

INFORMATION AND DISCLOSURE STATEMENT

Pursuant to Rule 15c2-(11)(a)(5) under the Securities Exchange Act of 1934

December 31, 2009

Medical Marijuana, Inc.

**27472 Portola Parkway
205-326
Foothill Ranch, CA 92610**

**CUSIP: 58463A
Trading Symbol: MJNA**

INFORMATION AND DISCLOSURE STATEMENT PURSUANT TO RULE 15c2-(11)(a)(5)

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c211 (a)(5) promulgated under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

Section One: Issuer's Initial Disclosure Obligations

Part A General Company Information

Item I The exact name of the issuer and its predecessors

Medical Marijuana, Inc.

The Company was originally incorporated as Berkshire Collection, Inc., in Canada in 2003. On May 23, 2005 the company was incorporated in the State of Oregon. The name was changed to Mynewpedia Corp. on January 31, 2007. On May 21, 2008 the issuer with the consent of the majority shareholder of Mynewpedia, agreed to issue common stock of Mynewpedia, Corp (MYNW) to the shareholders of Club Vivanet (Florida) in exchange for all issued and outstanding, 9,300,000 common shares of the stock of Club Vivanet, exchanging one share of Club Vivanet for twelve shares of Mynewpedia, Inc. the issuer now owns a subsidiary, Club Vivanet Inc., formed in August 2006 as a Florida C corporation. Total outstanding shares after merger was 221,176,840. A subsequent name change to Club Vivanet, Inc. took place on May 22, 2008, and on August 28, 2008 a 20:1 reverse split brought the issued and outstanding down to 11,058,842. With the election of a new Board of Directors, control of the corporation transferred from the major shareholder of Mynewpedia to the new shareholders. On March 23, 2009 the company resolved to change the name of the corporation to Medical Marijuana, Inc. The name change became effective April 28, 2009 when NASDAQ approved the name change and issued a new trading symbol (MJNA). The Board of Directors also resolved a 1:10 forward split effective April 3, 2009. The Board of Directors also resolved that the corporation spin off all of the shares of its wholly owned subsidiaries, Club Vivanet, Inc., a Florida corporation and Mynewpedia Corp. a Colorado corporation, both on a share for share basis.

Item II The address of its principle executive offices.

Medical Marijuana, Inc.
27472 Portola Parkway
205-326
Foothill Ranch, CA 92610

888-682-6562
investorrelations@medicalmarijuanainc.com

Item III. The jurisdiction(s) and date of the issuer's incorporation or organization
The issuer was originally incorporated in Canada as The Berkshire Collection. On May 23, 2005 the Company was incorporated in the State of Oregon.

Part B Share Structure

Item IV The exact title and class of securities outstanding
Medical Marijuana, Inc. Common Stock
CUSIP – 58463A
Trading Symbol – MJNA

Item V Par or stated value and description of the security
Par value of Common Stock is .001 per share
250,000,000 shares authorized

Item VI The number of share or total amount of the securities outstanding for each class of securities authorized.
At the end of last fiscal quarter – December 31, 2009
Common Stock 222,685,777 shares outstanding
409 - Shareholders of Record
1,112 - Beneficial Shareholders
25,829,592 shares - public float

December 31, 2008 - 12,481,442 shares outstanding
December 31, 2007 - 10,957,724 shares outstanding

Part C Business Information

Item VII The name and address of the transfer agent
First American Stock Transfer, Inc,
4747 N. 7th Street
Suite 170
Phoenix, AZ 85014
602-485-1346
602-788-0423 fax
<http://firstamericanstock.com>

First American Stock Transfer, Inc. is registered Under the Exchange Act with the Securities Exchange Commission as a Registrar and Transfer Agent.

Item VIII The nature of the issuer's business

A. Business Development

1. Medical Marijuana, Inc. is a corporation incorporated in the State of Oregon.

2. The Company was originally incorporated as Berkshire Collection, Inc., in Canada in 2003. On May 23, 2005 the company was incorporated in the State of Oregon. The name was changed to Mynewpedia Corp. on January 31, 2007. On May 21, 2008 the issuer with the consent of the majority shareholder of Mynewpedia, agreed to issue common stock of Mynewpedia, Corp (MYNW) to the shareholders of Club Vivanet (Florida) in exchange for all issued and outstanding, 9,300,000 common shares of the stock of Club Vivanet, exchanging one share of Club Vivanet for twelve shares of Mynewpedia, Inc. The issuer no longer owns a subsidiary, Club Vivanet Inc., formed in August 2006 as a Florida C corporation. Total outstanding shares after merger was 221,176,840. A subsequent name change to Club Vivanet, Inc. took place on May 22, 2008, and on August 28, 2008 a 20:1 reverse split brought the issued and outstanding down to 11,058,842. With the election of a new Board of Directors, control of the corporation transferred from the major shareholder of Mynewpedia to the new shareholders. On March 23, 2009 the company resolved to change the name of the corporation to Medical Marijuana, Inc. The name change became effective April 28, 2009 when NASDAQ approved the name change and issued a new trading symbol (MJNA). The Board of Directors also resolved a 1:10 forward split effective April 3, 2009. The Board of Directors also resolved that the corporation spin off all of the shares of its wholly owned subsidiaries, Club Vivanet, Inc., a Florida corporation and Mynewpedia Corp. a Colorado corporation, both on a share for share basis.
3. The fiscal year ends December 31.
4. The issuer nor any predecessor has been in bankruptcy, receivership or any other similar proceeding.
5. There have been no material reclassification, merger, consolidation, or purchase or sale of a significant amount of shares.
6. There has been no default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.
7. On April 27, 2009, Don Steinberg, Chairman of the Board and Jim Hancock resigned from the corporation. The Board of Directors voted to install Bruce Perlowin as Chairman of the Board and Chief Executive Officer of the corporation. Don Steinberg and Jim Hancock remain majority shareholders of the corporation.
8. On April 28, 2009 Bruce Perlowin, Founder and CEO was issued 40,000,000 shares resulting in an increase of outstanding equity of 19%.
9. On August 28, 2008 the corporation approved a 20:1 reverse split. On April 28, 2008 the Board of Directors approved a 1:10 forward split. The Board of Directors approved a spinoff of the corporation's two subsidiaries, Club Vivanet, Inc., a Florida corporation and Mynewpedia Corp., a Colorado corporation.
10. The issuer has never been delisted by any securities exchange or deleted from

the OTC Bulletin Board.

11. There is no current and have been no past, pending, threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuers, business, financial condition, or operations and any current, past or pending suspensions by a securities regulator.

B. Business of Issuer

1. The issuer's primary SIC Code is 7380, Miscellaneous Business Services.
2. The issuer is in the development stage.
3. The issuer is not, nor has been a "shell company".
4. There are no parent, subsidiary or affiliates of the issuer at this time.
5. The effect of existing or probable government regulations on the business is not known at this time. It is anticipated that there will be increasing regulation upon the business of the issuer.
6. Research and development activities commenced in April of 2009. There has been no cost borne directly by customers at this time.
7. Costs and effects of compliance with environmental laws, federal, state and local are not known at this time.
8. The total number of full time employees is five.

Item IX The nature of products or services offered.

Medical Marijuana, Inc. will provide institutional level financial systems to local, state and federal governments, testing and certification services, education programs, consulting and turn-key solutions to all levels of government and the Medical Marijuana Industry.

EDUCATIONAL SYMPOSIUM AND SEMINARS

MMI began its seminars with the its first education forum in Northern California. The focus of these seminars is on educating entrepreneurs, existing industry operators, regulators, city officials, law enforcement officials and the general public on the benefits of a legitimate medical marijuana industry. MMI will hold a minimum of four education seminars in cities across the US in 2010.

The seminars and workshops will focus on the entrepreneur and help them find their niche in the emerging Medical Marijuana industry. Topics will include:

- Applicable law for the cooperative and how to become a caregiver.
- Cultivation- indoor, outdoor, hydroponics and aeroponics
- Medical uses of Cannabis
- Taxes, Accounting and Trade
- Delivery Service
- Related industries with the best product to use and distribute.

FINANCIAL SOLUTIONS

Medical Marijuana, Inc. has a provisional patent pending on the MMI Financial Solutions that provide local, state and federal governments with a closed loop financial accounting system to monitor compliance and collect tax revenues in a near real-time environment. MMI will also provide an integrated business system for medical marijuana Industry participants, from growers to distributors to dispensaries. MMI Solutions will ensure compliance with local, state and federal regulations where it concerns operations and taxation.

TAX REMITTENCE

Using this new invention, the "Point of Sale" System will recognize the dispensary's tax ID number and the tax rates for state and local taxes as well as provide "Automated Clearing House" (ACH) settlement of the taxes to the proper financial institutions. The state sales tax amount is sent to a database and at the end of the day all money in the sales tax database is cleared and posted through an "Automated Clearing House" (ACH) to the state and other appropriate governmental agencies for that days collected sales tax. The remaining funds are sent to the dispensary's account or other designations.

The Company has introduced a Stored Value Platform System with a full slate of interactive Financial Services made readily available through a patent pending delivery system, a Stored Value Debit Card.

This Stored Value Platform System will provide verifiable solutions for an inter-agency approach to manage the difficult task of Revenue and Taxation Collection for the emerging medical marijuana industry.

The stored platform cards will be sold by Master Agents around the United States whereby commissions will be paid on a per transaction basis. The company has engaged a total of nineteen master agents to date. The agents are trained through a series of training conference calls held daily.

There are patents pending for both the stored value platform system and an inventory control system now in development.

The company is the first to step up into unknown territory, becoming the first U.S. public corporation to enter the medical marijuana industry. Much of the necessary infrastructure required to efficiently and effectively manage an industry of this magnitude simply does not exist. MMI will develop groundbreaking systems and applications to service this emerging industry.

MMI is in negotiation with established scientists actively engaged in ongoing cannabinoid research. By the end of the third quarter of operations, MMI expects to have established several strategic relationships in the science and medical communities. Testing and Grading is in the development stage at this time.

Inventory Management System & Supply Chain Network - MMI's Inventory Management and Distribution System is an all encompassing supply chain and inventory management system that provides technologically advanced, comprehensive tools to the rapidly emerging Medical Marijuana Industry. The MMI System provides industry operators with the necessary tools to confidently track their valuable inventory at all points along the supply chain, from cultivation to retail sales. The system will provide a dashboard with user definable snapshots of inventory levels and value at any point in time historical, current or projected to give business managers the ability to more effectively manage their businesses. Dashboards can be distributed in a variety of formats, numerical and textual, graphical, audio and video.

The MMI System is an integrated "plug and play" network that allows, Grow-Ops, Distributors, and Co-Ops/Collectives to easily collaborate and build a strong and diversified supply chain network. The system is modularized to allow various business models to select only the modules that are necessary for their particular business model. Other operators in the industry will also "plug-in" to the network to form a vast integrated network of Grow-Ops, Distributors, Co-Ops/Collectives and third party product or service providers, all collaborating cohesively.

The MMI W2W (Wholesale-to-Wholesale) module is seamlessly integrated into a comprehensive pricing and research database that provides a matrix of fluctuating strains, pricing, and availability from inventory across the entire MMI Network of Co-Ops/Collectives and Grow-Ops. Co-Ops/Collectives low on inventory, or have overstock inventory, can query and post in real-time "available-for-trade" inventory levels. The database has over 30 predefined defined data points such as TCH Content, CBA, CBD, etc., as well as an unlimited number of user/community defined criteria.

The underlying infrastructure is based on a "closed-loop" design to minimize theft and fraud by identifying unauthorized breaks in the supply chain audit trail in real time. Business managers can be notified immediately via text message or email on mobile devices as well as supplying a real-time video feed of suspected activity to mobile devices. The closed-loop infrastructure also facilitates "batch-tracking" for recall purposes in the event contaminated product is introduced into the system.

There is also a "Mom & Pop Grow-Op" feature that promotes and supports a small business boutique model over big agribusiness super-grows that will inevitably make their way into the industry. Small and tightly controlled Grow-Ops will produce more variety and higher quality product than large automated industrial models, this model has been proven in the micro-brew industry. MMI chooses a "quality over quantity" approach, and long term sustainability over short-term gain.

Turnkey Business Solutions - MMI provides Turnkey Business Management Solutions for Co-Ops, Grow-Op and Distributors as a much needed service to the rapidly expanding number of businesses in the Medical Marijuana Industry. There is a high Level of confusion and contradiction as to the laws and regulations that apply to this industry. MMI has stepped up to provide clarity and to ensure that new entrepreneurs to this industry and existing industry operators are able to operate efficiently and in full compliance from the first moment they are open for business.

MMI Turnkey Solutions can be purchased in bundles or ala carte. MMI Business Management Solutions provide the following solutions and more:

- Local, State and eventually Federal Licensing Services
- Site Location Scouting
- Lease/Contract Negotiation
- Store Design and Built-Out
- Product Sourcing
- Staffing & Training
- Insurance Sourcing, including Health plans for employees, Worker's Comp, Business Liability, and Fire and Theft
- Security Systems and Personnel
- Notification and Coordination with local regulatory and law enforcement officials
- Implementation & Support of all Business Systems:
 - Tax Remittance Cards
 - Point of Sale (POS) Systems
 - Business Accounting Systems
 - Inventory Management Systems
 - Supply Chain Network
 - Contact/Customer/Vendor Management Systems
- Advertising Programs
- Accounting Services
- Legal Services
- Tech Support Services
- MMI Industry Newsletters & Magazine

MMI Turnkey Business Management Solutions allow entrepreneurs to invest in this industry and begin operating worry free right out of the gate, avoiding the potential pitfalls of starting a new business in a new and rapidly emerging industry. MMI will be working alongside the entrepreneur to provide solutions to the regulatory and operating environment which has not yet been fully and clearly defined as in other mature industries.

Consulting - Consulting Services for local, state and federal governments and the business community. Experts at MMI will be available for consulting engagements at all levels of the industry. This is a new and emerging industry that requires a thoughtful and concise approach to establish the infrastructure and many components required for the industry to flourish. MMI Consultants will be available for planning and education purposes to municipalities, county, state and federal governments, as well as to industry participants from cultivation to dispensary operation and all operations in between. MMI Consulting has already begun to operate its accounting and cash flow audits for its signed collectives.

Accounting – MMI is in the process of acquiring Certified Public Accountants and personnel to provide full service accounting from daily and weekly bookkeeping to quarterly tax and yearly income tax filings.

Security Services - MMI will provide expert security, specific to the industry and the security issues it will face. MMI will provide contract and temporary security personnel to cultivators, distributors and collectives. MMI will also provide state-of-the-art electronic security solutions.

Future areas of concentration to be entered into include but are not limited to:

Distribution - MMI will provide distribution services to cultivators and dispensary operators to provide a safe, secure and proper method of distribution from cultivation to the market. The value of this cargo is substantial, so standard distribution methods are unacceptable for this market. An added level of security is required to minimize potential high-jacking by the criminal element that will take time to eradicate in the transition to a legitimate market.

Grow Operations- MMI will analyze the cultivation market for opportunities to establish itself. As the market matures, many farmers are going to turn to growing medical marijuana crops as it is far more lucrative than any other crop in the U.S. or the world. There may initially be a glut of farmers/cultivators producing medical marijuana which will drive down prices until the market stabilizes. MMI will organize and coordinate the grow-op market by providing the infrastructure to allow it to operate efficiently.

Co-Op/Collective Management - As the market matures, MMI will provide outsourced management services to dispensaries under contract. MMI will standardize operations and product selection in its group of managed dispensaries.

Medical Marijuana Business Journal - Industry News, Education and Information - MMI will distribute an industry magazine that addresses all issues concerning businesses in the emerging Medical Marijuana Industry.

MMI University - high-level educational programs to industry participants, law enforcement, political groups and consumers. Curriculum includes, but is not limited to; business management in the medical marijuana industry, managing co-ops and grow-ops, distribution, marijuana horticulture, laws and regulations.

Item X The nature and extent of the issuer's facilities

1. Medical Marijuana, Inc. adheres to the concept of "virtual" offices, allowing its management and employees to remain in touch while serving its clients and customers in the field. The company uses a centralized mail depository at 27472 Portola Parkway # 205-326, Foothill Ranch, CA 92610.

Part D Management Structure and Financial Information

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

A. Officers and Directors

**Bruce Perlowin
Chairman of the Board
Chief Executive Officer**

27472 Portola Parkway
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In the early 90's, Bruce Perlowin co-founded Globalcom 2000. This company was primarily in the prepaid phone card business, which at that time was a virtually unknown market, with only a few producers. Globalcom became the fastest growing, and one of the largest phone card companies in the U.S. Among the many 1st accomplished in that business, was the 7-11 account, which was captured as the 1st phone card in the U.S. with a corporate logo.

Throughout the past 4 decades, Bruce Perlowin participated in the network marketing industry and currently holds three World records in that industry. One, for the second largest commission check in the industry, when he earned \$176,000 in a company called MyiBiz in 2001. Earlier in 1994, working with One World Communications, he opened 187 training centers around the world, in only 9 months (before internet or email was main stream) a record that is still in effect today.

Employment past five years

Mr. Perlowin does not sit on any other boards besides Medical Marijuana, Inc.
Mr. Perlowin has not been compensated by the issuer.
Mr. Perlowin owns 53,909,084 shares of common stock.

Donald J. Steinberg
President

27472 Portola Parkway
205-326
Foothill Ranch, CA 92610

Mr. Steinberg brings a well rounded career of experience to MMI, from building and managing start-up companies, taking companies thru the process to be OTC compliant and spending years managing floor operations on various stock exchanges. Mr. Steinberg has had a life-long career in international sales and marketing with 40 years of experience developing and running successful businesses. Using this breath of experience, Don will provide guidance and day-to-day management for the company and is actively involved in its future and growth.

Mr. Steinberg does not sit on any others boards except Medical Marijuana, Inc.
Mr. Steinberg has not been compensated by the issuer.
Mr. Steinberg owns 49,861,084 shares of common stock.

James R. J. Scheltema, Esq., CPA
General Counsel & Acting CFO

27472 Portola Parkway
205-326
Foothill Ranch, CA 92610

Mr. Scheltema is an experienced attorney and certified public accountant. His specialty is corporate law and taxation, especially in the field of telecommunications. He has worked for large firms, such as Merrill Lynch, AT&T, Verizon *aka* Bell Atlantic, MCITelecommunications, WorldCom and Mercantile Bank & Trust Company. Mr. Scheltema has also been a witness, consultant and had a legal and accounting practice at his home in Pensacola, Florida where he lives with his wife and children.

Mr. Scheltema does not sit on any others boards except Medical Marijuana, Inc.
Mr. Scheltema has not been compensated by the issuer.
Mr. Scheltema owns 90,909 shares of common stock.

David Tobias
Vice President, Seminars and Education
Director

27472 Portola Parkway
205-326
Foothill Ranch, CA 92610

Mr. Tobias has a background in management, horticulture and sales. He was a pioneer in retail sales in the cellular telephone industry in Florida, building the core for the largest cellular telephone entity in Ft. Lauderdale, Florida in the late 1980's. Other notable ventures include development of residential real estate in Ocala, Florida and Boulder, Colorado. Most recently, Mr. Tobias served an executive position with a major residential home builder in Tulsa, Oklahoma. He has served with MMI for the past year.

Mr. Tobias does not sit on any others boards except Medical Marijuana, Inc.

Mr. Tobias has not been compensated by the issuer.

Mr. Tobias owns 1,000,000 shares of common stock.

William Martin
Chief Technology Officer
Director

27472 Portola Parkway
205-326
Foothill Ranch, CA 92610

William Martin has an extensive technology background. His startup Internet ticket sales platform, Ticket Inspector his a growing concern in the online ticketing sector. Mr. Martin's recent entry into the online classified market, Shop The Seven, has been steadily expanding. Mr. Martin's IT skills provide a firm foundation for continuing growth on the World Wide Web.

Mr. Martin does not sit on any others boards except Medical Marijuana, Inc.

Mr. Martin has not been compensated by the issuer.

Mr. Martin owns 615,000 shares of common stock.

B. Legal/Disciplinary History

None of the above named persons have been the subject of

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding within the past five years.
2. The entry of an order, judgment or decree not subsequently reversed, suspended or vacated by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended, securities, commodities, or banking activities.
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission or a state securities regulator of a violation of federal or state

securities or commodities law, which finding or judgment has not been reversed, suspended or vacated or,

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Disclosure of Family Relationships

There are no familial relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of any class of the issuer's equity securities.

D. Disclosure of Related Party Transactions.

The issuer has not participated in any related party transactions within the past two years.

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

Financial information is included as an attachment as Appendix A of this statement.

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

Financial information is included as an attachment as Appendix of this statement.

Item XIV Beneficial owners

Beneficial Owners of 5% or more

<u>Name</u>	<u>Address</u>	<u>Shares Owned</u>	<u>Percentage</u>
Jim Hancock	3333 Ulmann St. San Diego, CA 92106	24,949,000	11%
New Compendium	Transfer Agent for New Compendium InCorp Services, Inc. 36 South 18th Avenue, Suite D Brighton, CO 80601	34,000,000*	15%

*No shareholder of New Compendium either directly or indirectly owns more than 5% of the total shares of the issuer.

Don Steinberg	27472 Portola Parkway # 205-326 Foothill Ranch, CA 92610	49,861,084	22%
Bruce Perlowin	27472 Portola Parkway # 205-326 Foothill Ranch, CA 92610	53,909,084	24%
Total Shares Outstanding		222,685,777	

Item XV The name, address, telephone number, and email address of each of the following outside providers that advises the issuer on matters relating to operations, business development and disclosures.

1. Investment Banker
None at this time
2. Promoters
None at this time
3. Counsel
In house
4. Accountant or Auditor
Shelly International, CPA's
Mark Shelly, CPA
144 S. Mesa Dr. #E
Mesa, AZ 85210
480-461-8301
5. Public Relations Consultants
None at this time
6. Investor Relations Consultant
None at this time

Item XVI Management's Discussion and Analysis of Plan of Operations

A. Plan of Operation

Currently the issuer is in the process of a Private Party Memorandum for the sale of 2,000,000 shares of restricted common stock. It is expected this funding will provide the issuer with start up funds to initiate its first product roll out. The first six to nine months will be dedicated to building MMI's infrastructure, laying the groundwork for marketing campaigns, developing systems, documenting policies and procedures, writing white papers, making public appearances, etc. The company may not earn a profit for as much as 6 to 12 months or more. The issuer's tax remittance cards are already at the testing stage and expect to be operational within a couple months. Sales of the issuer's financial management systems are projected at \$3.4 million the first full year of operation.

The changing state of the medical marijuana industry has led to much confusion in regards to local and state ordinances and tax collections. Education seminars and consulting services will be a large part of the first year sales. To insure the efficiency of the issuer's tax remittance system it will be necessary to develop accounting, POS and inventory systems for the customer. Tax remittance and stored value cards will generate revenue on a per transaction basis.

Quality Assurance programs are projected to generate approximately \$888,000 the first full year of operation. The issuer expects to concentrate on the stored platform and tax remittance cards, as well as Educational Seminars, Consulting and Quality Assurance programs its first full year in operation.

As additional products are developed personnel will be added at a modest rate.

The key to MMI's sales strategy will be strategic alignment with organizations that have been the leaders of the medical marijuana movement over the past decade and are interconnected with most participants in the industry, including local, state and federal governments.

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

As is often the case for companies in their first year of operations, the continuing development of the issuer's multi-faceted business plan developed a loss. Management changes during the third and fourth quarter of 2009 stalled the direction and development of the issuer's plan of operations. The appointment of Don Steinberg to President and the appointment of a new CFO will take place after the first of the year to redirect the focus of the company towards segments of the marijuana industry which have proven to be profitable. It is anticipated that the Educational Expo and seminars that are scheduled for 2010 will bring revenue and with cost containment and budgeting in place the company is expected to show profit.

C. Off-Balance Sheet Arrangements

The issuer has no off-balance sheet arrangements

Part E Issuance History

The issuer currently has in circulation a Private Party Memorandum. As of this date there have been no sales.

Part F Exhibits

Item XVIII Material Contracts

There are no material contracts at this time.

Item XIX Articles of Incorporation

Attached as Appendix B

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

The issuer nor any of its affiliates have purchased equity securities.

Item XIX. Articles of Incorporation and Bylaws



Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone:(503)986-2200
Fax:(503)378-4381
www.filinginoregon.com

448 17 #150-

Registry Number: 280925-91
Date of Incorporation: 05/23/2005
Type: DOMESTIC BUSINESS CORPORATION

FILED

MAY 22 2008

OREGON
SECRETARY OF STATE

RE: MYNEWPEDIA CORPORATION

APPLICATION FOR REINSTATEMENT/REACTIVATION

Please complete and return this letter and any enclosed documents for filing the requested reinstatement/reactivation.

Submit \$150 for the required fees.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 07/20/2007

The reason(s) for administrative dissolution has been eliminated or did not exist.

By: [Signature] Date: May 21, 2008
(Authorized Signature) James L. Hancock
CFO

Any fees submitted with this document are non refundable and will be held for 45 days. If the document is returned for filing within 45 days no additional fees will be due unless otherwise stated in this letter.

Business Registry
Corporation Division
(503) 986-2200

448 18 \$50-



Phone: (503) 986-2200
Fax: (503) 378-4381

Articles of Amendment—Business/Professional/Nonprofit

Secretary of State
Corporation Division
255 Capitol St. NE, Suite 151
Salem, OR 97310-1327
FilingInOregon.com

Check the appropriate box below:

- BUSINESS/PROFESSIONAL CORPORATION
(Complete only 1, 2, 3, 4, 5, 7)
- NONPROFIT CORPORATION
(Complete only 1, 2, 3, 5, 6, 7)

FILED

MAY 22 2008

OREGON
SECRETARY OF STATE

REGISTRY NUMBER: 280925-91

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record.
We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink.

1) ENTITY NAME: MYNEWPEDIA CORPORATION

2) STATE THE ARTICLE NUMBER(S) AND SET FORTH THE ARTICLE(S) AS IT IS AMENDED TO LEAD. (Attach a separate sheet if necessary.)

Article 2 - Resolved, MYNEWPEDIA CORPORATION is authorized to change its corporate name to CLUB VIVANET, Inc.

3) THE AMENDMENT WAS ADOPTED ON: MAY 21, 2008

(If more than one amendment was adopted identify the date of adoption of each amendment.)

BUSINESS/PROFESSIONAL CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

Shareholder action was required to adopt the amendment(s). The vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the board of directors without shareholder action.

The corporation has not issued any shares of stock. Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the incorporators or by the board of directors.

NONPROFIT CORPORATION ONLY

5) CHECK THE APPROPRIATE STATEMENT

Membership approval was not required. The amendment(s) was approved by a sufficient vote of the board of directors or incorporators.

Membership approval was required. The membership vote was as follows:

Class(es) entitled to vote	Number of members entitled to vote	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

6) EXECUTION

Signature

Printed Name

Title

[Signature]

James L. Hancock

Chief Financial Officer

7) CONTACT NAME (To resolve questions with this filing.)

James Hancock

DAYTIME PHONE NUMBER (include area code.)

619-501-0485

FEES

Required Processing Fee \$50
 No Fee for Nonprofit Type Change Only
 Confirmation Copy (Optional) \$5
 Processing Fees are non-refundable.
 Please make check payable to "Corporation Division."
 NOTE:
 Fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.

Please include Confirmation Copy

[Signature]
05/22

Medical Marijuana, Inc.

Balance Sheet

For the Period Ending December 31, 2009

Unaudited

	<u>Dec. 30, 2009</u>
ASSETS	
Current Assets	
Cash and Cash Equivalants	19,910.00
Total Checking/Savings	<u>19,910.00</u>
Other Current Assets	
Inventory Asset	1,985.00
Note Receivable	
Note - Charles Larsen	8,040.00
Total Note Receivable	<u>8,040.00</u>
Total Other Current Assets	<u>10,025.00</u>
Total Current Assets	<u>29,935.00</u>
Other Assets	
Goodwill Club Vivanet, Inc.	169,418.00
Patent	135.00
Total Other Assets	<u>169,553.00</u>
TOTAL ASSETS	<u><u>199,488.00</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Loan to/from Officers	30,759.00
Total Other Current Liabilities	<u>30,759.00</u>
Total Current Liabilities	<u>30,759.00</u>
Total Liabilities	30,759.00
Equity	
Additional Paid in Capital	127,133.00
Capital Stock	219,238.00
During the Period Ending December, 31, 2009	
Common Stock \$.01 Par Value, 250,000,000 shares authorized	
222,685,777 Outstanding as of December 31, 2009	-177,642.00
Total Equity	<u>168,729.00</u>
TOTAL LIABILITIES & EQUITY	<u><u>199,488.00</u></u>

The accompanying notes are an integral part of these financial statements

Medical Marijuana, Inc.
Statement of Operations
For the Year Ending December 31, 2009
Unaudited

	2009
Ordinary Income/Expense	
Income	
Clothing	66
Consulting Income	12,900
Total Income	12,966
Cost of Goods Sold	
Clothing Line	100
Total Cost of Goods Sold	100
Total COGS	100
Gross Profit	12,866
General and Administrative Expense	
Automobile Expense	2,492
Bank Service Charges	365
Computer & Internet	1,933
Consulting Fees	81,755
Corporate Housing	10,282
Marketing	7,934
Compensation	46,000
Travel and Entertainment	3,413
Office	7,580
Postage and Delivery	900
Professional Fees	3,455
Programming	10,000
Securities Reporting	14,420
Total Expense	190,529
Net Ordinary Income	-177,663
Other Income/Expense	
Other Income	
Interest Income	0
Total Other Income	0
Net Other Income	0
Net Income	-177,662

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

2009

NET INCOME PER SHARE:

Basic and Diluted Per Share Earnings \$ (0.000807)

Weighted Average Number of Shares Outstanding
During the Period Ending December, 31, 2009
Common Stock \$.01 Par Value, 250,000,000 shares
Authorized, 222,685,777 Outstanding as of
December 31, 2009.

Medical Marijuana, Inc.

Statement of Cash Flows

October 1, 2009 to December 31, 2009

Unaudited

	<u>Oct - Dec 2009</u>
OPERATING ACTIVITIES	
Net Income	-177,642.00
Adjustments to reconcile Net Income to net cash provided by operations:	
Inventory Asset	-1,985.00
Note Receivable: Note - Charles Larsen	-8,040.00
Loan to/from Officers	30,759.00
Net cash provided by Operating Activities	-156,908.00
INVESTING ACTIVITIES	
Goodwill	-169,418.00
Patent	-135.00
Net cash provided by Investing Activities	-169,553.00
FINANCING ACTIVITIES	
Additional Paid in Capital	127,133.00
Capital Stock	219,237.57
Net cash provided by Financing Activities	346,370.57
Net cash increase for period	19,910.00
Cash at end of period	<u><u>19,910.00</u></u>

MEDICAL MARIJUANA, INC.

STATEMENT OF STOCKHOLDER' EQUITY

October 1, 2009 to December 31, 2009

AND FOR THE PERIOD FROM MARCH 31, 2003 (INCEPTION) THROUGH SEPTEMBER 30, 2009

UNAUDITED

	Common Stock			Stock		Additional	Accumulated	
	Shares	Amount	Subscription	Shares	Amount	Paid-in Capital	Deficit/Prof	Total
March 31, 2003	-	-	-	-	-	-	-	-
Common stock issued for services			-			-	-	-
Common stock issued for cash	114	1	-			-	-	1
Net loss	-	-	-			-	-	-
June 30, 2003	<u>114</u>	<u>1</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1</u>
Common stock issued for services	-	-	-			-	-	-
Common stock issued for cash	-	-	-			-	-	-
Net loss	-	-	-			-	-	-
September 30, 2003	<u>114</u>	<u>1</u>	<u>-</u>			<u>-</u>	<u>-</u>	<u>1</u>
Common stock issued for services		-	-			-	-	-
Common stock issued for cash	-	-	-			-	-	-

Common stock issued for services	-	-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
March 31, 2006	<u>1,816</u>	<u>18</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18</u>
Common stock issued for services	-	-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
June 30, 2006	<u>1,816</u>	<u>18</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18</u>
Common stock issued for services	-	-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
September 30, 2006	<u>1,816</u>	<u>18</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18</u>
Common stock issued for services	-	-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
December 31, 2006	<u>1,816</u>	<u>18</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18</u>
Common stock issued for services	-	-	-	-	-	-	-

Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
March 31, 2007	<u>1,816</u>	<u>18</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18</u>
Common stock issued for services	4,000,000	40,000	-	-	-	-	40,000
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
June 30, 2007	<u>4,001,816</u>	<u>40,018</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>40,018</u>
Common stock issued for services			-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
September 30, 2007	<u>4,001,816</u>	<u>40,018</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>40,018</u>
Common stock issued for services		-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
December 31, 2007	<u>4,001,816</u>	<u>40,018</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>40,018</u>
Common stock issued for services		-	-	-	-	-	-
Common stock issued for cash	-	-	-	-	-	-	-

Net Income	-	-	-	-	-	-	-
March 31, 2008	<u>4,001,816</u>	<u>40,018</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>- 40,018</u>
Balance before merger with Club VivaNet							
Balance after merger adjustments							
Common stock issued for services		-	-			-	-
Common stock issued for cash	-	-	-			-	-
Net Income	-	-	-	-	-	-	-
June 30, 2008	<u>4,001,816</u>	<u>40,018</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>- 40,018</u>
Common stock issued for services	9,517,395	95,174	-			-	- 95,174
Common stock issued for cash	-	-	-			-	-
Net Income	-	-	-	-	-	-	-
September 30, 2008	<u>13,519,211</u>	<u>135,192</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>- 135,192</u>
Common stock issued for services	1,422,600	14,226	-			-	14,226
Common stock issued for cash	-	-	-			-	-
Net Income	-	-	-	-	-	-	-
December 31, 2008	<u>14,941,811</u>	<u>149,418</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>- 149,418</u>

Common stock issued for services	2,000,000	20,000	-	-	-	-	20,000
Common stock issued for cash	-	-	-	-	-	-	-
Net Income	-	-	-	-	-	-	-
March 31, 2009	<u>16,941,811</u>	<u>169,418</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>169,418</u>
April 27, 2009	16,941,811	169,418					<u>169,418</u>
April 28, 2008							
Forward split 1:10	169,418,110	169,418					169,418
Common stock issued for services	48,090,400	480,904	-	-	-	-	480,904
Common stock issued for cash	16,534	165	-	-	-	-	165
Net Income	<u>(52,319)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
June 30, 2009	<u>217,525,044</u>	<u>217,525</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>217,525</u>
Common stock issued for services	8,580	9					
Common stock issued for cash	111,420	111					
Net Income	<u>(52,319)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
September 30, 2009	<u>217,645,044</u>	<u>217,645</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>217,645</u>
Common stock issued for services	5,040,733	5,041					

Note 1 - Organization and Basis of Presentation

Organization and Line of Business

Medical Marijuana Inc. was incorporated in the State of Oregon in May of 2005. Medical Marijuana, Inc. will provide institutional level financial systems to local, state and federal governments, testing and certification services, education programs, consulting and turn-key solutions to all levels of government and the Medical Marijuana Industry.

Medical Marijuana, Inc. has a provisional patent pending on the MMI Financial Solutions that provides local, state and federal governments with a closed loop financial accounting system to monitor compliance and collect tax revenues in a near real-time environment. MMI will also provide an integrated business system for medical marijuana Industry participants, from growers to distributors to dispensaries. MMI Solutions will ensure compliance with local, state and federal regulations where it concerns operations and taxation.

Medical Marijuana, Inc. is positioned to take advantage of opportunities as they appear in the emerging legal medical marijuana industry through an enhanced payment gateway introducing verifiable levels of enhanced security. A trend is in place that clearly indicates medical marijuana is quickly becoming a legal enterprise in need of various solutions in numerous areas.

Basis of Presentation

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

Note 2 - Summary of Significant Accounting Policies

Use of Estimates

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

Principles of Consolidation

The financial statements are not consolidated.

Cash and Cash Equivalents

Cash and cash equivalents include cash in hand and cash in time deposits, certificates of deposit and all highly liquid debt instruments with original maturities of three months or less.

Prepaid Expenses

None.

Deposits

Deposits are the balances outstanding that have not been redeemed as of the date of the Financial Statements.

Notes Receivable

This represents monies loaned to the Past President, Charles Larsen by the company.

Property and Equipment

Property and equipment are stated at cost. Expenditures for maintenance and repairs are charged to earnings as incurred; additions, renewals and betterments are capitalized. When property and equipment are retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the respective accounts, and any gain or loss is included in operations.

Depreciation of property and equipment is provided using the MACRS method for substantially all assets with estimated lives of 5 years.

Revenue Recognition

The Company's revenue recognition policies are in compliance with SEC Staff Accounting Bulletin ("SAB") 104.

Stock-Based Compensation

The Company accounts for its stock-based compensation in accordance with SFAS No. 123R, "Share-Based Payment, an Amendment of FASB Statement No. 123." The Company recognizes

in the statement of operations the grant date fair value of stock options and other equity-based compensation issued to employees and non-employees.

Income Taxes

The Company utilizes SFAS No. 109, "Accounting for Income Taxes," which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred income taxes are recognized for the tax consequences in future years of differences between the tax bases of assets and liabilities and their financial reporting amounts at each period end based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amount expected to be realized.

Basic and Diluted Earnings per Share

Earnings per share are calculated in accordance with the SFAS No. 128 ("SFAS No. 128"), "Earnings per Share." Net earnings per share for all periods presented have been restated to reflect the adoption of SFAS No. 128. Basic earnings per share is based upon the weighted average number of common shares outstanding. Diluted earnings per share is based on the assumption that all dilutive convertible shares and stock options were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. At this time there are no stock options granted.

Note 3 - Going Concern

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States of America, which contemplates continuation of the Company as a going concern.

Note 4 - Notes Payable

None.

Note 5 - Stock Options and Warrants

None.

Note 6 - Prepaid Expenses

None.

Note 7 - Subsequent Events

Merger with My Newpedia, Inc. – Effective May 21, 2008.

The Company was originally incorporated as The Berkshire Collection, Inc., in Canada in 2003. On May 23, 2005 the company was incorporated in the State of Oregon. The name was changed to My Newpedia Corp. on January 31, 2007. MyNewpedia, Corp changed its name to Club Vivanet Inc., in August 2006. On May 21, 2008 the issuer with the consent of the majority shareholder of My Newpedia, agreed to issue common stock of My Newpedia, Inc. (MYNW) to the shareholders of Club Vivanet (Florida) in exchange for all issued and outstanding, 9,300,000 common shares of the stock of Club Vivanet, exchanging one share of Club Vivanet for twelve shares of MyNewpedia, Inc. Total outstanding shares after merger was 221,176,840. A subsequent name change to Club Vivanet, Inc. took place on May 22, 2008, and on August 28, 2008 a 20:1 reverse split brought the issued and outstanding down to 11,058,842. With the election of a new Board of Directors, control of the corporation transferred from the major shareholder of My Newpedia to the new shareholders. The fiscal year end date for the company is December 31. The issuer or its past predecessors have not been engaged in bankruptcy, receivership or any similar proceeding.

Name Change to Medical Marijuana, Inc. – Effective April 28, 2009

Medical Marijuana, Inc., formerly Club Vivanet (PINKSHEETS: CVIV), received April 27, 2009 from NASDAQ its new symbol MJNA which became effective April 28, 2009 at open of market including the 10-for-1 forward split. This increased holdings of all shareholders as of April 27, 2009 by 9 additional shares for each Club Vivanet, Inc. share held.

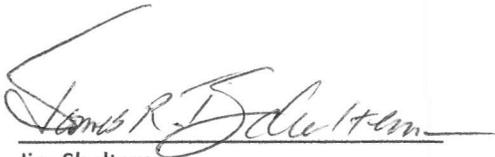
The company also announced that the payment for spin-off of two of its subsidiaries, Club Vivanet Inc. (Florida) and MyNewPedia Corp (Colorado), share for share is today, April 27, 2009 based on a record date of April 13, 2009.

ISSUER'S CERTIFICATION

Jim Sheltema, Chief Financial Officer of Medical Marijuana, Inc. certify that:

1. I have reviewed this quarterly statement for the period ending December 31, 2009.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement: and;
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of , and for, the periods presented in the disclosure statement.

Date: March 25, 2010

A handwritten signature in black ink, appearing to read "Jim Sheltema", written over a horizontal line.

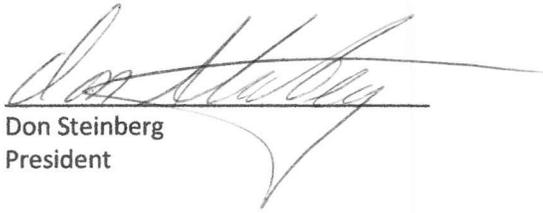
Jim Sheltema
Chief Financial Officer

ISSUER'S CERTIFICATION

Don Steinberg, President of Medical Marijuana, Inc. certify that:

1. I have reviewed this quarterly statement for the period ending December 31, 2009.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement: and;
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in the disclosure statement.

Date: March 25, 2010



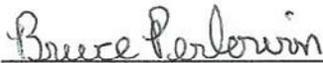
Don Steinberg
President

ISSUER'S CERTIFICATION

Bruce Perlowin, Chief Executive Officer of Medical Marijuana, Inc. certify that:

1. I have reviewed this quarterly statement for the period ending December 31, 2009.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement: and;
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of , and for, the periods presented in the disclosure statement.

Date: March 25, 2010



Bruce Perlowin
Bruce Perlowin
CEO and Chairman of the Board