GDT TEK, Inc.
(A Developmental Stage Company)
FINANCIAL STATEMENTS

JUNE 30, 2012
(unaudited)

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Part A <u>General Company Information</u>

Item 1-The exact name of the issuer and its predecessor

GDT TEK, INC.

Item 2- The address of the Issuer's principal office

GDT TEK, Inc.
8110 Ulmerton Ave.
Largo, Florida 33771
PH 407-574-4740 FAX 407-583-4901
www.gdttek.com

www.gdttek.com

Item 3- The jurisdiction and date of the issuer's incorporation or organization

In November 2009, GDT TEK, Inc., a Florida Corporation merged with a subsidiary of Seamless Corporation, a Nevada corporation. Seamless Corporation survived the subsidiary's merger with GDT TEK, Inc. thereafter all assets and liabilities remained the responsibility of Seamless Corporation after the merger. Seamless Corporation thereafter became a wholly owned subsidiary of GDT TEK, Inc.

The Florida Corporation acquired the preferred and common stock with the same rights and designations that existed with the Nevada Corporation.

All issued and outstanding options, warrants, and convertible securities were appropriately adjusted for the relocation and all shares outstanding on the effective date of the relocation were converted into shares of the new Florida Corporation with the same rights, options, voting powers and entitlements as previously held through the Nevada corporation. All shares, options, warrants or convertible securities that the Company had agreed to issue or agreed to issue prior to the effective date of the relocation were also appropriately adjusted to reflect in the new Florida Corporation.

In July 2010 GDT TEK, Inc., increased its authorized shares to 40,000,000,000 of which 10,000,000 shares were Preferred Series "A, B, C&D" shares of stock.

In January 2012 GDT TEK Inc., decreased the authorized shares to 4,000,000 of which 1,000 shares are Preferred Series "A, B, C&D" shares of stock.

In March 2012 GDT TEK Inc., increased the authorized shares to 10,000,000 of which 1,000 shares are Preferred Series "A, B, C&D" shares of stock.

In July 2012 GDT TEK Inc., increased the authorized shares to 20,000,000 of which 1,000 shares are Preferred Series "A, B, C&D" shares of stock.

Part B <u>Share Structure</u>

Item 4- The exact title and class of securities outstanding

Total authorized shares	**20,000,000 of which are the following shares by class**
Class of Stock	**Authorized**
Common Stock	**19,999,000 as of July 2012**
Preferred Series A Stock	**200**
Preferred Series B Stock	**100**
Preferred Series C Stock	**300**
Preferred Series D Stock	**400**

Item 5- Par or stated value and description of security

Preferred Series A Stock — **Par Value $.001**

Each share of Series "A" Convertible Preferred Stock shall be convertible, at the option of the Holder into 10,000 shares of fully paid and non-assessable shares of the Company's Common Stock; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Preferred Series B Stock — **Par Value $.001**

Each share of Series "B" Convertible Preferred Stock shall be convertible, at the option of the Holder into 1,000 shares of fully paid and non-assessable shares of the Company's Common Stock; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Preferred Series C Stock — **Par Value $.001**

Each share of Series "C" Convertible Preferred Stock shall be convertible, at the option of the Holder into Ten Thousand ($10,000) worth shares of fully paid and non-assessable shares of the Company's Common Stock based upon the most recent 10 day average closing price effective the date of receipt of the conversion request; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Limitations on Conversion

No Conversion of any issued shares of Preferred Series "A, B &C" into common stock shall exceed 4.9% of the then issued and outstanding shares of common stock as reported by the Company's transfer agent, unless such conversion is submitted to and approved by the board of directors of the Company. The Company may request information from the holder of any preferred shares submitted for conversion as to that shareholders current ownership of common stock or other security of the Company.

Preferred Series D Stock — **Par Value $.001**

Each share of Series "D" Preferred Stock is not convertible into Common stock. Preferred Stock "D" has voting rights as follows. One share of Series of "D" will be equivalent to voting 10,000 shares of common stock.

Voting Rights The holders of shares of Preferred Stock "A" "B" "C" shall NOT be entitled to vote on any matters considered and voted upon by the corporation's Common Stock. Only Preferred Stock "D" has voting rights as follows. One share of Series of "D" will be equivalent to voting 10,000 shares of common stock.

Item 6- The number of total amount of the securities outstanding for each class of securities authorized

Class of Stock	Authorized	Issued and Outstanding As of June 30, 2012	Voting Rights
Common	9,999,000	8,904,774	one vote per share
Preferred A	200	172	none
Preferred B	100	0	none
Preferred C	300	239	none
Preferred D	400	133	10,000 votes per share

ISSUE	JUNE 30, 2011	JUNE 30, 2010
Common	3,880,142	1,972,442
Preferred A	105	105
Preferred B	0	0
Preferred C	235	226
Preferred D	132	130

Part C Business Information

Item 7- The name and address of the transfer agent

Platinum Stock Transfer
20807 N. 9th Ave.
Phoenix, Arizona 85027-3668
Phone 623-266-2591
Fax 623-266-2915

Item 8- The nature of the issuer's business

GDT Tek, Inc. is engaged in bringing solutions to the market utilizing low temperature heat sources to produce electricity. Development on GDT's prototype power unit started in 2000 and culminated with the completion of the first operational 15kW waste heat electricity unit in June of 2001. A follow on 50kW unit prototype was completed in May of 2002. After undergoing evaluation and further design refinement at the Republic Federal landfill site in Milpitas, California, GDT operated the upgraded unit at 150KW capacity for five years (production log attached) at the Republic Federal landfill producing revenue of each a month in power sales. The source of waste heat for GDT's unit was a power plant generating electricity utilizing landfill methane gas. The power plant was operated by Fortistar. According to the operating personnel at Fortistar, the GDT unit operated without any major interruptions. The maintenance of the unit corresponded with the maintenance of the feeder plant and came online with any problems or delay. While in operation, the GDT unit caused a noticeable drop in the feeder plant's parasitic load.

The company has licensed patented waste heat to electric power generation technology and is driving its adoption by power plants, landfills and other waste-heat generating industries. GDT Tek's waste heat to electricity systems are powerful enough to serve as a primary energy source, highly efficient, immediately cash-flow positive when installed under a Power Purchase Agreement and are scalable with system sizes from 150 KW/Hr to 5000 KW/Hr currently available. The GDT Tek system has been proven through a long-term five year installation at a San Jose, California-area landfill. Waste heat captured from landfill-generated methane gas generator engine exhaust and radiator jacket coolant systems is used by the GDT Tek system to generate electricity which is then sold to the grid. Professor Robert W. Dibble of the University of California at Berkeley assessed the GDT Tek system and stated that "Of the many technologies that I have evaluated over the course of the past several decades,

GDT Tek's heat to power conversion solution has proven to be the most reliable, versatile, efficient, lowest emissions, and overall cost-effective solution available in today's changing world market."

RTR Global Investments, LLC is a wholly owned subsidiary of GDT Tek, Inc. Its holds projects, contracts, and power purchase agreements for its parent company GDT Tek, Inc.

Item 9- The nature of products of services offered

The GDT heat recovery and power generation system is designed to recover low temperature waste heat from industrial process and convert it into electricity. Based on ORC, the process uses environmentally friendly and commercially available refrigerants such as R-123 and R-134a (in the U.S).

The circuit starts at the refrigeration pump, which draws liquid refrigerant at low temperature and pressure (85°F, 16 psia) from a receiver (storage tank). The refrigerant is suctioned off the receiver using positive displacement pump acting as a boiler feed pump. The pump raises the pressure of the refrigerant to 142 psia while maintaining the temperature at around 87 °F. The refrigerant pump is controlled by GDT's proprietary software (US patent no. US 6981377B2), which sends signals to a Variable Frequency Drive, which in turn controls the boiler feed rates in terms of temperature and pressure. The liquid refrigerant is pumped into a waste heat boiler or evaporator, where it absorbs the waste heat from and industrial process and flows out of the evaporator as vapor at relatively high pressure and temperature (142 psia, 240° F). The pressurized gas enters the GDT's proprietary expander where the gas is expanded to relatively low pressure (16 psia) and temperature (127° F). The expander is a conventional compressor configured such that the refrigerant flows in a reverse direction, thereby expanding the vapor instead of compressing it. The energy picked up in the expander is converted to mechanical energy which is used to drive an attached mechanical device such as a generator to produce electricity. The vapor exits the expander and flows through a condenser, where it is condensed to a low-temperature, low-pressure liquid (85°F, 16 psia) same as the original state at the beginning of the process, thus completing the loop.

In addition to the components mentioned in the above process, there is Machine Control Center (MCC) module that has various features, including safety, metering, power control and other control features. The safety feature of MCC contains the main disconnects to the grid providing circuit breakers, over voltage relays, ground fault relays and main bus interconnect to the grid. The metering feature contains power meter, revenue meter and parasitic meter measuring the plants internal power use. The power control section which holds the variable frequency drives and all the power control for MCC. The fourth section holds the low voltage controls, programmable logic controller and speed measuring for the expander. The MCC is built to IES standards for Europe and power generated may be used for net metering and parasitic on-site consumption. Lastly, MCC affords remote monitoring capabilities both via wire line (Ethernet) and wireless enabling low cost remote monitoring of multiple sites

Item10-The nature and extent of the issuer's facilities

The following locations are the principal places of business of the Company, some of the Companies share facilities:

8110 Ulmerton Ave. Largo, Florida 33771	985 University Av. #37 Los Gatos, CA 95032

The Company entered into lease agreements for an office space which expires on August 31, 2013, and March 31, 2013. The Company rents additional office space in Florida, on a month to month basis. Rent expense under these leases for the years ended June 30, 2010 and 2009 were $80,462 and $168,840, respectively. The annual minimum future lease payments required under the Company's operating leases are as follows.

June 30, 2012	$	21,000
Total	$	21,000

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

Bo Linton – President and Director

Mr. Linton, has worked extensively with developing environmental technologies. He has recently met with world leaders about clean energies and presented clean fuel technology to the United Nations in 2007. Mr. Linton was a speaker and on a panel at the 1st annual "waste-to-fuel" conference held in Orlando, Florida in 2008.

Mr. Linton, founded International Capital Group, Inc. in 1998, a mergers and acquisitions firm. In 2001 Mr. Linton founded Berserker Entertainment, Inc. Mr. Linton served as Chairman of the Board for this production, distribution, and HD post-production facility until the end of 2004. From March 2005 to October 2005, he served as the president of Seamless Skyyfi, Inc., a wholly owned subsidiary of the public company Seamless Wi-Fi, Inc. In November 2005, Mr. Linton founded the company Carbon Jungle LLC and served as President and CEO of this environmental company. In August 2006 he served as President and a Director of MagneGas Corporation, a fully reporting company in the waste to fuel industry until 2008. During 2006, he was a co-executive producer of the feature film "Living Luminaries," a spiritual docudrama shown in theaters in 2008.

From 2008 to 2009 Mr. Linton founded Clean Energy and Power, Inc, a public company in the renewable energy sector and served as its President, CEO, and Director.

Mr. Linton received his Bachelor's degree from Louisiana State University in the spring of 1994. Some of his studies included: business law, economics, finance, environmental science, theater, real estate, and speech.

Stanley Davis-Director

Stanley Davis has over forty years in the airline industry. During this time he has worked in all areas of Maintenance and Engineering, as well as Information Technology. He has held several Manager and Director level positions. Mr. Davis holds a Master's Degree in Business Administration, as well as a Bachelor of Science Degree in Applied Mathematics.

John Domerego- EVP

Mr. Domerego has been a Director for several public and private corporation since October 2005, and was President of Seamless Internet Inc. from February 2005 till December 2009. Mr. Domerego was previously involved in the development, designing, engineering and erection of co-generation and power generating facilities both as an employee of Raytheon Engineering and self-employed as an associate of Malcolm Jones Associates, an engineering company where he managed multi-million dollar projects from conception to completion. Mr. Domerego also has 20 years' experience in the pulp and paper industry where he was employed and performed as chief engineer and eventually as general manager. He was responsible for all facets of the industry involving the successful operation of paper mills and facilities. Mr. Domerego has a Bachelor of Science degree in Mechanical Engineering.

Item 12-Financial information for the issuer's most recent fiscal year

GDT TEK, Inc.
(A Developmental Stage Company)
FINANCIAL STATEMENTS

JUNE 30, 2012
(unaudited)

GDT TEK, INC.
(A Developmental Stage Company)

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GDT TEK, Inc.
(A Developmental Stage Company)
Balance Sheets
(unaudited)

	June 30, 2012	June 30, 2011	June 30, 2010
ASSETS			
Current Assets:			
Cash	$ -	$ 111	$ -
Current assets from discontinued operations	-	3,300	3,300
Total Current Assets	-	3,411	3,300
Other investments	1,000,000	1,000,000	1,000,000
Land	2,000,000	-	-
Distribution rights	1,567,588	1,567,589	-
Other assets of discontinued operations	-	13,910	13,910
TOTAL ASSETS	$ 4,567,588	$ 2,584,910	$ 1,017,210
LIABILITIES AND STOCKHOLDERS' DEFICIT			
Current liabilities:			
Accounts payable and accrued expenses	$ 3,544,630	$ 2,655,564	$ 491,502
Convertible debt	973,535	969,735	765,502
Notes payable-related party	416,668	201,035	10,000
Payable to officer	200,000	200,000	348,883
Notes payable-Land purchase	1,600,000	-	-
Convertible debt conversion feature liability	111,915	3,795,760	3,795,760
Preferred stock liabilities	82,200	3,676,527	3,677,467
Stock conversion liabilities	82,200	3,558,609	3,677,467
Current liabilities of discontinued operations	1,971,051	1,971,051	1,303,912
Total Liabilities	8,982,199	17,028,281	14,123,993
Stockholders' Deficit			
Preferred A stock, par value $0.001; 200 shares authorized, 172 and 104 shares issued and outstanding at June 30, 2012 and June 30, 2011, respectively.	-	-	-
Preferred B stock, par value $0.001; 100 shares authorized, zero shares issued and outstanding	-	-	-
Preferred C Stock, par value $.0.001; 300 shares authorized, 239 and 234 shares issued and outstanding at June 30, 2012 and June 30, 2011, respectively.	-	-	-
Preferred D Stock, par value $.0.001; 400 shares authorized, 133 shares issued and outstanding at June 30, 2012 and June 30, 2011.	-	-	-
Common stock, par value $0.001; 9,999,000 shares authorized, 8,904,774 and 3,880,142 shares issued and outstanding at June 30, 2012 and June 30, 2011, respectively.	8,905	3,880	1,972
Additional paid in capital	22,670,739	11,620,683	21,535,745
Deficit accumulated during development stage	(2,621,965)	(1,595,644)	(21,698)
Accumulated deficit	(24,372,290)	(24,372,290)	(34,522,802)
Total Stockholders' Deficit	(4,314,611)	(14,343,371)	(13,006,783)
Less: Treasury stock at cost	(100,000)	(100,000)	(100,000)
Stockholders' Deficit	(4,414,611)	(14,443,371)	(13,106,783)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	$ 4,567,588	$ 2,584,910	$ 1,017,210

See Accountants' Compilation Report

GDT TEK, Inc.

(A Developmental Stage Company)

Statements of Operations

For the years ended June 30, 2012 and 2011

and the period June 24, 2010 (inception) through June 30, 2012

(unaudited)

	For the year ended June 30, 2012	For the year ended June 30, 2011	For the period June 24, 2010 (Inception) to June 30, 2012
Revenues	$ -	$ -	$ -
Cost of revenues	-	-	-
Gross Profit	-	-	-
Expenses:			
Selling, general and administrative	208,717	860,776	1,071,223
Consulting	430,870	187,000	618,870
Professional fees	35,000	-	35,000
Officer payroll	-	200,000	205,796
Financing	-	-	-
Total Operating Expenses	674,587	1,247,776	1,930,889
Operating Loss	(674,587)	(1,247,776)	(1,930,889)
Other Expenses			
Unrealized loss from change in derivative liabilities	-	-	(1,791)
Interest expense-amortization of debt discount	-	-	(9,723)
Interest expense-other	(334,524)	(326,170)	(662,352)
Total Other Expenses	(334,524)	(326,170)	(673,866)
Loss from continuing operations	(1,009,111)	(1,573,946)	(2,604,755)
Loss from discontinued operations	(17,210)	-	(17,210)
Net loss	$ (1,026,321)	$ (1,573,946)	$ (2,621,965)
Basic and diluted loss per share:			
Loss from continuing operations	$ (0.24)	$ (0.50)	$ (0.62)
Loss from discontinued operations	$ (0.00)	$ -	$ (0.004101)
Weighted average basic and diluted common shares	$ 4,196,726	$ 3,163,548	$ 4,196,726

See Accountants' Compilation Report

GDT TEK, Inc.

(A Developmental Stage Company)

Statements of Cash Flows
For the years ended June 30, 2012 and 2011
and the period June 24, 2010 (inception) through June 30, 2012
(unaudited)

	For the year ended June 30, 2012	For the year ended June 30, 2011	For the period June 24, 2010 (Inception) to March 31, 2012
Cash flows from operating activities			
Net loss from continuing operations	$ (1,026,321)	$ (1,573,946)	$ (2,621,965)
Adjustments to reconcile net loss to net cash used by operating activities:			
Non Cash Items:			
Loss from discontinued operations	17,210	-	17,210
Amortization of debt discount	-	-	9,723
Unrealized loss from change in derivative liabilities	-	-	1,791
Issuance of common stock for services	155,500	211,700	367,200
Issuance of preferred stock for services	145,000	573,000	718,000
Changes in operating assets and liabilities:			
Accounts payable and accrued expenses	499,852	800,697	1,303,337
Payables to officer	-	(148,883)	(142,087)
Total adjustments	817,562	1,436,514	2,275,174
Net cash used by operating activities of continued operations	(208,759)	(137,432)	(346,791)
Net cash used by operating activities of discontinued operations	-	-	-
Net cash used by operating activities	(208,759)	(137,432)	(346,791)
Cash flows from investing activities			
Cash acquired in RTR acquisition	-	8	8
Net cash provided by investing activities	-	8	8
Cash flows from financing activities			
Proceeds from notes-related party	208,460	191,035	399,495
Proceeds from notes	-	(53,500)	(53,500)
Bank overdraft	188	-	788
Net cash provided by financing activities	208,648	137,535	346,783
NET INCREASE/(DECREASE) IN CASH	(111)	111	-
CASH			
Beginning of period	111	-	-
End of period	$ -	$ 111	$ -

GDT TEK, Inc.

(A Developmental Stage Company)

Statement of Changes in Stockholders' (Deficit)/Equity
For the years ended June 30, 2012 and 2011
(unaudited)

	Convertible Preferred Stock				Preferred Stock		Common Stock		Additional Paid-In Capital	Accumulated Deficit Development Stage	Accumulated Deficit	Treasury Stock	Totals
	Series A, $0.001 Par		Series C, $0.001 Par		Series D, $0.001 Par		$0.001 Par						
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount					
Balance at June 30, 2010	104	-	262	-	133	-	1,972,442	1,972	21,535,745	(21,698)	(34,522,801)	100,000	(13,106,782)
Common stock issued for services							139,700	140	(1,257,300)				(1,257,160)
Common stock issued for conversion from Preferred A Stock and Preferred C Stock	(2)	-	(13)	-			150,000	150	(1,499,850)				(1,499,700)
Common stock issued for conversion from Preferred A Stock	(32)	-					320,000	320	(3,199,680)				(3,199,360)
Common stock issued for conversion from Preferred C Stock			(16)	-			426,000	426	(4,259,837)				(4,259,411)
Common stock issued per acquisition contract							200,000	200	(1,600,200)				(1,600,000)
Common stock issued for collateral of loan							800,000	800	(8,000,000)				(7,999,200)
Common stock cancelled							(128,000)	(128)	1,152,000				1,151,872
Preferred A Stock issued for services	21	-							209,790				209,790
Preferred A Stock cancelled	(7)	-							(69,930)				(69,930)
Preferred A Stock issued per acquisition contract	20	-											-
Preferred C Stock issued for services			23	-					232,767				232,767
Preferred C Stock cancelled			(22)	-					224				224
Adjustment to additional paid-in capital and deficit									(10,817,651)		10,150,511		(667,140)
Preferred A and C Stock reclassified as a liability									119,797				119,797
Reverse stock split									19,074,808				19,074,808
Net loss for the period										(1,573,946)			(1,573,946)
Balance at June 30, 2011	104	-	234	-	133	-	3,880,142	3,880	11,620,683	(1,595,644)	(24,372,290)	100,000	(14,443,371)
Common stock issued for services							1,038,000	1,038	(175,505)				(174,467)
Common stock cancelled							(10,000)	(10)	90,000				89,990
Common stock issued for conversion from Preferred A Stock	(5)	-					52,500	53	(225,008)				(224,955)
Common stock issued for conversion from Preferred C Stock			(20)				3,940,000	3,940	(3,940)				-
Preferred A and C Stock reclassified as a derivative liability									9,357,344				9,357,344
Reverse stock split	13		3				4,132	4	454,928				454,932
Preferred A Stock issued for services	60								55,000				55,000
Preferred C Stock issued for services			22						100,000				100,000
Preferred A and C Stock reclassified as a liability									1,397,237				1,397,237
Net loss for the period										(1,026,321)			(1,026,321)
Balance at June 30, 2012	172	-	239	-	133	-	8,904,774	8,905	22,670,739	(2,621,965)	(24,372,290)	100,000	(4,414,611)

NOTE 1 – ORGANIZATION AND OPERATIONS

Prior to December 31, 1997, GDT TEK, Inc. formerly, Seamless Corporation, (the "Company") was in the food product manufacturing business and formerly known as International Food and Beverage, Inc. The Company changed its name from International Food & Beverage, Inc. to Internet Business's International, Inc., and reincorporated the Company on December 8, 1998 in the state of Nevada. The Company ceased operations during the fiscal year ended June 30, 2003. During the fiscal year ended June 30, 2004, the Company changed its name to Alpha Wireless Broadband, Inc, and started a wireless operation through its wholly owned subsidiary Skyy-Fi, Inc a Nevada Corporation. Skyy-Fi began providing access to the Internet, by installing equipment in locations such as hotels and coffee shops for use by their patrons for a fee or free basis.

In May 2005, the Company changed its name from Alpha Wireless Broadband, Inc. to Seamless Wi-Fi, Inc, which was approved by the Board of Directors and its subsidiary from Skyy-Fi, Inc. to Seamless Skyy-Fi, Inc.

In December 2005, the Company started a hosting company Seamless Internet offering Seamless clients a high-security hosting facility.

In June 30, 2008, Seamless Skyy-Fi closed the internet service and tech support for these locations.

In November 2009, GDT TEK, Inc., a Florida Corporation merged with a subsidiary of Seamless Corporation, a Nevada corporation. Seamless Corporation survived the subsidiary's merger with GDT TEK, Inc. thereafter all assets and liabilities remained the responsibility of Seamless Corporation after the merger. Seamless Corporation thereafter became a wholly owned subsidiary of GDT TEK, Inc.

The Florida Corporation acquired the preferred and common stock with the same rights and designations that existed with the Nevada Corporation.

All issued and outstanding options, warrants, and convertible securities were appropriately adjusted for the relocation and all shares outstanding on the effective date of the relocation were converted into shares of the new Florida Corporation with the same rights, options, voting powers and entitlements as previously held through the Nevada corporation. All shares, options, warrants or convertible securities that the Company had agreed to issue or agreed to issue prior to the effective date of the relocation were also appropriately adjusted to reflect in the new Florida Corporation.

On June 23, 2010, the Company entered into an agreement to acquire 100% of RTR Global Investments, LLC along with its first Power Purchase Agreement with Pacific Gas and Electric. On July 12, 2010, the Company completed the acquisition by issuing 100,000 shares of Preferred A Stock Valued at One hundred thousand dollar ($100,000).

On June 24, 2010, the Company entered into an agreement to sell all of the Company's subsidiaries: Seamless Corp., Seamless Tek Labs, Inc., Seamless Tek Ware, Inc., and Seamless Sales LLC (collectively, the "Company's subsidiaries") to 1st Global Financial Corp. ("FGBF") in consideration of 200,000 shares of Preferred A Stock of FGBF.

In June 2010, the Company became a Development stage company in the development and deployment of renewable (GREEN) electrical power

On July 12, 2010, the Company completed the acquisition of 100% of RTR Global Investments, LLC along with its first Power Purchase Agreement with Pacific Gas and Electric by issuing 100,000 shares of Preferred A Stock Valued at One hundred thousand dollar ($100,000).

On October 18, 2010, the Company and FGBF renegotiated the sale of discontinued operations. The parties revised the consideration by cancelling the 500,000 shares of Preferred A Stock of FGBF; and in return, the Company was to receive a note receivable from Integrated Resources Tech, Inc in the amount of $2,000,000 in exchange for the Company's former subsidiaries. That transaction was canceled between the parties and the discontinued operations were transferred to a buyer in June 2011. The new buyer placed no value on the assets and the Company has written off the discontinued operations.

NOTE 1 – ORGANIZATION AND OPERATIONS (continued)

On April 29, 2011, the Company entered into an exclusive licensing agreement with Steriwave Hungary Ltd., a British corporation. Under the licensing agreement, the Company granted exclusive rights to market, distribute, and deploy the Company's technology that converts heat and/or waste heat into electricity in certain European countries. The countries covered by the agreement include Italy, Spain, Romania, Slovakia, and the United Kingdom. The initial term of the agreement is for 18 months, and will be automatically renewable for an additional 15 years upon funding of the first European electricity generating project obtained by Steriwave utilizing the Company's technology. Steriwave will provide funding for the waste heat to electricity projects. The parties will split the gross profit from projects covered by the agreement 70% to Steriwave and 30% to the Company until the principle investment of Steriwave is paid back, and thereafter, the parties shall split gross profits 50% each. The Exclusive License Agreement is attached thereto as Exhibit 10.2.

On May 1, 2011, the Company's wholly owned subsidiary, RTR LLC, entered into an operating agreement with Steriwave Hungary Ltd. governing the operation of a new limited liability corporation the parties plan to form in the State of Florida. The new corporation will be named Green Day Technology, LLC. Pursuant to the operating agreement, RTR will receive a 50% interest in exchange for assigning the rights to the 6 1.5 MW/hr. Power Purchase Agreements (PPA) with Pacific Gas and Electric and for providing the knowledge and expertise to deploy the Waste Heat to Electricity units at the 6 locations. Steriwave will receive a 50% interest in exchange for providing loans of up to $23,000,000 to the new corporation in order to deploy the equipment at the 6 land fill site as required for the 6 PPA's RTR has with Pacific Gas & Electric. Under the operating agreement, Steriwave shall have majority voting rights until such time as the loans provided the new corporations are repaid, and thereafter, the parties shall vote 50/50. The parties will split the gross profit from the 6 PPA's 75% to Steriwave and 25% to RTR until the loans made by Steriwave are paid back, and thereafter, the parties shall split gross profits 50% each.

On May 14, 2011 GDT TEK, Inc., entered into an agreement with Steriwave Hungary, LTD.("SH"), where SH will advance Three Hundred Thousand Dollars ($300,000) for the purposes of moving Engine Number ONE from its present location at the Dixon Landing Land fill to the Guadalupe Land fill. GDT TEK, subsidiary RTR LLC will provide the expertise to move the equipment and bring the unit on line within 6 months of initial receipt of funds. Per this agreement from the operating profits 80% will be paid to SH and 20% will be paid to RTR LLC, until the Three Hundred Thousand Dollars ($300,000) is paid back to SH. Once the $300,000 is paid back then the profits will be split 50% to SH and 50% paid to RTR LLC. As a condition to the funding the Company will cause 20 percent of its authorized common shares to be issued to SH as collateral for the loan. The collateral will be refunded after GDT TEK has repaid the $300,000 loan. As of December 31, 2011, SH funded the entire loan amount of $300,000.

On January 6, 2012 the Company's wholly owned subsidiary RTR LLC entered into an Energy Service Agreement (ESA) to provide 20 MW of electricity to CAL MC 2. Based upon the size and scope of the new project the Steriwave- RTR LLC- Green Day Technology LLC project was canceled and the Company is now focusing on the new ESA Project.

On February 16, 2012 the Company completed the purchase of 109 Acres in Desert Hot Springs, California for $2,000,000 (assuming $1,600,000 in notes secured by the property and $400,000 in property taxes). The site will be developed to deploy Solar Equipment to produce up to 20 MW of electricity.

On June 6, 2012 the Company's wholly owned subsidiary RTR LLC canceled the Energy Service Agreement (ESA) to provide 20 MW of electricity to CAL MC 2.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Principles of Consolidation

The financial statements include the accounts of the Company and its wholly owned subsidiaries and majority-owned subsidiary. They have been prepared in conformity with (i) accounting principles generally accepted in the United States of America; and (ii) the rules and regulations of the United States Securities and Exchange Commission. All significant intercompany accounts and transactions between the Company and its subsidiaries have been eliminated in consolidation.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Development Stage Company

We are considered to be in the development stage as defined by accounting principles generally accepted in the United States ("GAAP"). We have devoted substantially all of our efforts to business planning, research and development, recruiting management and technical staff, acquiring operating assets and raising capital.

Reclassifications

Certain reclassifications have been made in the fiscal year 2010 financial statements to conform to the fiscal year 2009 presentation. These reclassifications did not have any effect on net income (loss) or shareholders' equity.

Use of Estimates

The preparation of consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes for assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates.

Investments

Marketable Securities

The Company considers all of its investments in marketable securities as available-for-sale. Available-for-sale securities are stated at fair value, with the unrealized gains and losses presented net of tax and reported as a separate component of Stockholders' deficit. Realized gains and losses are determined using the specific identification method. Gains are recognized when realized and are recorded in the Consolidated Statements of Operations as Other income. Losses are recognized as realized or when the Company has determined that an other-than-temporary decline in fair value has occurred.

Non-Marketable Securities

The Company uses either the cost or the equity method of accounting to account for its long-term, non-marketable investment securities. If the Company determines that an other-than-temporary decline exists in a non-marketable equity security, the Company writes down the investment to its fair value and records the related write-down as an investment loss in the Consolidated Statements of Operations.

Fair Value of Financial Instruments

The Fair Value Measurements and Disclosures Topic of the Financial Accounting Standards Board ("FASB") Accounting standards Codification define fair value as the price at which an asset could be exchanged in a current transaction between knowledgeable, willing parties. A liability's fair value is defined as the amount that would be paid to transfer the liability to a new obligor, not the amount that would be paid to settle the liability with the creditor.

Assets and liabilities measured at fair value are categorized based upon the level of judgment associated with the inputs used to measure their face value. Hierarchical levels are directly related to the amount of subjectivity associated with the inputs to a fair valuation of these assets and liabilities and are as follows:

Level 1 – Unadjusted quoted prices that are available in active markets for the identical assets or liabilities at the measurement date.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair Value of Financial Instruments (continued)

Level 2 – Other observable inputs available at the measurement date, other than quoted prices included in Level 1, either directly or indirectly, including:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets in non-active markets;
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by other observable market data.

Level 3 – Unobservable inputs that cannot be corroborated by observable market data and reflect the use of significant management judgment. These values are generally determined using pricing models for which the assumptions utilize management's estimates of market participant assumptions.

Net Loss Per Common Share

Basic net loss per common share is computed based on the weighted average number of shares of Common Stock outstanding.

Common stock equivalents such as convertible preferred stock and convertible debentures were not included in the calculation of the diluted loss per share because their inclusion would have been anti-dilutive.

New Accounting Pronouncements

In March 2012_, the FASB issued Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs. ASU 2011-04 provides a consistent definition of fair value and ensures that the fair value measurement and disclosure requirements are similar between U.S. GAAP and International Financial Reporting Standards. ASU 2011-04 changes certain fair value measurement principles and enhances the disclosure requirements particularly for level 3 fair value measurements. The adoption of this standard update did not have a significant impact on the Company's consolidated financial statements.

In June 2011, the FASB issued amended disclosure requirements for the presentation of comprehensive income. The amended guidance eliminates the option to present components of other comprehensive income (OCI) as part of the statement of changes in equity. Under the amended guidance, all changes in OCI are to be presented either in a single continuous statement of comprehensive income or in two separate but consecutive financial statements. The changes are effective January 1, 2012. Early application is permitted. The Management does not expect the adoption of this new guidance will have a material effect on the Company's financial position, results of operations, and cash flows.

In January 2011, the FASB temporarily deferred the disclosures regarding troubled debt restructurings which were included in the disclosure requirements about the credit quality of financing receivables and the allowance for credit losses which was issued in July 2010. In April 2011, the FASB issued additional guidance and clarifications to help creditors in determining whether a creditor has granted a concession, and whether a debtor is experiencing financial difficulties for purposes of determining whether a restructuring constitutes a troubled debt restructuring. The new guidance and the previously deferred disclosures are effective July 1, 2011 applied retrospectively to January 1, 2011. Prospective application is required for any new impairments identified as a result of this guidance. The adoption of this new guidance did not have a material effect on the Company's financial position, results of operations, and cash flows.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

New Accounting Pronouncements (continued)

In December 2010, FASB issued an amendment to the disclosure of supplementary pro forma information for business combinations. The amendments in this ASU specify that if a public entity presents comparative financial statements, the entity should disclose revenue and earnings of the combined entity as though the business combination that occurred during the current year had occurred as of the beginning of the comparable prior annual reporting period only. The amendments also expand the supplemental pro forma disclosures to include a description of the nature and amount of material, nonrecurring pro forma adjustments directly attributable to the business combination included in the reported pro forma revenue and earnings. The amendments are effective prospectively for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2010. Early adoption is permitted. The adoption of this new guidance did not have a material effect on the Company's financial position, results of operations, and cash flows.

With the exception of the pronouncements noted above, no other accounting standards or interpretations issued or recently adopted are expected to have a material impact on the Company's financial position, operations or cash flows.

Income Taxes

The Company recognizes an asset or liability for the deferred tax consequences of all temporary differences between the tax bases of assets or liabilities and their reported amounts in the financial statements that will result in taxable or deductible amounts in future years when the reported amounts of the asset or liabilities are recovered or settled and for operating loss carry forwards. These deferred tax assets and liabilities are measured using the enacted tax rates that will be in effect when the differences are expected to reverse and the carry forwards are expected to be realized. Deferred tax assets are reviewed periodically for recoverability and a valuation allowance is provided as necessary.

At June 30, 2012, the Company has net operating loss that will be offset against future taxable income. No tax benefit has been reported in the year ended June 30, 2012 because the potential tax benefit of the loss carry forward is offset by a valuation allowance of the same amount.

Management has evaluated and concluded that there were no material uncertain tax positions requiring recognition in the Company's condensed consolidated financial statements as of June 30, 2012.

The Company is no longer subject to federal of state and local income tax examination by tax authorities for the years before 2007.

NOTE 3 – GOING CONCERN

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles, which contemplate continuation of the company as a going concern. The Company has experienced significant losses in recent years. At June 30, 2012, the Company had an accumulated deficit of $26,994,255.

The Company is actively pursuing additional equity financing through discussions with investment bankers and private investors. There can be no assurance the Company will be successful in its effort to secure additional equity financing. The Company's ability to continue as a going concern is contingent upon its ability to secure financing and attain profitable operations. The financial statements do not include any adjustment to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

NOTE 4 – DISCONTINUED OPERATIONS

On June 24, 2010, the Company ceased its business operations and entered into an agreement to sell all of the Company's subsidiaries: Seamless Corp., Seamless Tek Labs, Inc., Seamless Tek Ware, Inc., and Seamless Sales LLC (collectively, the "Company's subsidiaries") to 1st Global Financial Corp. ("FGBF") in consideration of 200,000 shares of Preferred A Stock of FGBF. Subsequently, the Company and FGBF agreed to increase the consideration to 500,000 shares of Preferred A Stock of FGBF.

On October 18, 2010, the Company and FGBF renegotiated the sale of discontinued operations. The parties revised the consideration by cancelling the 500,000 shares of Preferred A Stock of FGBF; and in return, the Company was to receive a note receivable from Integrated Resources Tech, Inc in the amount of $2,000,000 in exchange for the Company's former subsidiaries. That transaction was canceled between the parties and the discontinued operations were transferred to a buyer in June 2011. The new buyer placed no value on the assets and the Company has written off the discontinued operations.

The carrying amount of the assets and liabilities of the discontinued operations at June 30, 2012 and 2011, were as follows:

Discontinued Operations	June 30, 2012	June 30, 2011
Assets		
Other assets	$ -	$ 13,910
Assets of discontinued operations	$ -	$ 13,910
Liabilities		
Current liabilities of discontinued operations	$ 1,971,051	$ 1,971,051
Liabilities of discontinued operations	$ 1,971,051	$ 1,971,051

NOTE 5 – STOCKHOLDERS' EQUITY

The Company reorganized as a Florida Corporation in November, 2009. According to the certificate of incorporation as amended July 29, 2010, the Company is authorized to issue 39,990,000,000 shares of common stock, par value $0.001 per share, 2,000,000 shares of convertible Series A Preferred Stock, par value $0.001 per share, 1,000,000 shares of convertible Series B Preferred Stock, par value $0.001 per share, and 3,000,000 shares of convertible Series C Preferred Stock, par value $0.001 per share, and 4,000,000 shares of convertible Series D Preferred Stock, par value $0.001 per share.

In January 2012, GDT TEK decreased the authorized shares to 4,000,000 of which 1,000 shares are Preferred Series "A, B, C & D" shares of stock.

In March 2012, GDT TEK Inc. increased the authorized shares to 10,000,000 of which 1,000 shares are Preferred Series "A, B, C & D" shares of stock.

In July 2012, GDT TEK Inc. increased the authorized shares to 20,000,000 of which 1,000 shares are Preferred Series "A, B, C & D" shares of stock.

The Board of Directors has the authority to issue such shares of common and/or preferred stock in one or more series, with the designation, number, full or limited voting powers, or the denial of voting powers, preferences and relative, participating, optional, and other special rights and the qualifications, limitations, restrictions, and other distinguishing characteristics as shall be stated in the resolution or resolutions.

NOTE 5 – STOCKHOLDERS' EQUITY (continued)

The Board of Directors has adopted the following resolutions regarding the preferred stock:

Preferred Series A Stock **Par Value $.001**

Each share of Series "A" Convertible Preferred Stock shall be convertible, at the option of the Holder into 10,000 shares of fully paid and non-assessable shares of the Company's Common Stock; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Preferred Series B Stock **Par Value $.001**

Each share of Series "B" Convertible Preferred Stock shall be convertible, at the option of the Holder into 1,000 shares of fully paid and non-assessable shares of the Company's Common Stock; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Preferred Series C Stock **Par Value $.001**

Each share of Series "C" Convertible Preferred Stock shall be convertible, at the option of the Holder into Ten Thousand ($10,000) worth shares of fully paid and non-assessable shares of the Company's Common Stock based upon the most recent 10 day average closing price effective the date of receipt of the conversion request; provided, however that such conversion would not violate any applicable federal, state, or local law, regulation, or any judgment, writ, decree or order binding upon the Corporation or the Holder; or any provision of the Corporation's or Holder's if applicable, amended Articles of Incorporation or Bylaws, nor conflict with or contravene the provisions of any agreement to which the Corporation and the Holder are parties or which they are bound. The foregoing conversion shall be hereinafter referred to as the "Conversion Ratio" Said Conversion Ratio shall be subject to equitable adjustment a the reasonable discretion of the Board of Directors of the Corporation in the event of the occurrence of capital events which make such adjustments appropriate, such as a dividend payable to shares of common stock, combinations of common stock, a merger or consolidation, or the like. (See **Limitations on Conversion**)

Limitations on Conversion

No Conversion of any issued shares of Preferred Series "A, B &C" into common stock shall exceed 4.9% of the then issued and outstanding shares of common stock as reported by the Company's transfer agent, unless such conversion is submitted to and approved by the board of directors of the Company. The Company may request information from the holder of any preferred shares submitted for conversion as to that shareholders current ownership of common stock or other security of the Company.

Preferred Series D Stock **Par Value $.001**

Each share of Series "D" Preferred Stock is not convertible into Common stock. Preferred Stock "D" has voting rights as follows. One share of Series of "D" will be equivalent to voting 10,000 shares of common stock.

NOTE 5 – STOCKHOLDERS' EQUITY (continued)

Stock Issuance

During the year ended June 30, 2012 the following securities were issued (post reverse stock split of one for 10,000 shares):

50 shares of preferred A stock were issued for $45,000

10 shares of preferred A stock were issued for services valued at $10,000

22 shares of preferred C stock were issued for $140,000

5,000 shares of common stock were issued for rent valued at $2,500

1,033,000 shares of common stock were issued for consulting services valued at $78,000

During the fiscal year ended June 30, 2011 the following securities were issued (post reverse stock split of one for 10,000 shares):

160,000 shares of common stock were converted from Preferred A Stock.

50,000 shares of common stock were issued for consulting services valued at $50,000

20,000 shares of common stock were converted from Preferred A Stock

150,000 shares of common stock were converted from Preferred A and Preferred C Stock

50,000 shares of common stock were issued for services valued at $50,000

1,000 shares of common stock were issued for services valued at $1,000

500 shares of common stock were issued for services valued at $500

10,000 shares of common stock were issued for services valued at $10,000

140,000 shares of common stock were converted from Preferred A Stock

150,000 shares of common stock were converted from Preferred C Stock

10,000 shares of common stock were issued for legal service valued at $10,000

20,000 shares of common stock were issued for consulting services valued at $20,000

16,000 shares of common stock were issued for consulting services valued at $16,000

10,000 shares of common stock were issued for web design service valued at $10,000

150,000 shares of common stock were converted from Preferred C Stock

NOTE 5 – STOCKHOLDERS' EQUITY (continued)

200,000 shares of common stock issued as per acquisition contract valued at $200,000

5,000 shares of common stock were issued for consulting services valued at $5,000

2,200 shares of common stock were issued for web design services valued at $2,200

10,000 shares of common stock were issued for legal services valued at $10,000

800,000 shares of common stock were issued for collateral for a loan valued at $800,000

5 shares of Series A Preferred stock issued for consulting services valued at $50,000

16 shares of Series A Preferred stock were issued for services valued at $160,000

20 shares of Series A Preferred stock issued per acquisition contract valued at $200,000

7 shares of Series C Preferred stock were issued for services valued at $70,000

10 shares of Series C Preferred stock issued acquisition contract valued at $100,000

6 shares of Series C Preferred stock were issued for services valued at $63,000

NOTE 6 – INVESTMENT

On December 18, 2009, the Company issued 100 shares of Series C Preferred Stock valued at $1,000,000 in exchange for the 20 shares of Series C Preferred Stock of Nexia Holdings, Inc. The 20 shares are convertible into $1,000,000 of the underlying common stock at the market price of that stock on the date of conversion.

The Company has the following convertible instruments outstanding:

$150,000 Senior Secured Convertible Promissory Note, Due February 11, 2010

This Note carries interest at 10% per annum, payable monthly. This Note is convertible into common stock at the holder's option at a conversion price of the lesser of: (a) $1.00 and (b) sixty percent (60%) of the average of the three (3) lowest closing bid prices for the ten (10) trading days immediately preceding the conversion date. This note is secured by a first priority security interest in certain assets of the Company.

Convertible Promissory Notes
$50,000, due December 9, 2009
$100,000, due October 14, 2009
$150,000, due August 19, 2009
$100,000, due July 15, 2009
$150,000, due February 12, 2010
$309,760, due June 21, 2010
$60,000, due June 30, 2010
$64,000 due on September 11, 2010
$18,000 due on August 6, 2010

These Notes carries interest at 7% per annum and are convertible into common stock as follows: Unpaid principal and accrued but unpaid interest divided by the lesser of (a) $5.00 or (b) the product of 50% discount to market times 10,000.

NOTE 6 – INVESTMENT (continued)

$150,000 due on October 2, 2010
$90,000 due on November 12, 2010
$60,000 due on December 9, 2010
$76,000 due on December 22, 2010

These Notes carries interest at 10% per annum and are convertible into common stock as follows: Unpaid principal and accrued but unpaid interest at $1.00 or $0.1 in the event the Company's common stock is delisted from the OTC Bulletin Board and is no longer subject to the reporting requirements of the Exchange Act.

The conversion feature embedded within all of the above Notes has been classified as a derivative liability and has been fair valued using the Black Scholes option pricing model at June 30, 2010, in accordance with ASC 815. Pursuant to accounting standard, the conversion feature has been classified as a derivative liability, with the corresponding change in value reported in the statement of operations, because the conversion option of each note could potentially require the issuance of an unlimited number of common shares as a result of the conversion.

The fair value of the conversion feature (the "Feature") was originally valued at $5,344,707 at issuance. However, since the value of the options at issuance exceeded the face amount of the debt, the Company recognized a loss of $4,060,947 as a result of the issuance of these Notes.

As a result of the issuance of all these Notes, the Company recorded a discount on the Convertible Debt of $1,283,760. The discount has been fully amortized to interest expense as of the maturity dates on the notes.

The following assumptions were used in the Black Scholes calculation of the fair value of the conversion feature liabilities:

Volatility: 250-400%;
Risk free rate: 0.2% to 2.2%;
Term: ranges from 1 month to 1 year
Exercise price: ranges from $0.50 to $1.00
Stock price: ranges from $1.00 to $2.50
Dividend yield: $-0-
Number of common shares convertible into: ranges from 10,811 to 1,500

NOTE 7– PREFERRED STOCK LIABILITY

The company issued Preferred A stock and Preferred C stock. Both issues of stock are convertible into common stock. The following Preferred Stock Liability is:

The Preferred A stock is convertible into 10,000 shares of common stock for each share of Preferred A stock. At June 30, 2012, there were 172 shares of Preferred A stock outstanding. Therefore, 1,720,000 shares of common stock would have to be issued valued at $756,800 at June 30, 2012.

The Preferred C stock is convertible into $10,000 worth of common stock based upon the average closing price of the average of the last 10 trading days before issuance. At June 30, 2012, there were 230 shares of Preferred C stock outstanding. The fair value of Preferred C stock that is convertible into common stock is reflected as a liability at June 30, 2012 of $3,162,500. Therefore, 7,187,500 shares of common stock would have to be issued (based upon a 10 day average price of $0.32).

NOTE 8 – STOCK CONVERSION LIABILITY

The required shares of common stock that is needed to have the entire convertible instruments above to be converted exceeded the authorized common stock of the Company, therefore the Company recorded Stock conversion liabilities of $164,400 with a reduction to additional paid-in capital at June 30, 2012.

NOTE 9 – NOTES PAYABLE

The Company obtained the following debt financing:

Short-term Notes

$5,000 due on October 21, 2010
$10,000 due on December 16, 2010
$2,000 due on February 22, 2011
$5,000 due on March 23, 2011
$5,000 due on April 1, 2011
$10,000 due on April 27, 2011
$2,500 due on May 17, 2011
$10,000 due on June 1, 2011
$4,000 due on June 23, 2011
$348,883 due on June 30, 2012*
$200,000 due on June 30, 2012*

The short-term notes above carry interests at 8% per annum, payable quarterly, a maturity term of 12 months or at the option of the lender to recall the loan prior to maturity.

* The short-term notes above carry interests at 5% per annum, all due and payable at maturity term of June 30, 2012.

Related party notes

$59,932
$356,735

The $59,932 short-term note above is payable to Albert Reda Corporation and $356,735 which is owed to ARR LLC both of which are controlled by the former CEO of the Company and the carry interest at 8% and 5% per annum, respectively, payable quarterly, a maturity term of 12 months or at the option of the lender to recall the loan prior to maturity.

NOTE 10 – ENERGY SERVICE AGREEMENT

On January 6, 2012 the Company's wholly owned subsidiary RTR LLC entered into an Energy Service Agreement (ESA) to provide 20 MW of electricity to CAL MC 2. Based upon the size and scope of the new project the Steriwave- RTR LLC- Green Day Technology LLC project was canceled and the Company is now focusing on the new ESA Project.

NOTE 11 – LAND PURCHASE

On February 16, 2012 the Company completed the purchase of 109 Acres in Desert Hot Springs, California for $2,000,000 (assuming $1,600,000 in notes secured by the property and $460,000 in property taxes). The site will be developed to deploy Solar Equipment to meet the 20 MW requirements of the Energy Service Agreement (ESA) agreement entered with CAL MC 2. At June 30, 2012 property taxes owed was approximately $460,000.

NOTE 12 – SUBSEQUENT EVENTS

In December 2012 the Company failed to meets is financial requirements with regard to the 109 Acres in Desert Hot Springs, California for the $2,000,000 (assuming $1,600,000 in notes secured by the property and $400,000 in property taxes). The Lender reacquired the site due to lack of payment. Subsequently the new owner (former lender) of the 109 Acres agreed to reaccept the offer of payment once the Company can confirm that it has a lender in place to build out the site for the 20MW solar project

In December 2012 the Company invested into Green USA Recycling, Corp project in the form of 200,000 shares of restricted common stock based on an agreed value of $.25 per share.

In December 2012 Ralf Horn elected to resign from the Board of Directors and as CTO of the Company until at such time the Company obtains funding for its projects.

Item 13-Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence

See Financial report Item 12 of this report

Item 14-Benficial owners

The following table sets forth certain information concerning the ownership of the Company's common stock as of June 30, 2012, with respect to: (i) each person known to the Company to be the beneficial owner of more than five percent of the Company's common stock; (ii) all directors; and (iii) directors and executive officers of the Company as a group. The notes accompanying the information in the table below are necessary for a complete understanding of the figures provided below. As of June 30, 2012, there were 8,904,774 shares of common stock issued and outstanding. All numbers reflect a 10,000 for 1 reverse split of all classes of stock that was effective as of February 23, 2010.

TITLE OF CLASS	NAME AND ADDRESS OF BENEFICIAL OWNER	AMOUNT & NATURE OF BENEFICIAL OWNERSHIP	PERCENT OF CLASS
Common Stock	MAKR Inc. 848 N. Rainbow Blvd Las Vegas, NV 89107	460,000	5.50%
Common Stock	Malvern Hill Inc. 1704 Corona Dr Austin TX 78723-3404	690,000	7.70%
Common Stock	Seamless Internet, Inc. 800 N Rainbow Blvd Las Vegas NV 89107	800,000	8.98%
Common Stock	Steriwave Hungary LTD Airport House, Purley Way Croydon, CR0 0XZ	800,000	8.98%

Item 15-The name, address, telephone number, and email address for each of the following outside providers that advise the issuer on matters relation to the operations, business development and disclosures

1. Investment Banker: None
2. Promoters: None
3. Counsel: Simon Kogan ESQ
   i. Address: 171 Wellington Court, Staten Island, NY 10314
   ii. Telephone: 917-831-6504
4. Accountant or Auditor:
   a. Management: Management is responsible for the preparation of these financial statements.
   b. Accountant: SMC LTD.
      i. Address: 15 Maiden Lane, Suite 1002, New York, NY 10038
      ii. Telephone: 212-227-3300
      iii. Services: Accounting and review services.
5. Public Relations Consultant: None
6. Investor Relations Consultant: None
7. Any other advisor: None

Item 16-Managments's Discussion and Analysis or Plan of Operation

Cautionary Statement Regarding Forward Looking Statement

The information herein contains certain forward looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended, which are intended to be covered by the safe harbors created thereby. Investors are cautioned that all forward looking statements involve risks and uncertainty, including, without limitation, the ability of GDT Tek, Inc., to continue its business strategy, changes in the real estate markets, labor and employee benefits, as well as general market conditions, competition, and pricing. Although GDT Tek, Inc. believes that the assumptions underlying the forward looking statements contained herein are reasonable, any of the assumptions could be inaccurate, and therefore, there can be no assurance that the forward looking statements included in this disclosure will prove to be accurate. In view of the significant uncertainties inherent in the forward looking statements included herein, the inclusion of such information should not be regarded as a representation by GDT Tek, Inc., or any other person that the objectives and plans of GDT Tek, Inc., will be achieved.

Overview

GDT Tek is engaged in bringing solutions to the market utilizing low temperature heat sources to produce electricity. Development on GDT's prototype power unit started in 2000 and culminated with the completion of the first operational 15kW waste heat electricity unit in June of 2001. A follow on 50kW unit prototype was completed in May of 2002. After undergoing evaluation and further design refinement at the Republic Federal landfill site in Milpitas, California, GDT operated the upgraded unit at 150KW capacity for five years (production log attached) at the Republic Federal landfill producing revenue of each a month in power sales. The source of waste heat for GDT's unit was a power plant generating electricity utilizing landfill methane gas. The power plant was operated by Fortistar. According to the operating personnel at Fortistar, the GDT unit operated without any major interruptions. The maintenance of the unit corresponded with the maintenance of the feeder plant and came online with any problems or delay. While in operation, the GDT unit caused a noticeable drop in the feeder plant's parasitic load.

The company has licensed patented waste heat to electric power generation technology and is driving its adoption by power plants, landfills and other waste-heat generating industries. GDT Tek's waste heat to electricity systems are powerful enough to serve as a primary energy source, highly efficient, immediately cash-flow positive when installed under a Power Purchase Agreement and are scalable with system sizes from 150 KW/Hr to 5000 KW/Hr currently available. The GDT Tek system has been proven through a long-term five year installation at a San Jose, California-area landfill. Waste heat captured from landfill-generated methane gas generator engine exhaust and radiator jacket coolant systems is used by the GDT Tek system to generate electricity which is then sold to the grid.

RTR Global Investments, LLC is a wholly owned subsidiary of GDT Tek, Inc. Its holds projects, contracts, and power purchase agreements for its parent company GDT Tek, Inc.

RESULTS OF OPERATIONS

The following table sets forth, for the years indicated, our selected financial information:

	For the year ended June 30, 2012	For the year ended June 30, 2011	For the period June 24, 2010 (Inception) to June 30, 2012
Revenues	$ -	$ -	$ -
Cost of revenues	-	-	-
Gross Profit	-	-	-
Expenses:			
Selling, general and administrative	208,717	860,776	1,071,223
Consulting	430,870	187,000	618,870
Professional fees	35,000	-	35,000
Officer payroll	-	200,000	205,796
Financing	-	-	-
Total Operating Expenses	674,587	1,247,776	1,930,889
Operating Loss	(674,587)	(1,247,776)	(1,930,889)
Other Expenses			
Unrealized loss from change in derivative liabilities	-	-	(1,791)
Interest expense-amortization of debt discount	-	-	(9,723)
Interest expense-other	(334,524)	(326,170)	(662,352)
Total Other Expenses	(334,524)	(326,170)	(673,866)
Loss from continuing operations	(1,009,111)	(1,573,946)	(2,604,755)
Loss from discontinued operations	(17,210)	-	(17,210)
Net loss	$ (1,026,321)	$ (1,573,946)	$ (2,621,965)
Basic and diluted loss per share:			
Loss from continuing operations	$ (0.24)	$ (0.50)	$ (0.62)
Loss from discontinued operations	$ (0.00)	$ -	$ (0.004101)
Weighted average basic and diluted common shares	$ 4,196,726	$ 3,163,548	$ 4,196,726

FISCAL YEAR ENDED JUNE 30, 2012 COMPARED TO FISCAL YEAR ENDED JUNE 30, 2011

During the twelve months ended June 30, 2012 compared to fiscal years ended and June 30, 2011 the company did not generate revenue due the company being a development stage Company.

We had a net loss of $(1,026321) from continuing operations the twelve months ended June 30, 2012 as compared to a net loss from continuing operations of$(1,595,644) for the year ended June 30, 2011. The net loss overall which includes discontinued operations was $(26,994,255) the twelve months ended June 30, 2012 as compared to the net loss overall which includes discontinued operations was $(25,967,934) for the fiscal year ended June 30, 2011.

FISCAL YEAR ENDED JUNE 30, 2011 COMPARED TO FISCAL YEAR ENDED JUNE 30, 2010 (AUDITED)

During the fiscal years ended June 30, 2011 and June 30, 2010 the company did not generate revenue due the company being a development stage Company.

We had a net loss of $(25,967,934) from operations the fiscal year ended June 30, 2011 as compared to a net loss from operations of$(34,544,500) for the year ended June 30, 2010, which is a decrease due to elimination discontinued operations.

OTHER: During the fiscal year ended June 30, 2012 the following expenses were incurred funding the Company which is a decrease as compared to the expenses occurred funding the Company for the year ended June 30, 2011 and June 30, 2010. This decrease is due to elimination of discontinued operations.

Interest Expenses, Financing fees and Derivatives liabilities

	June 30, 2012	June 30, 2011	June 30, 2010
Amortization of Debt Discount	0	0	(762,749)
Financing fees	(334,542)	(326,170)	(121,014)
Unrealized loss from change in derivative liabilities	0	0	(1,631,613)

These expenses will continue to occur as the company continues to raise capital through loan agreements, convertible preferred and convertible debenture agreements.

LIQUIDITY AND CAPITAL RESOURCES

Net cash used by operations activities of $(208,759) for the twelve months ended June 30, 2012 as compared to year ended June 30, 2011 increased as compared to $(137,432) which has decreased as compared to $(589,481) for the year ended June 30, 2010. These changes reflect the increase in spending due to increased activity twelve months ended June 30, 2012 and elimination of expense from discontinued operations for the fiscal year ended June 30, 2011.

Net cash provided by financing activities of $208,648 for the twelve months ended June 30, 2012 is an increase as compared to the fiscal years ended June 30, 2011 of $137,535. The $137,535 of Net cash provided by financing activities for the fiscal year ended June 30, 2011 is decrease when compared to $346,793 for the fiscal year ended June 30, 2010

As a result of the Company's in net operating losses, our working capital deficiency has increased. We have funded our losses through loans secured by preferred stock or by the purchase of preferred stock. Repayments of certain loans occurred by the lender taking possession of the collateral. We anticipate these losses to continue through June 30 2013.

We have a working capital deficiency of $18,377,576 for the twelve months ended June 30, 2012 which is an increase as compared to a working capital deficiency of $17,024,870 as of fiscal year ended June 30, 2011

We have a working capital deficiency of $17,024,870 as of June 30, 2011 which is a decrease as compared to a working capital deficiency of $14,120,693 as of June 30, 2010.

The increase in the working capital deficiency is due the increase in preferred stock liability and convertible debt liability which was offset in part by an increase in loans payable. We expect the working capital deficient to remain constant within its current range till the company has sales.

The Company will continue to seek additional debt and equity financing.

During the fiscal year ended June 30, 2012, 2011 and 2010 the company raised additional capital through debt and equity financing as follows

Funds Received	2012	2011	2010
Proceeds from loans	416,668	201,035	63,500
Proceeds from convertible loan	0	204,233	518,000
Net cash provided by financing activities	416,668	405,260	581,500

The Company is actively pursuing additional equity financing through discussions with investment bankers and private investors. There can be no assurance the Company will be successful in its effort to secure additional equity financing. The Company's ability to continue as a going concern is contingent upon its ability to secure financing and attain profitable operations. The financial statements do not include any adjustment to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

Part E **Issuance History**

Item 17- List of securities offering and shares issued for services in the past two years

During the year ended June 30, 2012 the following securities were issued (post reverse stock split of one for 10,000 shares):

50 shares of preferred A stock were issued for $45,000

10 shares of preferred A stock were issued for services valued at $10,000

22 shares of preferred C stock were issued for $140,000

5,000 shares of common stock were issued for rent valued at $2,500

1,033,000 shares of common stock were issued for consulting services valued at $78,000

During the fiscal year ended June 30, 2011 the following securities were issued (post stock split of 10,000 for one share):

50,000 shares of common stock were issued for consulting services valued at $50,000

50,000 shares of common stock were issued for services valued at $50,000

1,000 shares of common stock were issued for services valued at $1,000

500 shares of common stock were issued for services valued at $500

10,000 shares of common stock were issued for services valued at $10,000

10,000 shares of common stock were issued for legal service valued at $10,000

20,000 shares of common stock were issued for consulting services valued at $20,000

16,000 shares of common stock were issued for consulting services valued at $16,000

10,000 shares of common stock were issued for web design service valued at $10,000

5,000 shares of common stock were issued for consulting services valued at $5,000

2,200 shares of common stock were issued for web design services valued at $2,200

10,000 shares of common stock were issued for legal services valued at $10,000

5 shares of Series A Preferred stock issued for consulting services valued at $50,000

16 shares of Series A Preferred stock were issued for services valued at $160,000

7 shares of Series C Preferred stock were issued for services valued at $70,000

6 shares of Series C Preferred stock were issued for services valued at $63,000

Part F **Exhibits**

Item 18-Material Contacts

N/A

Item 19-Articled of Incorporation and Bylaws

2012 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 10, 2012
Secretary of State

DOCUMENT# P09000083370

Entity Name: GDT TEK, INC.

Current Principal Place of Business:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

New Principal Place of Business:

Current Mailing Address:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

New Mailing Address:

FEI Number: 27-0318532 **FEI Number Applied For ( )** **FEI Number Not Applicable ( )** **Certificate of Status Desired ( )**

Name and Address of Current Registered Agent:

USA-RALLC,
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

Name and Address of New Registered Agent:

USA-RALLC
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: KYLE LAVENDER — 01/10/2012
Electronic Signature of Registered Agent — Date

OFFICERS AND DIRECTORS:

Title: EVP
Name: DOMEREGO, JOHN
Address: 2816 E. ROBINSON STREET
City-St-Zip: ORLANDO, FL 32803

Title: PR-D
Name: LINTON, BO
Address: 2816 E. ROBINSON STREET
City-St-Zip: ORLANDO, FL 32803

Title: CT-D
Name: HORN, RALF
Address: 2816 E. ROBINSON STREET
City-St-Zip: ORLANDO, FL 32803

Title: D
Name: J. OLSEN LLC
Address: 2816 E. ROBINSON STREET
City-St-Zip: ORLANDO, FL 32803

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: BO LINTON — PR-D — 01/10/2012
Electronic Signature of Signing Officer or Director — Date

P09000083370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies ______ Certificates of Status ______

Special Instructions to Filing Officer:

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01/12/12--01024--005 **52.50

Amend

FILED
12 JAN 12 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

sh 1-13-12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GDT TEK, Inc

DOCUMENT NUMBER: P09000083370

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bo Linton
Name of Contact Person

GDT TEK, Inc.
Firm/ Company

2816 E. Robinson St.
Address

Orlando, Florida, 32803
City/ State and Zip Code

info@gdttek.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bo Linton at (407) 574-4740
Name of Contact Person — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- ☐ $35 Filing Fee
- ☐ $43.75 Filing Fee & Certificate of Status
- ☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- ■ $52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy ~~is enclosed~~)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
12 JAN 12 AM 11:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

GDT TEK, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

P09000083370
(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this ***Florida Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

______________________________ *The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent ______________________________

____
(Florida street address)

New Registered Office Address: ______________________________ , Florida ________
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

____
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Please note the officer director title by the first letter of the office title:
P = President; V - Vice President; T= Treasurer; S – Secretary; D Director; TR= Trustee; C = Chairman or Clerk; CEO Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change. Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change	PT	John Doe
X Remove	V	Mike Jones
X Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________
2) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________
3) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________
4) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________
5) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________
6) ____ Change ____ Add ____ Remove	______	______________________	______________________ ______________________ ______________________

E. **If amending or adding additional Articles, enter change(s) here:**
(attach additional sheets, if necessary). (Be specific)

ARTICLE IV SHARES: The number of shares of stock is 4,000,000 of which 1,000 are Preferred Series "A,B,C & D" Shares: Preferred "A,B&C are non voting shares, 200 shares are Preferred Series "A" shares of which one share of Preferred A converts into 10,000 shares of common stock;100 shares are Preferred Series "B" shares of which one share of Preferred B converts into 1,000 shares of common stock;300 shares are Preferred Series "C" shares of which one share of Preferred C converts into $10,000 worth of common stock: 400 shares are Preferred Series "D" of which has no conversion rights into common stock and one share of Preferred D has voting rights equal to 1,000,000 shares of common stock The 3,999,000 share balance of the authorized shares are common shares of stock.

F. **If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**
(if not applicable, indicate N/A)

The date of each amendment(s) adoption: 1-11-12

Effective date if applicable: ____________________
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by ____________________."
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated January 11, 2012

Signature ____________________
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bo Linton
(Typed or printed name of person signing)

President
(Title of person signing)

2012 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 10, 2012
Secretary of State

DOCUMENT# P09000083370

Entity Name: GDT TEK, INC.

Current Principal Place of Business:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

New Principal Place of Business:

Current Mailing Address:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

New Mailing Address:

FEI Number: 27-0318532 **FEI Number Applied For ( )** **FEI Number Not Applicable ( )** **Certificate of Status Desired ( )**

Name and Address of Current Registered Agent:

USA-RALLC,
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

Name and Address of New Registered Agent:

USA-RALLC
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: KYLE LAVENDER 01/10/2012
Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

Title:	EVP
Name:	DOMEREGO, JOHN
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803
Title:	PR-D
Name:	LINTON, BO
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803
Title:	CT-D
Name:	HORN, RALF
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803
Title:	D
Name:	J. OLSEN LLC
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: BO LINTON PR-D 01/10/2012
Electronic Signature of Signing Officer or Director Date

2011 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 20, 2011
Secretary of State

DOCUMENT# P09000083370

Entity Name: GDT TEK, INC.

Current Principal Place of Business:

555 WINDERLEY PLACE SUITE 300
ORLANDO, FL 32751

New Principal Place of Business:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

Current Mailing Address:

555 WINDERLEY PLACE SUITE 300
ORLANDO, FL 32751

New Mailing Address:

2816 E. ROBINSON STREET
ORLANDO, FL 32803

FEI Number: 27-0318532 **FEI Number Applied For ( )** **FEI Number Not Applicable ( )** **Certificate of Status Desired ( )**

Name and Address of Current Registered Agent:

USA-RALLC,
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

Name and Address of New Registered Agent:

USA-RALLC
841 PRUDENTIAL DRIVE, 12TH FLOOR
JACKSONVILLE, FL 32207 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: ____________________ 04/20/2011

Electronic Signature of Registered Agent — Date

OFFICERS AND DIRECTORS:

Title:	CEO
Name:	REDA, ALBERT
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803
Title:	P
Name:	LINTON, BO
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803
Title:	CTO
Name:	HORN, RALF
Address:	2816 E. ROBINSON STREET
City-St-Zip:	ORLANDO, FL 32803

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: /S/ ALBERT REDA CEO 04/20/2011

Electronic Signature of Signing Officer or Director — Date

P09000083370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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12 MAR 16 AM 11:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAR 2 0 2012
T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GDT TEK, Inc

DOCUMENT NUMBER: P09000083370

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bo Linton
Name of Contact Person

GDT TEK, Inc.
Firm/ Company

8110 ULMERTON ROAD
Address

LARGO FL 33771
City/ State and Zip Code

info@gettek.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bo Linton at (407) 574-4740
Name of Contact Person — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- ■ $35 Filing Fee
- ☐ $43.75 Filing Fee & Certificate of Status
- ☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- ☐ $52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
'12 MAR 16 AM 11:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GDT TEK, Inc,

(Name of Corporation as currently filed with the Florida Dept. of State)

P09000083370

(Document Number of Corporation (if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_______________ *The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

8110 ULMERTON ROAD
LARGO FL 33771

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _______________

____
(Florida street address)

New Registered Office Address: _______________, Florida _______________
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

____
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:
P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change	PT	John Doe
X Remove	V	Mike Jones
X Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) ___ Change ___ Add x Remove	Director	J. OLSEN LLC	2816 E. ROBINSON STREET ORLANDO FL 32803
2) ___ Change x Add ___ Remove	Director	Stan Davis	8110 ULMERTON ROAD LARGO FL 33771
3) ___ Change ___ Add ___ Remove			
4) ___ Change ___ Add ___ Remove			
5) ___ Change ___ Add ___ Remove			
6) ___ Change ___ Add ___ Remove			

E. **If amending or adding additional Articles, enter change(s) here:**

(attach additional sheets, if necessary). *(Be specific)*

Article IV SHARES. The number of shares of stock is 10,000,000. The 1,000 shares of Preferred Series "A,B,C &D remain unchanged. The 9,999,000 are common shares.

F. **If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: March 15, 2012

Effective date if applicable: ______________________

(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by ______________________."

(voting group)

■ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated March 15, 2012

Signature /s/ Bo Linton

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bo Linton

(Typed or printed name of person signing)

President

(Title of person signing)

P09000083370

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DDR
7/16/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GDT TEK, INC.

DOCUMENT NUMBER: P 09000083370

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Bo Linton
Name of Contact Person

GDT TEK,INC
Firm/ Company

8110 Ulmerton Road
Address

Largo, Florida 33771
City/ State and Zip Code

info@gdttek.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bo Linton at (407) 574-4740

Name of Contact Person — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ $35 Filing Fee

■ $43.75 Filing Fee & Certificate of Status

☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

☐ $52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED

GDT TEK, INC.

2012 JUL 13 PM 2:21

(Name of Corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

P 09000083370

(Document Number of Corporation (if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this ***Florida Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

____ *The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _______________________

____
(Florida street address)

New Registered Office Address: _______________________, Florida_____________
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

____
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:
P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change	PT	John Doe
X Remove	V	Mike Jones
X Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
2) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
3) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
4) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
5) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
6) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________

E. **If amending or adding additional Articles, enter change(s) here:**
(attach additional sheets, if necessary). (Be specific)

ARTICLE IV SHARES: The number of shares of stock is 20,000,000 of which 1,000 are Preferred Series "A,B,C,D".

F. **If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**
(if not applicable, indicate N/A)

The date of each amendment(s) adoption: July 3, 2012

Effective date if applicable: ____________________

(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by ____________________."

(voting group)

■ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated July 3, 2012

Signature ____________________

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bo Linton

(Typed or printed name of person signing)

President

(Title of person signing)

Item 20-Purchases of Equity Securities by the Issuer and Affiliated Purchaser

N/A

Item 21 Issuer's Certifications

I Bo Linton, certify

1. **I have reviewed this annual disclosure statement of GDT TEK, Inc.:**

2. **Based upon 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 pm 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 and results of operation of the issuer as of, and for the periods presented in this disclosure statement.**

December 17, 2012

/s/ Bo Linton
Bo Linton
President