding is completed, the Company would be in a position to have a determination made that it would no longer be a development stage company and further, that it would no longer warrant a going concern statement in the financial footnotes. In the event the funding is not completed, the Company would remain a development stage company and the going concern statement would remain. The Company plans to file the above mentioned SPA’s under the additional information section on OTC Markets following the submission of this quarterly report..

3. CONVERTIBLE NOTES AND NOTES PAYABLE

Convertible Notes Payable

Prior to September 30, 2013, Emaji issued various callable secured convertible note payable for various amounts to various holders. Emaji received proceeds either directly in cash or in consideration for services provided to the Company. The notes payable normally provided for annual interest ranging between 5% and 15%, secured by various assets of the Company, with maturity dates beginning in 2015. The principal and accrued interest of the note is convertible into Emaji’s Common Stock either at the current par value at the time of issuance, the current market price, or at a variable conversion price, which can range between 10% to 50% of the average market price of the Common Stock of the lowest three trading days prior to the date of conversion. In addition, some of these notes may have registration rights agreements, which could call for liquidated damages in the event an effective registration statement is not filed within a timely basis. In addition, in some cases the holders of these notes were issued seven-year warrants to purchase common shares at various exercise prices per share.

Emaji evaluated the notes and warrants under the pertaining accounting standards and determined that the notes contained embedded conversion features and warrants that needed to be accounted for as derivative liabilities. Emaji determined that the embedded conversion features required bi-furcation from the note instrument and required an estimate of its fair market value. The fair market value of the embedded conversion feature was estimated using a lattice model incorporating weighted average probability cash flow. The fair market value of the warrants was estimated using the Black Scholes model.

As of September 30, 2013, the Company had secured convertible notes payable outstanding of $2,848,353 which become due beginning during fiscal year ended December 31, 2013. The Company has not received a letter of default on any of the notes. In addition, the holders are expected to convert the secured convertible notes payable into common and/or preferred stock. Many of the notes payable were issued at a time when the Company's common stock had limited or no trading and further, the bid was at par value or below. Future notes will be issued in accordance with the liquidity and market value of the stock as the market for the Company's stock develops.

Current Long Term Material Notes:

Name	Issuance Date	Amount as of 9/30/13	Term	Interest	Conversion Price	Maturity Date	Consideration
The Atwell Group	1/1/09	$1,855,853	7 Years	5%	Various	1/1/16	Cash/Equivalent
The Atwell Group	1/1/09	$500,000	7 Years	5%	Various	1/1/16	Cash/Equivalent
The Atwell Group	1/1/09	$5,100	7 Years	5%	Various	1/1/16	Cash/Equivalent
Playground Partners	6/20/11	$20,000	5 Years	5%	Par Value	6/19/16	Cash
Playground Partners	7/12/11	$15,000	5 Years	5%	Par Value	7/11/16	Cash
Playground Partners	8/1/11	$10,000	5 Years	5%	Par Value	7/31/16	Cash
Playground Partners	8/9/11	$5,000	5 Years	5%	Par Value	8/8/16	Cash
Playground Partners	8/22/11	$7,500	5 Years	5%	Par Value	8/21/16	Cash
Playground Partners	8/29/11	$7,500	5 Years	5%	Par Value	8/28/16	Cash
Playground Partners	10/3/11	$7,500	5 Years	5%	Par Value	10/2/16	Cash
Playground Partners	10/17/11	$2,500	5 Years	5%	Par Value	10/16/16	Cash
Playground Partners	10/24/12	$7,500	5 Years	5%	Par Value	10/23/16	Cash
Playground Partners	11/7/11	$7,500	5 Years	5%	Par Value	11/6/16	Cash
Playground Partners	11/15/11	$5,000	5 Years	5%	Par Value	11/14/16	Cash
Playground Partners	11/21/11	$7,500	5 Years	5%	Par Value	11/20/16	Cash
Playground Partners	12/27/11	$5,000	5 Years	5%	Par Value	12/26/16	Cash
Playground Partners	2/14/12	$1,000	5 Years	5%	Par Value	2/13/17	Cash
Playground Partners	2/23/12	$2,000	5 Years	5%	Par Value	2/22/17	Cash
Playground Partners	5/14/12	$3,000	5 Years	5%	Par Value	5/13/17	Cash
Playground Partners	6/4/12	$2,000	5 Years	5%	Par Value	6/3/17	Cash
Playground Partners	6/11/12	$2,000	5 Years	5%	Par Value	6/11/17	Cash
Playground Partners	6/18/12	$3,000	5 Years	5%	Par Value	6/17/17	Cash
Playground Partners	7/2/12	$3,000	5 Years	5%	Par Value	7/1/17	Cash
Playground Partners	7/9/12	$3,000	5 Years	5%	Par Value	7/8/17	Cash
Playground Partners	7/17/11	$1,000	5 Years	5%	Par Value	7/16/17	Cash
Playground Partners	7/23/12	$4,000	5 Years	5%	Par Value	7/22/17	Cash
Playground Partners	7/30/12	$2,000	5 Years	5%	Par Value	7/29/17	Cash
Playground Partners	8/6/12	$3,000	5 Years	5%	Par Value	8/5/17	Cash
Playground Partners	8/13/12	$1,000	5 Years	5%	Par Value	8/12/17	Cash

Playground Partners	8/20/12	$2,000	5 Years	5%	Par Value	8/19/17	Cash
Playground Partners	8/27/12	$1,000	5 Years	5%	Par Value	8/26/17	Cash
Playground Partners	9/5/12	$3,000	5 Years	5%	Par Value	9/4/17	Cash
Christopher Flannery	12/31/08	$10,000	5 Years	8%	Market	12/30/13	Legal Services
Christopher Flannery	12/31/09	$36,000	5 Years	8%	Market	12/20/14	Legal Services
Christopher Flannery	12/31/10	$36,000	5 Years	8%	Market	12/30/15	Legal Services
Christopher Flannery	12/31/11	$48,000	5 Years	8%	Market	12/30/16	Legal Services
Christopher Flannery	12/31/12	$36,000	5 Years	8%	Market	12/30/17	Legal Services
Christopher Flannery	11/14/13	$44,000	5 Years	8%	Market	12/30/18	Legal Services
Gilbert Serrano	12/31/08	$77,451	7 Years	5%	Market	12/20/15	Services
Additional Notes	Pre-2008	$56,449	Various	Various	Market	Various	Various

Notes Payable

On July 30, 2013, the Company issued a promissory note to Evolution Capital, LLC, in the amount of $27,000 with a maturity date of October 15, 2013, unless otherwise amended by the parties. The promissory notes carries a fixed interest amount of $20,250, resulting in a total amount owed of $47,250. As of September 30, 2013, the Company had received $27,000 in cash and credit for getting current related expenses and monies sent to a third party who facilitated certain filing fees and costs. The Note is to be paid out of funding proceeds from a stock purchase agreement between the Company and a third party who is purchasing preferred stock during the fourth quarter.

4. INCOME TAXES

At September 30, 2013 and December 31, 2012, Emaji had net losses of $148,556 and $264,482. As a result, Emaji has not recorded any income tax liability for those periods. The Company has an ongoing loss carry forward of $7,737,792 since inception.

5. RELATED PARTY TRANSACTIONS

Accrued Salaries

At September 30, 2013, the Company has accrued compensation of $875,000 due to its officers.

Advances from Affiliates

As of the period ended September 30, 2013, the Company had received $1,869,096 in advances from affiliates, including its CEO Robert Atwell. During the nine month period ended September 30, 2013, the Company paid $13,243 of these amounts, leaving a balance due of $1,855,853 at September 30, 2013.

Stock Issued to Affiliates

During the period ended September 30, 2013, the Company issued preferred and common stock to The Corporate Solution, Inc., a company controlled by our Chairman Robert Atwell.

Emaji issued 10,000,000 shares of its Class A Preferred Stock to The Corporate Solution, Inc., an entity controlled by Emaji's Chairman, Robert Atwell, on September 6, 2013.

Emaji issued 20,000,000 shares of its Class B Preferred Stock to The Corporate Solution, Inc., an entity controlled by Emaji's Chairman, Robert Atwell, on September 6, 2013.

Eamji issued a total of 10,200,000,000 common shares to The Corporate Solution, Inc., an entity controlled by Emaji's Chairman, Robert Atwell, between September 6, 2013 and September 18, 2013.

6. PREFERRED STOCK

Preferred Stock

As of September 30, 2013, Emaji had three classes of Preferred Stock authorized for issuance in our Certificate of Incorporation, Class A Preferred, Class B Preferred and Class C Preferred.

The Class A Preferred converts to 50 shares of Common Stock for every one share of Class A Preferred. Each share of Class A Preferred is entitled to 50 votes on all matters put to a vote of the Company's stockholders and votes with the Common Stock on all matters. Class A Preferred ranks superior to our Common Stock and ranks junior to our Class B Preferred.

The Class B Preferred converts to 100 shares of Common Stock for every one share of Class B Preferred. Each share of Class B Preferred is entitled to 1,000 votes on each matter put to a vote of stockholders and votes with the Common Stock on all matters. Class B Preferred ranks superior to our Common Stock and our Class A Preferred.

The Class C Preferred converts to 1 share of Common Stock for every one share of Class C Preferred. Each share of Class C Preferred is entitled to 1 vote on all matters put to a vote of the Company's stockholders and votes with the Common Stock on all matters. Class C Preferred ranks senior to our Common Stock and ranks junior to our Class A and Class B Preferred.

2013 Issuances of Preferred Stock

Emaji issued 10,000,000 shares of its Class A Preferred Stock to The Corporate Solution, Inc., an entity controlled by Emaji's Chairman, Robert Atwell, on September 6, 2013.

Emaji issued 20,000,000 shares of its Class B Preferred Stock to The Corporate Solution, Inc., an entity controlled by Emaji's Chairman, Robert Atwell, on September 6, 2013.

7. COMMITMENTS

Operating Leases

Current Leases:

Our corporate headquarters are located at 8001 Irvine Center Drive, Suite 400, Irvine, CA 92618. The space is leased on an annual basis. The current lease expires on December 31, 2013. The agreement for the office is for a period of thirteen (12) months with base minimum monthly payments of approximately $2,390 per month. Annual base rent costs are approximately $25,000. In addition, the Company pays for phone, Internet and other office related services. These services cost approximately $350 per month. The office comes with reception service and other related general office activities, including usage of conference rooms, common areas and client lounge areas. The total annual costs are approximately $32,880.

In comparison, should the Company elect to move to a standard office, the annual costs, including receptionist, utilities, parking, insurance, etc. would be approximately $54,000. Once the Company increases its staff and operational space requirements beyond the current requirements, at some point in the future it will become more cost effective to relocate to a standard type office.

8. STOCKHOLDERS' DEFICIT

Authorized Shares

On September 3, the Company's board of directors increased the authorized shares of common stock to 39,900,000,000 shares with a par value of $.00001. The increase became effective on September 9, 2013. There was no change in the number of Preferred Stock authorized shares, which remains at 100,000,000 with a par value of

$.0001.

Determination of Fair Value

The fair value of the Company's Common Stock issuances are normally based upon the closing market price of the Company's Common Stock on the date of issuance assuming no future and or prior performance commitments exist. In some cases, the fair value is based upon the closing market price of the stock, if any, on the date consideration was paid and received by the Company for the shares. In some cases, the fair value is determined by terms and conditions of a specific contractual obligation between the Company and the stockholder. All shares discussed below are valued using these assumptions.

Common Stock Issued for Related Party Services as of September 30, 2013

None

Common Stock Issued for Services as of September 30, 2013

None

Common Stock Issued During Third Quarter as of September 30, 2013

Name	Date	Issuance Type	Shares Issued	Price Paid	Issuance Exemption	Trading Status Upon Issuance	Current Issuance Legend Status	Holder Exemption	Consideration	Consideration Date
The Corporate Solution	9/6/13	Common	1,200,000,000	$.0001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
Playground Partners*	9/9/13	Common	30,000,000	$.0001	4.2	Restricted	Shares Cancelled	4.2	Cash	5/14/12
The Corporate Solution	9/18/13	Common	9,000,000,000	$.00001	4.2	Restricted	Control Affiliate	4.2	Debt Reduction	1/1/2009
Playground Partners**	9/27/13	Common	30,000,000	$.0001	4.2	Restricted	Shares Available for Resale	144	Cash	5/14/12
*Retired										
**ReIssue										

9. SUBSEQUENT EVENTS

Common Stock Issuances

Between October 1, 2013 and November 14, 2013, the Company issued the following common stock:

Name	Date	Issuance Type	Shares Issued	Price Paid	Issuance Exemption	Trading Status Upon Issuance	Current Issuance Legend Status	Holder Exemption	Consideration	Consideration Date
Consulting A to Z	10/14/13	Common	59,850,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
LDR Capital Investments LLC	10/14/13	Common	10,000,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
LDR Capital Investments LLC	10/14/13	Common	10,000,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
LDR Capital Investments LLC	10/14/13	Common	10,000,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
LDR Capital Investments LLC	10/14/13	Common	10,000,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
LDR Capital Investments							Shares Available			

LLC	10/14/13	Common	10,000,000	$.00001	4.2	Restricted	for Resale	144	Settlement	5/17/2010
LDR Capital Investments LLC	10/14/13	Common	9,850,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Settlement	5/17/2010
Playground Partners	10/28/13	Common	30,000,000	$.00001	4.2	Restricted	Shares Available for Resale	144	Cash	9/5/12

Additional Agreements

On November 12, 2013, the Company executed a Memorandum of Understanding ("MOU"), which begins the process for the Company to begin the long term process of becoming listed in the future on the American Stock Exchange. In order to qualify for the listing, the Company must have a net minimum value of $4,000,000, a minimum number of stockholders, a minimum stock price and additional items that will take significant time to complete. The MOU establishes the parameters under which the Company will address these issues, including the elimination to the greatest extent possible of the Company's debt. The Company began the process on November 12, 2013. The Company will issue additional updates as the process moves forward. There can be no assurance that the Company will be able to complete the process or be approved for listing on the American Stock Exchange if and when it completes the process. The potential effect of the MOU and this process on the Company has yet to be determined as the process just started prior to this filing.