

## OTC Pink Basic Disclosure Guidelines

### 1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

No Borders, Inc.

### 2) Address of the issuer's principal executive offices

#### Company Headquarters

Address 1: 6613 Corte Real, Carlsbad, California 92009

Address 2:

Address 3:

Phone: 858-900-8989

Email: marketing@thetyme.com

Website(s): www.thetyme.com

#### IR Contact

Address 1:

Address 2:

Address 3:

Phone:

Email:

Website(s):

### 3) Security Information

Trading Symbol: NDBR

Exact title and class of securities outstanding: Common

CUSIP: 65486W105

Par or Stated Value: \$0.001

Total shares authorized: 1,888,000,000 Common Stock

as of: September 30, 2015

Total shares outstanding: 209,685,734

as of: September 30, 2015

Additional class of securities (if necessary):

Trading Symbol: N/A

Exact title and class of securities outstanding: Series A Preferred Stock

CUSIP: N/A

Par or Stated Value: \$0.001

Total shares authorized: 25,000,000 of Preferred Stock

as of: September 30, 2015

Total shares outstanding: 10,000

as of: September 30, 2015

#### Transfer Agent

Name: Pacific Stock Transfer Co.

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

Address 2:

Address 3:

Phone: (800) 785-7582

Is the Transfer Agent registered under the Exchange Act?\* Yes: X No:

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None other than those imposed by the Securities Act of 1933, as amended.

Describe any trading suspension orders issued by the SEC in the past 12 months.

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None.

#### **4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

No Borders, Inc. and Black Ice Advisors, LLC; conversion for 9,900,000 shares

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

Convertible Promissory Note into Common Stock

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

N/A

C. The number of shares offered;

N/A

D. The number of shares sold;

None

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

N/A

F. The trading status of the shares; and

Shares still held by shareholder

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

Yes, shares are exempt from registration under the Securities Act and the shares were issued free of restrictions .

## 5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. (“Annual Report,” “Quarterly Report” or “Interim Report”).

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

Please see the attached Financial Statements.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

## 6) Describe the Issuer’s Business, Products and Services

Describe the issuer’s business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

## **NO BORDERS, INC.**

### **The Company**

No Borders, Inc. was incorporated in the State of Nevada on May 28, 1999, as Finders Keepers, Inc. On September 20, 2001, our name was changed to Bauer Partnership, Inc. On January 17, 2003, our name was changed to Harbour Front Holdings, Inc. On September 25, 2003, our name was changed to American Eagle Manufacturing Company. On October 18, 2004, our name was changed to No Borders, Inc.

### **Sale of the Company and Change of Control**

On February 19, 2015, we executed and closed that certain Preferred Stock Purchase Agreement (the "Agreement") with Saveene Group Corp., a Delaware corporation (the "Seller") and Michael Amezcuita (the "Purchaser"). The Seller and the Purchaser executed and delivered the Agreement in reliance upon the exemption from securities registration afforded by Section 4(a)(1) of the Securities Act of 1933, as amended (the "Securities Act"). Pursuant to the Agreement, the Seller sold to the Purchaser 10,000 shares of our Series A Redeemable Preferred Stock, par value \$0.001 per share, which shares constituted all of our issued and outstanding preferred stock.

The Certificate of Designation with respect to our Series A Redeemable Preferred Stock provides that the holders thereof, voting separately as a class, shall have the right to vote on all shareholder matters equal to  $66 \frac{2}{3}$  of the total vote. Consequently, Mr. Amezcuita has the voting equivalent of  $66 \frac{2}{3}$ % of all votes of our shareholders. As a result of the Agreement, there was a change in control of No Borders, Inc.

At the closing of the Agreement, Mr. Amezcuita was elected to our board of directors and as our president, vice president, secretary, and treasurer, and immediately thereafter, Irina Veselinovic, our sole officer and director serving before the Agreement, resigned.

On May 22, 2015, pursuant to that certain Capital Stock Exchange Agreement by and between Jason Fierro, the sole shareholder of Action Sports Media, Inc., a Nevada corporation ("ASM"), No Borders, Inc., and Mr. Amezcuita, Mr. Fierro sold to No Borders, Inc. all of the shares of the ASM Stock owned by Mr. Fierro, which shares constituted all of the issued and outstanding shares of the capital stock of ASM. In consideration therefor, we delivered to Fierro, in exchange (the "Exchange") for the ASM Stock, 10,000 shares of our Series A Redeemable Preferred Stock. Following the Exchange, ASM has become a wholly-owned subsidiary of No Borders, Inc.

Simultaneously with the Exchange, the 10,000 shares of our Series A Redeemable Preferred Stock issued in the name of Mr. Amezcuita were cancelled.

Likewise, on May 22, 2015, Mr. Amezcuita, as the sole officer and director of No Borders, Inc. expanded our Board of Directors to two persons, and elected Mr. Fierro as one of our directors and as our President, Vice President, Secretary, and Treasurer. As a result of such elections, Mr. Amezcuita resigned as an officer and director of No Borders, Inc.

As a result of the Capital Stock Exchange Agreement, on May 22, 2015, there was a further change in control of No Borders, Inc.

Also, on May 22, 2015, all of the assets conveyed by Mr. Amezcuita to No Borders, Inc. on February 19, 2015, were re-conveyed to Mr. Amezcuita. Going forward, all of the business and assets of No Borders, Inc. consist of the business and assets of ASM, our wholly-owned subsidiary.

### **Business Overview**

In this disclosure statement, unless otherwise indicated, "we," "us," "our" and the "Company" refer to Action Sports Media, Inc.

Action Sports Media, Inc. was incorporated in the state of Nevada on December 13, 2013, for the purpose of acquiring the assets of a private marketing business operating as a sole proprietorship (d/b/a TYME). In accordance with the asset purchase

agreement, it was intended that the Company would pursue its business plan of establishing and growing a boutique sports marketing agency focusing on athlete and team representation, branding, athlete program management, social media strategy and business consulting. On December 13, 2013, we executed an asset purchase agreement with Jason Fierro, our current sole officer and director (the "Asset Purchase Agreement"), pursuant to which Jason Fierro sold all of the assets of TYME to us and we issued a promissory note to Jason Fierro in the principal amount of \$50,000 (the "Note") for acquisition of the assets of TYME.

On December 15, 2014, Action Sports Media and Jason Fierro executed an amendment to the Asset Purchase Agreement to cancel the Note. Both parties agreed that it was in the best interest of both parties to cancel the Note as both entities are under common control. There were no identifiable assets acquired in the Asset Purchase Agreement with TYME. The business combination of entities under common control was consummated for the purpose of acquiring TYME's client list which would be extremely vital to executing the planned operations of the business.

## **Business Operations**

In January of 2013, TYME, a sole proprietorship whose assets were purchased by Action Sports Media on December 13, 2013, had been in the business of building a sports marketing agency. It had done well to expand its business by increasing its client base of motor sports teams. Action Sports Media executed approximately 10 month-to-month consulting service agreements with a number of motor sport racing teams whereby we would provide services such as but not limited to; sponsorship acquisitions, public relations, sales, marketing and social media. The consulting agreements are similar in that they are month-to-month whereby the client or Action Sports Media can terminate the agreement with a 30 day written notice. We are compensated with a fixed-monthly fee paid at the end of each month. Fees will vary based on the size and scope of services provided. In addition to the fixed fee, we are compensated with a 20% commission on sponsorship deals brought in. Each consulting agreement may differ slightly based on the needs of the clients. Action Sports Media offers the following services to clients:

- Provide public relations;
- Work with clients on creative activation plans for sponsors to deliver highest return on investment possible;
- Assist with negotiations from current vendors to secure best possible pricing on products;
- Manage domestic and international accounts;
- Work with management team on forecasting of goods sold;
- Identify and hire independent sales representative; and
- Explore opportunities for additional domestic and/or international regions not currently selling products.

We are expanding operations by adding sport vertical managers to manage our existing client base of AMA Supercross and Lucas Oil Off-Road Racing teams. We believe by adding these managers to manage the existing client base and expand revenue opportunities with current clients, it will help generate new business across the motor sports industry. The revenue generated will be used to make enhancements to our website, secure office space, pay debt and ensure the trucking asset is fully operational to attend events and generate sponsorship revenue.

With the additional staff, we believe we will have the opportunity to build a more extensive client base and thus have the ability to create new opportunities to generate additional revenues. The additional staff will also allow us to actively market and pitch our agency's business to potential clients. Each new hire will be specifically focused on the motor sports, skate, and surf industry. They will contact brands and athletes within these specific industries to try to secure new business.

## **RISK FACTORS**

You should carefully consider the risks, uncertainties and other factors described below because they could materially and adversely affect our business, financial condition, operating results and prospects and could negatively affect the market price of our common stock. Also, you should be aware that the risks and uncertainties described below are not the only ones facing us. Additional risks and uncertainties that we do not yet know of, or that we currently believe are immaterial, may also impair our business operations and financial results. Our business, financial condition or results of operations could be harmed by any of these risks. The trading price of our common stock could decline due to any of these risks, and you may lose all or part of your investment.

A purchase of any shares of our common stock is an investment in our common stock and involves a high degree of risk. Investors should consider carefully the following information about these risks, together with the other information contained in this prospectus, before the purchase of the shares of our common stock. If any of the following risks actually occur, the business, financial condition or results of our operations would likely suffer. In this case, the market price of the common stock could decline, and investors may lose all or part of the money they paid to buy the shares of our common stock.

**We have generated revenues, but limited profits, to date.**

We have generated limited profits to date. Our business model involves significant costs of services, resulting in a low margin on revenues. Coupling this fact with operating expenses incurred by us, we have only generated a small amount of total profits in the past. We hope that as our business expands that the scale of the enterprise would result in a higher operating margin and net margin.

**We have a history of operating losses and there can be no assurance we will be profitable in the future. There is substantial doubt about our ability to continue as a going concern.**

We have limited operating history and may experience losses in the near term. We may be dependent on sales of our equity securities and debt financing to meet our cash requirements for the future proposed expansion of operations.

We had limited income from operations totaling \$900 for the fiscal year ended December 31, 2013. As of December 31, 2013, we had retained earnings of \$900. We need to maintain a steady operating structure, ensuring that expenses are contained such that profits are consistently achieved. In order to expand our business, we would likely require additional financing. Our management must continually develop and refine its strategies and goals in order to execute our business plan on a broad scale and expand the business.

One of the biggest challenges facing us will be in securing adequate capital to continue to expand its business and increase operations. Secondly, an ongoing challenge remains the maintenance of an efficient operating structure and business model. We must keep our expenses and the costs of employees at a minimum in order to generate a profit from the revenues that it receives from its clients. Third, in order to expand, we will need to continue implementing effective sales and marketing strategies to reach and forge new business relationships. We have devised our initial sales, marketing and advertising strategies, however, we will need to continue refinement of these strategies and also skillfully implement these plans in order to achieve ongoing and long-term success in its business. Fourth, we continuously identify, attract, solicit and manage employee talent, which requires us to consistently recruit, incent and monitor various employees.

High employee turnover or attrition is a significant risk for us as it requires expending substantial resources to locate and train new personnel and also to replace personnel for clients. These tasks require significant time and attention from our management, and employees may nevertheless become dissatisfied with their respective tenure with us.

Due to financial constraints and the early stage of our life, we have to date conducted limited advertising and marketing to reach customers. In addition, we have not yet located the sources of funding for further development on a broader scale through acquisitions or other major partnerships. If we were unable to locate such financing and/or later develop strong and reliable sources of potential new business relationships and a means to efficiently reach new business partners and customers, it is unlikely that we will be able to develop its proposed expanded operations and business plan. Moreover, the above assumes that our services are consistently met with client satisfaction in the marketplace and exhibit steady success amongst the potential customer base, neither of which is reasonably predictable or guaranteed.

Our auditors have questioned our ability to continue operations as a “going concern.” Investors may lose all of their investment if we are unable to continue operations and generate revenues. We hope to obtain significant revenues from future product sales. In the absence of significant sales and profits, we may seek to raise additional funds to meet our working capital needs, principally through the additional sales of our securities. However, we cannot guarantee that we will be able to obtain sufficient additional funds when needed, or that such funds, if available, will be obtainable on terms satisfactory to us. As a result, substantial doubt exists about our ability to continue as a going concern.

**We have a working capital deficit and significant capital requirements. Since we will continue to incur losses until we are able to generate sufficient revenues to offset our expenses, investors may be unable to sell our shares at a profit or at all.**

We had a net loss of \$14,970 for the nine months ended September 30, 2014, and net cash used in operations of \$2,648 for the nine months ended September 30, 2014, respectively. Because we have not yet achieved or acquired sufficient operating capital

and given these financial results along with our expected cash requirements in 2014, additional capital investment will be necessary to develop and sustain our operations.

**Our independent registered public accounting firm has raised doubt over our ability to continue as a going concern.**

The independent registered public accounting firm's report accompanying our December 31, 2013 audited financial statements contains an explanatory paragraph expressing substantial doubt about our ability to continue as a going concern. The financial statements have been prepared "assuming that the Company will continue as a going concern." Our ability to continue as a going concern is dependent on raising additional capital to fund our operations and ultimately on generating future profitable operations. There can be no assurance that we will be able to raise sufficient additional capital or eventually have positive cash flow from operations to address all of our cash flow needs. If we are not able to find alternative sources of cash or generate positive cash flow from operations, our business and shareholders will be materially and adversely affected.

**We need additional external capital and if we are unable to raise sufficient capital fund our plans, we may be forced to delay or cease operations.**

Based on our current growth plan we believe we may require approximately \$500,000 in additional financing within the next twelve months to develop our sales channels. Furthermore, if the cost of our development, production and marketing programs are greater than anticipated, we may have to seek additional funds through public or private share offerings or arrangements with corporate partners. There can be no assurance that we will be successful in our efforts to raise these required funds, or on terms satisfactory to us. Our success will depend upon our ability to access equity capital markets and borrow on terms that are financially advantageous to us.

However, we may not be able to obtain additional funds on acceptable terms. If we fail to obtain funds on acceptable terms, then we might be forced to delay or abandon some or all of our business plans or may not have sufficient working capital to develop products, finance acquisitions, or pursue business opportunities. If we borrow funds, then we could be forced to use a large portion of our cash reserves, if any, to repay principal and interest on those loans. If we issue our securities for capital, then the interests of investors and shareholders will be diluted.

**Our business strategy depends in large part on our ability to build a robust platform of agency contracts.**

We may not be able to enter into a substantial number of agency contracts that we anticipate would be necessary to support our business model.

Our operational strategy depends in large part on our ability to build a robust platform of agency contracts and benefit from economies of scale and an ability to cross-pollinate and share best practices across our acquired contract parties. For example, any direct investment of resources that we make in any promotional activities relative to one sports figure may allow us to deliver the same brand enhancing benefits to another sports figure in a separate sport. Thus, unless we achieve significant economies of scale in our ability to deliver brand enhancing value at a low cost to all of our signed sports figures, we will not likely be able to optimize our services at a cost that would allow for a positive return on our investment in the respective sports figure. Accordingly, we are actively pursuing agency contracts that we intend to enter into in the future. However, as of January 2, 2015, we have no current commitments to enter into any agency contracts.

We do not know if future potential contract parties will agree to enter into agency contracts and we may not be able to attract sufficient additional agency contracts. For example, future potential contract parties may not view the agency contract as an attractive value proposition to them due to any number of factors, including differing expectations of an appropriate price which may be based on any number of factors, such as:

- We and future potential contract parties may not agree on the assumptions and estimates used to determine the estimated future earnings of potential contract parties;
- Potential contract parties may not want to incur legal, tax and other burdens associated with entering into an agency contract, including, for example, ongoing information and disclosure requirements, as well as the potential risk, due to the lack of any currently binding or authoritative guidance from the IRS, that the ABI we are purchasing from the contract party could be reportable income for the contract party, and, as a result, that it may not be fully deductible for U.S. federal income tax purposes;
- The potential impact of possible disclosure of the terms of material included contracts, and the impact that these disclosure obligations may have on the ability of a contract party to enter into additional agency and/or endorsement deals or to participate in other brand-income generating activities;
- Any negative perception by the media, fans, leagues, clubs or others of our business model;
- Any negative perception by the media, fans, leagues, clubs or others of any of potential agency contract parties or other future contract parties, as a result of their decision to enter into an agency contract with us, or otherwise; and
- The performance of our agency contracts that we may enter into in the future.

As a result, we may be forced to revise our business model to attract additional agency contracts. We may be contractually obligated to expend capital on enhancing the brand value of our contract parties. Contract parties may require us to contractually agree to provide certain minimum levels of marketing services in order to enter into agency contracts, which we may not be able to provide or which may not give us sufficient return on capital to make the agency contract profitable. Moreover, we may be asked to provide an indemnity to the contract party against any tax risk to them. Even if potential contract parties are willing to agree to enter into agency contracts with us, others may take actions that could restrict our ability or make it more costly for us to enter into future agency contracts.

**We may need to obtain additional funding to acquire additional agency contracts and we may also need additional funding to continue operations. If we fail to obtain the necessary financing, or fail to become profitable or are unable to sustain profitability on a continuing basis, then we may be unable to continue our operations at planned levels and we may be forced to significantly delay, scale back or discontinue our operations.**

We will require additional capital to fund our operations, and if we fail to obtain necessary financing, our business plan may not be successful. Any agency contracts that we enter into in the future with contract parties may require us to make potential substantial upfront payments to acquire such agency contracts. We do not expect to necessarily have the funds that we may need to make any of these potential upfront payments under future agency contracts. Therefore, our future agency contracts for the



foreseeable future may be contingent upon obtaining financing. Such financing may be expensive and time consuming to obtain, and we may not have investor interest that would enable us to obtain such financing.

Until we can generate a sufficient amount of cash from our agency contracts, if ever, we expect to finance future cash needs through public or private equity or debt offerings. Additional capital may not be available on reasonable terms, if at all. If we are unable to raise additional capital in sufficient amounts or on terms acceptable to us we may not be able to continue to acquire additional agency contracts and we may have to significantly delay, scale back or discontinue our operations. If we raise additional funds through the issuance of additional debt or equity securities it could result in dilution to our existing shareholders, and/or fixed payment obligations that could reduce our ability to pay dividends or otherwise fund our other operations. Furthermore, these securities may have rights senior to those of our common stock and could contain covenants that would restrict our operations and potentially impair our competitiveness, such as limitations on our ability to incur additional debt and other operating restrictions that could impact our ability to conduct our business. Any of these events could significantly harm our business, financial condition and prospects.

Our future funding requirements, both near and long-term, will depend on many factors, including, but not limited to:

- The rate at which we begin to realize income under our agency contracts;
- The cost of our efforts to evaluate, target and access the sports figures that meet our criteria as well as the cost and expense of negotiating agency contracts;
- Our ability to enter into agency contracts and if so the amount of the upfront costs that we would have to pay to acquire such agency contracts;
- The number and characteristics of agency contracts that we may enter into;
- The cost and expenses of any equity or debt financings that would be necessary to pay the costs associated with agency contracts and any regulatory or other delays in any of these offering processes;
- The effect of competing technological and market developments;
- The cost of establishing and building our sales, marketing and compliance capabilities; and
- The rate at which we invest in marketing and other costs to assist our acquired sports figures in building and enhancing the value of their brands.

**Profitability of our agency contracts may also depend upon the contracted party's ability to attract and maintain endorsements and attract and maintain other brand income generating activities.**

The expenses we expect to pay for our agency contracts is based on our assumption that the contracted party will generate brand income. Therefore, we expect that the contracted party may need to be able to maintain existing included contracts as well as attract and maintain additional endorsements and other brand income generating activities. The contracted party has no obligation to take any actions to generate brand income, or to take any actions to increase the amount of brand income that the contracted party currently generates. However, even if the contracted party desires to and attempts to attract and maintain additional endorsements and other brand income generating activities there can be no assurances that such contract party will be able to do so. Competition for endorsements and other brand income opportunities is intense. These opportunities may depend on a variety of factors, including the primary occupation, such as an athlete and perceived value of such profession to marketing executives, quality of the contracted party's performance, the market in which the contracted party performs, skill of the contracted party at the contract party's position, the style of performance, as well as intangible traits such as personality, personal drive and ambition, "likability," authenticity and consistency. Thus, future endorsements and other brand income opportunities may be difficult to attract and maintain, and they may not generate brand income. A downturn in the performance of the contracted party or even the industry in which the contracted party plays could adversely affect such contracted party and thus our agency contract.

**The contracted party or other third parties may refuse or fail to make payments to us under the agency contracts.**

Our cash flows may depend on contracted parties and other third parties making payments under the terms of the agency contract to us. A contract party or other third party may dispute amounts to which we believe we are entitled, or may be unwilling or

unable to make payments to which we are entitled, including for reasons discussed elsewhere in these risk factors. In either event, we may become involved in a dispute with the contracted party or other third party regarding the payment of such amounts, including possible litigation. Disputes of this nature could harm the relationship between us and the contracted party or other third party, and could be costly and time-consuming for us to pursue. Failure of the contracted party or other third party to make payments to us for any reason would adversely affect our business.

In addition, if the contract party or other third party who may be obligated to make payments to us were to become the subject of a proceeding under the United States Bankruptcy Code or a similar proceeding or arrangement under another state, federal or foreign law, our rights and interests under the agency contract or otherwise may be prejudiced or impaired, perhaps significantly so. In such circumstances, we may be precluded, stayed or otherwise limited in enforcing some or all of our rights under the agency contract or otherwise and realizing the economic and other benefits contemplated therein.

**Our due diligence procedures may not reveal all relevant information regarding a targeted sports figure and may result in an inaccurate assessment of the projected value of such sports figure.**

Prior to entering into an agency contract with an athlete, we conduct due diligence and review the included contracts of such contracted party and other documents to support our estimate of such contracted party's projected brand income. As part of this due diligence process and assessment, we will rely in part on the contracted party to fully address our questions by disclosing all relevant information and, in some cases, on information provided by third parties. However, our due diligence processes may not uncover all relevant facts, and our agency contracts may not be profitable. While it is difficult to assess potential reputational harm of any such disclosure, an athlete's failure during our due diligence process to reveal all relevant information prior to our entering into the agency contract with such athlete may result in an inaccurate assessment of such contracted party's projected brand value potentially leading to acquisitions that may not be profitable.

**We are subject to risks associated with each of our potential contract parties.**

Our ability to increase the value of our brand may be limited and our investments in the promotion of such brands may cause the market value of our stock to decline. The value of our brand will be dependent upon the performance of and to a lesser extent the popularity of our brand and our contract parties. Contract parties in certain professional sporting leagues could be negatively affected by a league work stoppage. Contract parties in respective sporting league could be negatively affected by current and future rules of the sporting league. There could be a decline in the popularity of the respective professional sporting league and/or the team on which the contract party plays in the league or a decline in the contract party's popularity. These factors may adversely affect our overall business operations.

**No assurance of continued market acceptance.**

There is no assurance that our services or solutions will continue to meet with market acceptance. Moreover, there is no assurance that these services and solutions will continue to have any competitive advantages. Also, there is no assurance that the market reception will be positive.

**We are an early-stage company with a limited operating history, and as such, any prospective investor may have difficulty in assessing the Company's profitability or performance.**

Because we are an early-stage company with a limited operating history, it could be difficult for any investor to assess our performance or to determine whether we will meet our projected business plan. We have limited financial results upon which an investor may judge its potential. As a company still in the early stages of its life, we may in the future experience under-capitalization, shortages, setbacks and many of the problems, delays and expenses encountered by any early-stage business. An investor will be required to make an investment decision based solely on our management's history, our projected operations in light of the risks, the limited operations and our financial results to date, and any expenses and uncertainties that may be encountered by one engaging in our industry. We are an early-stage organization and have a correspondingly small financial and accounting organization.

**Being a public company may strain our resources, divert management's attention and affect its ability to attract and retain qualified officers and directors.**

We are an early-stage company with no developed finance and accounting organization and the rigorous demands of being a public company require a structured and developed finance and accounting group. As a reporting company, we will be subject to the reporting requirements of the Securities Exchange Act of 1934. However, the requirements of these laws and the rules and regulations promulgated there under entail significant accounting, legal and financial compliance costs which may be prohibitive to us as we

develop our business plan, services and scope. These costs have made, and will continue to make, some activities more difficult, time consuming or costly and may place significant strain on its personnel, systems and resources.

The Securities Exchange Act requires, among other things, that companies maintain effective disclosure controls and procedures and internal control over financial reporting. In order to maintain the requisite disclosure controls and procedures and internal control over financial reporting, significant resources and management oversight are required. As a result, management's attention may be diverted from other business concerns, which could have a material adverse effect on the development of our business, financial condition and results of operations.

These rules and regulations may also make it difficult and expensive for us to obtain director and officer liability insurance. If we are unable to obtain adequate director and officer insurance, our ability to recruit and retain qualified officers and directors, especially those directors who may be deemed independent, will be significantly curtailed.

**We are an early-stage company and management has no experience in being a public company.**

We are an early-stage company and as such has our sole officer and director, Jason Fierro, has no experience in managing a public company. Such lack of experience may result in us experiencing difficulty in adequately operating and growing our business. Further, we may be hampered by lack of experience in addressing the issues and considerations which are common to growing companies. If our operating or management abilities consistently perform below expectations, our business is unlikely to thrive.

**The failure or inability to perform under client contracts could result in damage to our reputation and give rise to legal claims against us.**

If clients are not satisfied with the level of performance, our reputation in the industry may suffer, which could have a material adverse effect on the business, financial condition, results of operations, and our cash flows.

**We expect to incur additional expenses and may ultimately never be profitable.**

We are an early-stage company and has a limited history of our operations. We will need to continue generating revenue in order to maintain sustained profitability. Ultimately, in spite of our best or reasonable efforts, we may have difficulty in generating revenues or remaining profitable.

**Our officers and directors beneficially own and will continue to own a majority of our common stock and, as a result, can exercise control over shareholder and corporate actions.**

Our sole officer and director currently has the power to control No Borders due to the fact that for so long as any shares of the Series A Preferred Stock remain issued and outstanding, Mr. Fierro, as the holder thereof, voting separately as a class, shall have the right to vote on all stockholder matters equal to 66 2/3 of the total vote. Therefore, Mr. Fierro has the total voting control of No Borders. As such, Mr. Fierro will be able to control all matters requiring approval by shareholders, including the election of directors and approval of significant corporate transactions.

This concentration of ownership may also have the effect of delaying or preventing a change in control, which in turn could have a material adverse effect on the market price of our common stock or prevent shareholders from realizing a premium over the market price for their shares of our common stock. Pursuant to Nevada law and our bylaws, the holders of a majority of our voting stock may authorize or take corporate action with only a notice provided to our shareholders. A shareholder vote may not be made available to our minority shareholders, and in any event, a shareholder vote would be controlled by the majority shareholders. Therefore, any potential engagement in a business combination may require shareholder approval under Nevada statutory law, however, such approval could be provided by majority shareholders. Moreover, our sole director will be able to exercise complete control over us and has the ability to make decisions regarding: (i) whether to issue common stock and preferred stock, including decisions to issue common and preferred stock to themselves; (ii) employment decisions, including their own compensation arrangements; and (iii) whether to enter into material transactions with related parties.

**The success of our business depends upon the continuing contribution of our President/Chief Executive Officer, Jason Fierro, whose knowledge of our business would be difficult to replace in the event we lose his services.**

We are dependent on the services of Jason Fierro, our President/Chief Executive Officer, and a member of our Board. For example, the loss of Mr. Fierro, could damage client relations and could restrict our ability to raise additional working capital if and when needed. There can be no assurance that Mr. Fierro, will continue in his present capacity for any particular period of time. Other

than non-compete provisions of limited duration included in employment agreements that we will have with certain executives, we do not generally seek non-compete agreements with key personnel, and they may leave and subsequently compete against us. The loss of service of Mr. Fierro, or our failure to attract and retain other qualified and experienced personnel on acceptable terms could have a material adverse effect on our business.

Moreover, our future success is dependent in large part upon our ability to understand and develop the business plan and to attract and retain highly skilled management, operational and executive personnel. In particular, due to the relatively early stage of our business, our future success is highly dependent on our officers to provide the necessary experience and background to execute our business plan. The loss of any officer's services could impede, particularly initially as we build a record and reputation, our ability to develop our objectives, and as such would negatively impact our possible overall development.

**We may be unable to attract and retain the skilled consultants and/or employees needed to sustain and grow our business.**

Our success to date has largely depended on, and will continue to depend on, the skills, efforts and motivations of Mr. Fierro, who generally has significant experience with us. Our success also depends largely on our ability to attract and retain highly qualified sales representatives and consultants and marketing managers and corporate management personnel. We may experience difficulties in locating and hiring qualified personnel and in retaining such personnel once hired, which may materially and adversely affect our business.

**Our shares may not become eligible to be traded electronically which could result in brokerage firms being unwilling to trade them.**

Our shares of common stock are eligible to be quoted on the OTC PK. However, our shares are not eligible with Depository Trust Company (DTC) to trade electronically. Because we are not DTC eligible, our shares cannot be electronically transferred between brokerage accounts, the practical effect of which means that our shares will not trade much, if at all, on the OTC PK. In order for our shares to trade on the OTC PK, our shares would need to be traded manually between broker dealers and their accounts, which is time consuming, costly and cumbersome. We cannot guaranty that our shares will ever become DTC eligible or, if in the event we apply for DTC eligibility, how long it will take to become eligible.

**We do not intend to pay dividends to our shareholders so investors will not receive any return on investment in us prior to selling their equity interest.**

We do not project paying dividends but anticipate that we will retain future earnings for funding our growth and development. Therefore, investors should not expect us to pay dividends in the foreseeable future. As a result, investors will not receive any return on their investment prior to selling their shares of our common stock, and if and when a market for such shares of our common stock develops. Furthermore, even if a market for our securities does develop, there is no guarantee that the market price for the shares would be equal to or more than the initial per share investment price paid by any investor. There is a possibility that the shares of our common stock could lose all or a significant portion of their value from the initial price paid in this offering.

**We may face significant competition from companies that serve our industries.**

We may face competition from other companies that offer similar services. Some of these potential competitors may have longer operating histories, greater brand recognition, larger client bases and significantly greater financial, technical and marketing resources than we possess. These advantages may enable such competitors to respond more quickly to new or emerging trends and changes in customer preferences. These advantages may also allow them to engage in more extensive market research and development, undertake extensive far-reaching marketing campaigns, adopt more aggressive pricing policies and make more attractive offers to potential customers, employees and strategic partners. We believe that our current and anticipated services are, and will be, extremely competitive with our competition, and we are aware of the highly competitive nature of our industry.

**No formal market survey has been conducted.**

No independent marketing survey has been performed to determine the potential demand for our services over the longer term. We have conducted no marketing studies regarding whether our business would continue to be marketable. No assurances can be given that upon marketing, sufficient customer markets and business segments can be developed to sustain our operations on a continued basis.

**We do not maintain certain insurance, including errors and omissions and indemnification insurance.**

We have limited capital and, therefore, does not currently have a policy of insurance against liabilities arising out of the negligence of our officers and directors and/or deficiencies in any of our business operations. Even assuming that we obtained insurance, there is no assurance that such insurance coverage would be adequate to satisfy any potential claims made against us, our officers and directors, or our business operations. Any such liability which might arise could be substantial and may exceed our assets. Our certificate of incorporation and by-laws provide for indemnification of officers and directors to the fullest extent permitted under Nevada law. Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons, it is the opinion of the Securities and Exchange Commission that such indemnification is against public policy, as expressed in the Act, and is therefore, unenforceable.

**We are subject to the potential factors of market and customer changes.**

Our business is susceptible to rapidly changing preferences of the marketplace and its customers. The needs of customers are subject to constant change. Although we intend to continue to develop and improve our services to meet changing customer needs of the marketplace, there can be no assurance that funds for such expenditures will be available or that our competition will not develop similar or superior capabilities or that we will be successful in our internal efforts. Our future success will depend in part on our ability to respond effectively to rapidly changing trends, industry standards and customer requirements by adapting and improving the features and functions of its services.

**Nevada law and our Articles of Incorporation may protect our director from certain types of lawsuits.**

Nevada law provides that our officers and directors will not be liable to us or our shareholders for monetary damages for all but certain types of conduct as officers and directors. Our Bylaws permit us broad indemnification powers to all persons against all damages incurred in connection with our business to the fullest extent provided or allowed by law. The exculpation provisions may have the effect of preventing shareholders from recovering damages against our officers and directors caused by their negligence, poor judgment or other circumstances. The indemnification provisions may require us to use our limited assets to defend our officers and directors against claims, including claims arising out of their negligence, poor judgment, or other circumstances.

**Future sales of our common stock may depress the market price of our common stock and cause shareholders to experience dilution.**

When there is a market for our shares of common stock, the market price could decline as a result of sales of substantial amounts of our common stock in the public market, including shares issued to Premier Venture in this offering and upon conversion of the Series A Preferred Stock. We may seek additional capital through one or more additional equity transactions in 2015; however, such transactions will be subject to market conditions and there can be no assurance any such transaction will be completed.

Current shareholders may experience dilution of their equity ownership because of the future issuance of additional shares of our common stock issued pursuant to conversion of the Series A Preferred Stock. Subject to adjustment as provided in the Certificate of Designation creating the Series A Preferred Stock, each share of the Series A Preferred Stock shall be convertible into 100 fully paid and nonassessable share of our common stock.

**SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS**

Information included in this disclosure statement contains forward-looking statements. This information may involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Action Sports Media, Inc., to be materially different from future results, performance or achievements expressed or implied by any forward-looking statements. Forward-looking statements, which involve assumptions and describe future plans, strategies and expectations of the Company, are generally identifiable by use of the words “may,” “will,” “should,” “expect,” “anticipate,” “estimate,” “believe,” “intend,” or “project” or the negative of these words or other variations on these words or comparable terminology. These forward-looking statements are based on assumptions that may be incorrect, and there can be no assurance that these projections included in these forward-looking statements will come to pass. Our actual results could differ materially from those expressed or implied by the forward-looking statements as a result of various factors.

Except as required by applicable laws, we have no obligation to update publicly any forward-looking statements for any reason, even if new information becomes available or other events occur in the future.



## DESCRIPTION OF BUSINESS

### **The Company**

We are a boutique sports marketing agency focusing on athlete/team representation, brand athlete program management, social media strategy & execution and business consulting. Our sole Director Jason Fierro has over 16 years of sales and marketing experience within the action and mainstream sports industries. We plan to leverage Mr. Fierro's network to help secure sponsorship for athletes. Being a key contributor of some of the largest social networks in the action sports industry gives us a great understanding of the social media landscape and how brands can successfully engage their audience and convert fans into customers. We also have a strong understanding of how to build and manage successful rider support programs which creates a highly profitable revenue stream for brands that is often significantly under-utilized in the action sports industry. We will also aim to help struggling brands implement highly successful processes and procedures to streamline their operation and cut business costs to maximize profits.

### **Business Plan**

We are expanding operations by adding sport vertical managers to manage our existing client base of AMA Supercross and Lucas Oil Off-Road Racing teams. We believe by adding these managers to manage the existing client base and expand revenue opportunities with current clients, it will help generate new business across the motorsports industry. The money will also be used to make enhancements to the website, secure an office space, pay down debt and make sure the truck asset is fully operational to attend events and generate sponsorship revenue.

With the additional staff, we will have the opportunity to have more client contact and thus have the ability to create new opportunities to generate additional revenues. The additional staff will also allow us to actively market and pitch our agency's business to potential clients. Each new hire will be specifically focused on the motorsports, skate, and surf industry. They will contact brands and athletes within these specific industries to try to secure new business.

### **Athlete/Team Representation**

Actively recruit top talent in Action, Motor and Mainstream Sports. Sign athletes to be their exclusive agency for representation and leverage existing network and access to Fortune 500 company list to secure sponsorship. We will work with athletes to develop and execute a social strategy to increase their social audience, make sure they are engaging with fans, which significantly increases their value to potential sponsors. We will customize individual sponsorship packages for each of the athletes to increase the likelihood of securing large endemic and non-endemic sponsorship.

### **Business Consulting**

Seek out brands that are in need of internal business structure, sales program development, building out of inside/outside sales force and marketing strategy & execution. Utilizing the 17 years of our President/CEO's sales experience will provide us with an opportunity to offer brands to help them implement internal processes and procedures to streamline their company. Develop and implement successful sales programs that incentivize dealers and distributors to carry a brand's product and making sure the brand is still making strong profit. We can also recruit and identify the strongest candidates to join the sales team both for inside and outside sales. Develop a strong training program for new hires as well as existing staff to ensure their success as part of the sales team and increasing sales year over year for the company.

### **Social Media Consulting**

We further plan on assisting brands with leverage social media to drive more engagement and sales through their audience. Increase Brand Awareness- We want to increase awareness for brands among business and consumers alike. This entails targeting each vertical with relevant messaging and content. It starts with getting the brand message consistent across all social platforms. Educate the Marketplace- Let's identify the key stories and educate the marketplace about those attributes.

*Increase Engagement.* Through a multi-pronged content strategy, we plan to increase engagement with a brand's fans, giving them a reason to come back to their brand's social channels and talk about the brand to their respective social circles. Key components of the engagement strategy will include a consistent content calendar, established content franchises, interactive copy and select giveaways/sweepstakes.

*Drive Conversions.* Social Media can be a terrific conversion tool for brands when executed the right way. Part of our services will include strategic executions that convert fans into paying customers.

*Leverage our Relationships.* TYME has unrivalled relationships in the sports space. We are constantly talking to relevant brands, properties and athletes that can become your future customers. We will leverage our relationships to identify strategic partnerships within our industry to help achieve the aforementioned goals. We understand that this demographic is looking for immersive experiences across multiple platforms. As a result, we constantly look for ways to create fully integrated social media campaigns:

- Strategy and Execution;
- Content capture;
- Asset Management;
- Quantitative Data Analysis;
- Social CRM Management;
- Social PR;
- Viral Video Production and Distribution;
- Sweepstakes Creation and Implementation;
- Application Development; and
- On-Site Execution.

### **Athlete Programs Management**

Seek out brands that are not currently offering Athlete Programs or brands that are under utilizing their current Athlete Programs. Use online sponsorship sites such as Mxsponsor.com, Hookit.com or ProMotive.com to run grassroots ambassador program to create a large group of athletes and enthusiasts promoting brand across the country. Work with brand on creation or updating of existing Athlete Program profiles, set up support deals and review/respond to applicants. Day to Day management of program by responding to questions, weekly messages sent out to ambassadors, export of data collection and drive sales. Identifying top-level athletes that will move the needle for the brand. Attend events for activation of team initiatives and to ensure brand is being represented and athletes are taken care of with product and service.

### **Marketing Strategy**

The overall marketing strategy for the agency will be to align ourselves with the premiere athletes/ brands in sports with action sports being the focus out of the gate. We will have a strong social media, content creation, PR Strategy and attend events that will generate buzz and interest within action sports.

### **Operations Management**

The plan to manage operations will be to always be mindful of the bottom line and not have unnecessary spending. We will stick to established budgets and make cuts when necessary to ensure the business is not burning cash at an excessive rate.

### **Market Overview and Competition**

The digital and sports marketing agency market is highly competitive. We compete against well established, well known agencies such as WMG, CAA, Octagon, Saatchi & Saatchi. These companies are the leaders in this segment and have large client/athlete lists built off years of successful projects and significant financial resources to gain strong brand recognition. We are a boutique sports marketing agency that with proper funding and execution will be poised for significant growth within this segment based off of current relationships and strong staff additions. With an infusion of capital, we should be able to significantly increase market share and brand recognition through partnerships, events and additional clients being added to the roster.





## **Seasonality of Our Business**

We do not anticipate that our business will be affected by seasonal factors.

## **Impact of Inflation**

We are affected by inflation along with the rest of the economy.

## **Key Personnel of No Borders**

Our future financial success depends to a large degree upon the personal efforts of our key personnel. Jason Fierro, our chief executive officer, president, and chief financial officer, and his intended designees will play the major roles in securing the services of those persons deemed capable to develop and execute upon our business strategy has over eight years experience in the sports agency business. While we intend to employ additional executive, development, and technical personnel in order to minimize the critical dependency upon any one person, we may not be successful in attracting and retaining the persons needed. We have an Employment Agreement with Mr. Fierro, a copy of which is attached.

## **Adequacy of Working Capital for No Borders**

We will apply great efforts to raise through equity or debt offerings what we feel is sufficient working capital for our intended business plan by various means. If we are not able to raise additional capital, we would not be able to continue operations and our business may fail.

## **The Financial Results for No Borders May Be Affected by Factors Outside of Our Control**

Our future operating results may vary significantly from quarter to quarter due to a variety of factors, many of which are outside our control. Our anticipated expense levels are based, in part, on our estimates of future revenues and may vary from projections. We may be unable to adjust spending rapidly enough to compensate for any unexpected revenues shortfall. Accordingly, any significant shortfall in revenues in relation to our planned expenditures would materially and adversely affect our business, operating results, and financial condition. Further, we believe that period-to-period comparisons of our operating results are not necessarily a meaningful indication of future performance.

## **Employees**

As of the date of this report, we do not have any employees. Jason Fierro, our chief executive officer, president, and chief financial officer, is working for us as an independent contractor, pursuant to a consulting agreement. We anticipate adding up to three additional employees in the next 12 months. We do not feel that we would have any difficulty in locating needed staff.

From time-to-time, we anticipate that we will use the services of additional independent contractors and consultants to support our business development. We believe our future success depends in large part upon the continued service of our senior management personnel and our ability to attract and retain highly qualified managerial personnel.

## **Properties**

The principal executive offices of No Borders are located at 6613 Corte Real, Carlsbad, California 92009. We lease approximately 150 square feet of office space from Mr. Jason Fierro, our president and chief executive officer. We currently do not pay any rent for our office space. We believe that all of our facilities are adequate for at least the next 12 months. We expect that we could locate other suitable facilities at comparable rates, should we need more space.

## **Legal Proceedings**

No Borders is not engaged in any litigation at the present time, and management is unaware of any claims or complaints that could result in future litigation. Management will seek to minimize disputes with our customers but recognizes the inevitability of legal action in today's business environment as an unfortunate price of conducting business.

## Transfer Agent

Our transfer agent is Pacific Stock Transfer Co., whose address is 6725 Via Austi Parkway, Suite 300, Las Vegas, Nevada 89119, telephone number (800) 785-7782, and email [info@pacificstocktransfer.com](mailto:info@pacificstocktransfer.com).

## Off-Balance Sheet Arrangements

We do not have any off-balance sheet arrangements.

## Company Contact Information

Our principal executive offices are located at 6613 Corte Real, Carlsbad, California 92009, telephone (858) 900-8989, and fax (636) 891-7352. Our email address is [marketing@thetyme.com](mailto:marketing@thetyme.com). The No Borders Internet website is located at [www.thetyme.com](http://www.thetyme.com). The information contained in our website shall not constitute part of this report.

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

Nevada, May 28, 1999

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

8742

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

See above

## 7) Describe the Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The principal executive offices of No Borders are located at 6613 Corte Real, Carlsbad, California 92009. We lease approximately 150 square feet of office space from Mr. Jason Fierro, our president and chief executive officer. We currently do not pay any rent for our office space. We believe that all of our facilities are adequate for at least the next 12 months. We expect that we could locate other suitable facilities at comparable rates, should we need more space.

## 8) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Jason Fierro is the sole officer and director and holds 10,000 shares of the Series A Preferred Stock. For so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all stockholder matters equal to 66 2/3 of the total vote. Therefore, Mr. Fierro has the total voting control of the Company. There are no other control persons.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

N/A

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

N/A

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

N/A

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.

N/A

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Jason Fierro, whose address is 6613 Corte Real, Carlsbad, California 92009, is the owner of 10,000 shares of the Series A Preferred Stock, which shares constitute 100% of the Series A Preferred Stock of the Company. For so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all stockholder matters equal to 66 2/3 of the total vote. Therefore, Mr. Fierro has the total voting control of the Company. There are no other control persons. Mr. Fierro does not own any shares of the common stock of the Company.

The following table presents information regarding the beneficial ownership of all shares of our common stock and preferred stock as of the record date, by:

- Each person who owns beneficially more than five percent of the outstanding shares of our common stock;
- Each person who owns beneficially more than five percent of the outstanding shares of our preferred stock;
- Each director;
- Each named executive officer; and
- All directors and officers as a group.

Name of Beneficial Owner (1)	Shares of Common Stock Beneficially Owned (2)	Shares of Preferred Stock Beneficially Owned (2)
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	Number	Percent	Number	Percent
Jason Fierro (1) and (2)	-0-	-0-	10,000	100.00
All officers and directors as a group (one person)	-0-	-0-	10,000	100.00
Infospan, Inc. (1)	95,945,339	48.02	-0-	-0-

(1) Unless otherwise indicated, the address for Mr. Fierro is c/o No Borders, Inc., at 6613 Corte Real, Carlsbad, California 92009. Also, unless otherwise indicated, each person named in the table above has the sole voting and investment power with respect to our shares of common stock or preferred stock which he beneficially owns.

(2) Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission. As of June 5, 2015, there record date, there were outstanding 209,685,734 shares of our common stock and 10,000 shares of our Series A preferred stock. For so long as any shares of the Series A Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all stockholder matters equal to 66 2/3 of the total vote. Therefore, Mr. Fierro has the total voting control of the Company.

As a result of the stock ownership by Mr. Fierro, he is able to influence all matters requiring stockholder approval including the election of directors, merger or consolidation and the sale of all or substantially all of our assets. This concentration of ownership may delay, deter or prevent acts that would result in a change of control, which in turn could reduce the market price of our common stock.

Other as stated above:

- There are no arrangements, known to us, including any pledge by any person of our securities, the operation of which may at a subsequent date result in a change in control of No Borders, Inc.; and
- There are no arrangements or understandings among members of both the former and the new control groups and their associates with respect to election of directors or other matters.

## 9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

### Legal Counsel

Name: Norman T. Reynolds, Esq.

Firm: Norman T. Reynolds Law Firm, P.C.

Address 1: Three Riverway, Suite 1800

Address 2: Houston, Texas 77056

Phone: (713) 503 -9411

Email: nreynolds@ntrlawfirm.com

### Accountant or Auditor

Name: Diana Mangam

Firm:

Address 1: 303 Sanford Street

Address 2: Encinitas, California 92024

Phone:

Email:

### Investor Relations Consultant

Name: N/A

Firm:

Address 1:

Address 2:

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

Phone:

Email:

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

Name: N/A

Firm:

Address 1:

Address 2:

Phone:

Email:

## Exhibits.

<u>Exhibit No.</u>	<u>Identification of Exhibit</u>
3.1*	Articles of Incorporation for Action Sports Media, Inc. dated December 13, 2013.
3.2*	Articles of Incorporation for Finder Keepers, Inc. filed with the Secretary of State of Nevada on May 28, 1999.
3.3*	Amendment to Articles of Incorporation for Finder Keepers, Inc. changing the name to Finders Keepers, Inc. filed with the Secretary of State of Nevada on June 10, 1999.
3.4*	Amendment to Articles of Incorporation for Finders Keepers, Inc. filed with the Secretary of State of Nevada on July 25, 2000.
3.5*	Amendment to Articles of Incorporation for Finders Keepers, Inc. changing the name to Bauer Partnership, Inc. filed with the Secretary of State of Nevada on September 20, 2001.
3.6*	Amendment to Articles of Incorporation for Bauer Partnership, Inc. changing the name to Harbour Front Holdings, Inc. filed with the Secretary of State of Nevada on January 17, 2003.
3.7*	Amendment to Articles of Incorporation for Harbour Front Holdings, Inc. changing the name to American Eagle Manufacturing, Inc. filed with the Secretary of State of Nevada on September 25, 2003.
3.8*	Amendment to Articles of Incorporation for American Eagle Manufacturing, Inc. filed with the Secretary of State of Nevada on September 9, 2004.
3.9*	Amendment to Articles of Incorporation for American Eagle Manufacturing, Inc. changing the name to No Borders, Inc. filed with the Secretary of State of Nevada on October 18, 2004.
3.10*	Amendment to Articles of Incorporation for No Borders, Inc. filed with the Secretary of State of Nevada on June 20, 2011.
3.11*	Certificate of Correction to the Articles of Incorporation for No Borders, Inc. filed with the Secretary of State of Nevada on February 26, 2015.
3.12*	Amended and Restated Articles of Incorporation for No Borders, Inc. filed with the Secretary of State of Nevada on February 27, 2015.
3.13*	Amended and Restated Bylaws of No Borders, Inc. dated February 24, 2015.
4.1*	Certificate of Designation for Series A Preferred Stock filed with the Secretary of State of Nevada on September 18, 2001.
4.2*	Amended and Restated Certificate of Designation for Series A Preferred Stock filed with the Secretary of State of Nevada on March 2, 2015.
4.3*	Certificate of Designation for Series B Preferred Stock filed with the Secretary of State of Nevada on February 28, 2007.

**Exhibit No.****Identification of Exhibit**

- 4.4\* Certificate of Correction filed with the Secretary of State of Nevada on March 30, 2007 withdrawing the Certificate of Designation for Series B Preferred Stock filed with the Secretary of State of Nevada on February 28, 2007.
- 10.1\* Employment Agreement dated January 1, 2014, by and between Action Sports Media, Inc., and Jason Fierro.
- 10.2\* Consulting Agreement dated May 5, 2014, by and between with Mamer Motorsports and Tyme.
- 10.3\* Asset Purchase Agreement between Action Sports Media Inc. and Jason Fierro, sole proprietor of TYME, dated December 13, 2013.
- 10.4\* Amendment No.1 to Asset Purchase Agreement between Action Sports Media Inc. and Jason Fierro, sole proprietor of TYME, dated December 13, 2013.
- 10.5\* Trademark License Agreement dated February 1, 2015, by and between Action Sports Media, Inc., and Deft, LLC.
- 10.6\* Capital Stock Exchange Agreement date May 22, 2015, by and Between Jason Fierro, Action Sports Media, Inc., No Borders, Inc., and Michael Amezquita.
- 10.7\* No Borders, Inc. Preferred Stock Purchase Agreement Dated as of February 20, 2015, by and among No Borders, Inc., Saveene Group Corp., and Michael Amezquita.

\* \_\_\_\_\_  
Filed herewith.

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Jason Fierro certify that:

1. I have reviewed this annual disclosure statement of No Borders, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

November 17, 2015 [Date]



\_\_\_\_\_  
[CEO's Signature]

JASON FIERRO  
CEO/Director [Title]

