



**NANOTECH ENTERTAINMENT, INC.**

(Exact name of Small Business Issuer as specified in its charter)

**Nevada**

(State of incorporation)

**2450 Kruse Drive**

**San Jose, CA 95131**

(Address of principal executive offices)

**408-414-7355**

(Registrant's telephone number, including area code)

**MARCH 31, 2013**

**QUARTERLY INFORMATION AND DISCLOSURE STATEMENT**

All Information in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of the Alternative Reporting Standard: Guidelines For Providing Adequate Current Information Established By The OTC Markets Group. The enumerated items and captions contained herein correspond to the format as set forth in that guideline.

ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF NANOTECH ENTERTAINMENT, INC. ("COMPANY") IN ACCORDANCE WITH RULE 15c2(11) PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.

NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.

DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT.

Unless the context in this Information and Disclosure Statement otherwise requires, all references in this Information and Disclosure Statement to "our", "us" and "we" refer to NanoTech Entertainment, Inc., and any subsidiaries.

All dollar amounts in this Report are stated in terms of U.S. dollars and are subject to currency fluctuations.

### **Safe Harbor for Forward-Looking Statements**

When used in this report, the words "will", "expect", "anticipate", "continue", "estimate", "project", "intend" and similar expressions are intended to identify forward-looking statements within the meaning of Section 27a of the Securities Act of 1933 and Section 21c of the Securities Exchange Act of 1934 regarding events, conditions, and financial trends that may affect the Company's Future plans of operations, business strategy, operating results, and financial position. Persons reviewing this report are cautioned that any forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties and those actual results may differ materially from those included within the forward looking statements as a result of various factors. Such factors include, among other things, uncertainties relating to our success, in judging consumer preferences, financing our operations, entering into strategic partnerships, engaging management, seasonal and period-to-period fluctuations in sales, failure to increase market share or sales, inability to service outstanding debt obligations, dependence on a limited number of customers, increased production costs or delays in production of new products, intense competition within the industry, inability to protect intellectual property in the international market for our products, changes in market condition and other matters disclosed by us in our public filings. From time to time forward-looking statements speak only as to the date they are made. The Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made. Where, in any forward-looking statement, the Company expresses an expectation or belief as to future results or events, such expectations or belief is expressed in good faith and believed to have a reasonable basis, but there can be no assurance that the statement of expectation or belief will result or be achieved or accomplished. Our actual results could differ materially from those anticipated in these forward-looking statements.

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

Currently: NanoTech Entertainment, Inc.

Formerly: Aldar Group, Inc. until 6-2009

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

Company Headquarters

2450 Kruse Drive

San Jose, CA 95131

Phone: 408.414.7355

Website: <http://www.nanotechent.com>

Email: [info@nanotechent.com](mailto:info@nanotechent.com)

IR Contact

Lorraine Cullivan

2450 Kruse Drive

San Jose, CA 95131

Phone: 408.414.7355

Website: <http://www.nanotechent.com>

Email: [ir@nanotechent.com](mailto:ir@nanotechent.com)

**3) Security Information**

Trading Symbol: NTEK

Exact title and class of securities outstanding: COMMON

CUSIP: **63009Y104**

Par or Stated Value: \$0.001

Total shares authorized: 990,000,000 as of: March 31, 2013

Total shares outstanding: 577,860,531 as of: March 31, 2013

Additional class of securities (if necessary):

n/a

Transfer Agent

Stalt, Inc.

671 Oak Grove Avenue

Suite C

Menlo Park CA 94025

**Phone:** 650-321-7111

**Fax:** 650-321-7113

Is the Transfer Agent registered under the Exchange Act?\*

Yes: ☒

No: ☐

**List any restrictions on the transfer of security:**

n/a

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

n/a

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

- 1) In July 2012, NanoTech completed an agreement and acquisition resulting in NanoTech Media Corporation operating as a wholly owned subsidiary.
- 2) In October 2012, NanoTech completed an agreement with Global Media Enterprises giving NanoTech the exclusive distribution rights to Global Media's content.
- 3) In October 2012, NanoTech entered into an agreement and formed a partnership resulting in NanoTech Communications Corporation operating as a wholly owned subsidiary.
- 4) NanoTech is finalizing the terms of an acquisition of Clear Memories, Inc.
- 5) NanoTech is looking to create or acquire another subsidiary that will be focused on scientific research and development, providing new technology and product concepts.

**4) Issuance History**

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

*Securities Offerings in the past two fiscal years:*

On March 23, 2012 the Company issued David Foley, employee, 29,910,566 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$1,196,423 of compensation past due under the terms of an employment agreement from 2007, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued Robert DeKett, former CEO, 6,665,925 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$266,637 of compensation and expenses past due under the terms of an employment agreement from 2007, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued Ted Campbell, director, 4,275,078 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$171,003 of compensation past due under the terms of a services agreement from 2010, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued Philip Foley, unrelated and non-affiliated independent contractor, 965,250 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$38,610 of compensation due under the terms of a services agreement, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued Brian Smith, employee, 1,800,000 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$72,000 of past due compensation due, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued Leslie Hayes, former employee, 1,500,000 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, to eliminate \$60,000 of past due compensation due, and reducing the company's debt by the same amount.

On March 23, 2012 the Company issued James Graham, independent contractor 24,000 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, as part of a completed services agreement from 2010.

On March 23, 2012 the Company issued David Miller, independent contractor 104,000 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, as part of a completed services agreement from 2010.

On March 23, 2012 the Company issued Mark Morris, independent contractor 550,000 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, as part of a completed services agreement from 2010.

On March 23, 2012 the Company issued Global Media Enterprises 250,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of an agreement that provides the NanoTech with shares in Global Media as well as exclusive rights to content owned by Global Media.

On March 23, 2012 the Company issued NanoTech Media Corporation 250,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of an agreement that provides the NanoTech with shares in NanoTech Media Corporation as well as exclusive rights to content and technology owned by NanoTech Media Corporation.

On March 28, 2012 the Company issued Joan Sherman, unrelated and non-affiliated investor, 60,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$60,000.

On March 28, 2012 the Company issued Bruce Schoengood, unrelated and non-affiliated investor, 45,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$45,000.

On April 20, 2012 the Company issued Joan Sherman, unrelated and non-affiliated investor, 53,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$53,000.

On May 2, 2012 the Company issued Philip Foley, unrelated and non-affiliated independent contractor, 500,001 shares of restricted common stock containing the restrictive legend, at \$0.075 per share, to eliminate \$37,500 of compensation due under the terms of a services agreement, and reducing the company's debt by the same amount.

On May 2, 2012 the Company issued Carl Bellitti, unrelated and non-affiliated independent contractor, 500,000 shares of restricted common stock containing the restrictive legend, at \$0.075 per share, to eliminate \$37,500 of compensation due under the terms of a services agreement, and reducing the company's debt by the same amount.

On June 19, 2012, the Company issued Bruce Schoengood, unrelated and non-affiliated investor, 29,547,945 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$29,547.95.

On July 9, 2012, the Company issued Randel Reiss, unrelated and non-affiliated investor, 3,589,808 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$3,589.81.

On July 26, 2012, the Company issued Long Side Venture, unrelated and non-affiliated investor, 320,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$2,880.00.

On August 15, 2012 the Company issued Titan Edwards, independent contractor 125,000 shares of restricted common stock containing the restrictive legend, as part of a completed services agreement from 2009.

On January 2, 2013 the Company issued Samuel Shepherd, unrelated and non-affiliated investor, 5,537,430 shares of restricted common stock containing the restrictive legend, at \$0.04 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$5,537.43

On January 14, 2013 the Company entered into a buyback agreement, reducing the overall outstanding shares by 75,810,552, cancelling shares previously issued to Global Media Enterprises, in exchange for an ongoing royalty respective to certain media properties provided by Global Media to NanoTech and redistributing them as follows:

issued Worldwide Cargo, independent service provider 1,224,490 shares of restricted common stock containing the restrictive legend, at \$0.0024 per share, reducing the company's debt by \$3,000.00.

issued Long Side Venture, unrelated and non-affiliated investor, 26,030,874 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$154,102.79.

issued R&T Sports Marketing, unrelated and non-affiliated investor, 42,210,703 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$55,004.32.

issued Galaxy Worldwide, unrelated and non-affiliated investor, 42,796,086 shares of restricted common stock containing the restrictive legend, at \$.0004 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$14,978.63.

issued M Stephen Roberts, independent service provider 780,000 shares of restricted common stock containing the restrictive legend, at \$0.001 per share, reducing the company's debt by \$780.00.

issued David Foley, employee, 6,192,637 shares of restricted common stock containing the restrictive legend, as part of his employment agreement

issued Vince Cerisano, unrelated and non-affiliated investor, 17,424,658 shares of restricted common stock containing the restrictive legend, at \$0.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$17,424.66.

75,810,552 shares returned to treasury.

On January 30, 2013 the Company entered into a buyback agreement, reducing the overall outstanding shares by 144,982,250, cancelling shares previously issued to NanoTech Media Corporation and redistributing them as follows:

issued Philip Foley, unrelated and non-affiliated independent contractor, 25,500,000 shares of restricted common stock containing the restrictive legend, at \$0.006 per share, to eliminate \$153,000 of compensation due under the terms of a services agreement, and reducing the company's debt by the same amount, and acquiring license rights to proprietary technology and assets.

issued Carl Bellitti, unrelated and non-affiliated independent contractor, 25,000,000 shares of restricted common stock containing the restrictive legend, at \$0.006 per share, to eliminate \$150,000 of compensation due under the terms of a services agreement, and reducing the company's debt by the same amount, and acquiring license rights to proprietary technology and assets.

Issued Alan D. Stone, affiliated board member, 3,100,000 shares of restricted common stock containing the restrictive legend, as part of a compensation agreement.

issued David Swanson, employee, 5,000,000 shares of restricted common stock containing the restrictive legend, as part of an employment agreement

issued Karen Davis, employee, 5,000,000 shares of restricted common stock containing the restrictive legend, at as part of an employment agreement.

issued Lance Allison, unrelated and non-affiliated independent contractor, 500,000 shares of restricted common stock containing the restrictive legend, at \$0.02 per share, as part of a services agreement.

Issued Jeffrey A. Foley, affiliated CEO & board member, 5,000,000 shares of restricted common stock containing the restrictive legend, as part of an employment agreement.

144,982,250 shares returned to treasury.

On February 20, 2013, the Company issued Joan Sherman, unrelated and non-affiliated investor, 2,000,000 shares of restricted common stock containing the restrictive legend, at \$.001 per share, as part of a conversion of a convertible debenture, reducing the company's debt by \$2,000.

On February 20, 2013, the Company issued David Foley, employee, 25,000,000 shares of restricted common stock containing the restrictive legend, at \$0.001 per share, to eliminate compensation past due under the terms of an employment agreement from 2007, and reducing the company's debt by the same amount covered in a promissory note dated December 31, 2011.

All of the above shares of the Common Stock of the Company ("Common Stock") were issued to the above persons in reliance upon the exemption from the registration requirements under the Securities Act of 1933, as amended ("1933 Act"), afforded by section 4(2) and 3(a) and (b) as promulgated by the Securities and Exchange Commission ("SEC") under the Act. The Common Stock issued are considered restricted securities as defined under the 1933 Act and as such, cannot be resold with registration under the Securities Act or an appropriate exemption thereto. The Common Stock contains the following restrictive legend:

"The shares represented by this certificate have been acquired for Investment and have not been registered under the Securities Act of 1933. The shares may not be sold or transferred in the absence of such registration or an exemption therefrom under said Act."

## **5) Financial Statements**

The following unaudited financial statements are uploaded as a separate document, named *Financial Statements for Quarter Ending March 31, 2013*, posted on May 3, 2013, incorporated herein by reference for the quarter ending March 31, 2013. They can be found through the OTC Disclosure and News Service at <http://www.otcm Markets.com/stock/NTEK/filings>.

1. Balance Sheet for the period ending March 31, 2013;
2. Statement of Income for the period ending March 31, 2013;
3. Statement of Cash Flows for the period ending March 31, 2013;
4. Notes to Financial Statements for the period ending March 31, 2013.



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

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

#### **Overview**

Our business is comprised of three business units: NanoTech Gaming Labs (NGL); NanoTech Media (NMED); NanoTech Communications (NCOMM).

#### **Gaming**

NGL is a provider of gaming technology for the coin-op arcade, casino gaming, and consumer gaming markets. We operate as a manufacturer and distributor of our products as well as a virtual manufacturer, developing technology and games, and then licensing them to third parties for manufacturing and distribution. With an ever-expanding lineup of technology and products, NGL is redefining the role of developers and manufacturers in the gaming market. NGL's team is comprised of industry veterans of the gaming industry and has collectively been responsible for dozens of award winning products and multi-million copy selling video games and technology.

#### **Media**

NMED is a provider of OTT / IPTV technology for television and portable media devices. NMED uses a variety of cloud based resources for infrastructure, data storage, content delivery providing media to a global market while minimizing capital expenditures and physical resources. With a portfolio of proprietary state of the art Television and Video technology, NMED's business model assures continued growth and ongoing revenue streams by providing unique content and ongoing revenue streams from licensing and advertising.

#### **Mobile**

NCOMM is a developer, publisher and licensor of applications and technology for the mobile phone space. NCOMM operates as a virtual company using a variety of cloud based resources for infrastructure, data storage, content delivery providing apps and services to a global market while minimizing capital expenditures and physical resources. By having a global reach, NCOMM is able to employ a team from around the world in order to secure the best talent for its development team. With a portfolio of unique and compelling apps being developed, NCOMM's business model assures continued growth and ongoing revenue streams based on recurring advertising and subscription income, as well as one time license fees for its apps.

#### **Market and Industry**

##### **Gaming**

NGL has experience and products for all aspects of the gaming industry. By traversing the market from consumer to coin-op to casino, NGL may be able to take advantage of all three growth & profitable industries and balance out the seasonal patterns of each. Even in the unsteady economic climate, the gaming market continues to flourish and expand. The NanoTech team has won numerous awards in recent years including multiple winners of innovative products of the year in the arcade industry and the casino market.

##### **Media**

NMED has experience and products for the emerging IPTV media market. By investing heavily during the past two years in the creation of groundbreaking proprietary TV technology as well as the license and creation of unique content, NMED is poised ahead of the wave of this market. In 1999 when TIVO was launched, it marked the beginning of a revolution in Television with the advent of the digital PVR and subsequently changed the way consumers watched TV. We are at the forefront of the IPTV revolution, and believe that in the coming years IPTV delivery will once again revolutionize the Television industry by changing the basic model of

broadcasting to a video on demand model, with micro content selection by the users, rather than the traditional OTA and Cable models.

### **Mobile**

NCOMM focuses on the communications segment including web and mobile app development. Leveraging GPS technology along with links to social media sites including Facebook, Twitter and Foursquare this technology NCOMM is producing the “must have” apps for all users of mobile phones. NCOMM also provides proprietary technology that it licenses for the delivery of digital media on new platforms for the in home consumer market.

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

The Company was incorporated in the state of Nevada, USA on July 15, 2004

### **C. the issuer’s primary and secondary SIC Codes;**

The Company’s Primary SIC code is 7993 – Coin-operated amusement devices

- (a) Secondary SIC code is 4833 – Television Broadcasting
- (b) Secondary SIC code is 73729901 – Application Computer Software
- (c) Secondary SIC code is 73710300 – Computer Software Development and Applications

### **D. the issuer’s fiscal year end date;**

June 30

### **E. principal products or services, and their markets;**

Principal products, services and markets

1. Gaming Market
  - (a) MultiPin
  - (b) Pinball Wizard
  - (c) Jumper
  - (d) Masher
  - (d) Retr-IO
  - (e) Mot-Ion Kit
  - (f) NanoNET
  - (g) aAMP-LC6
  - (h) OptiGun
2. Media – IPTV Market
  - (a) Adam Curry’s Big App Show
  - (b) NanoFlix
  - (c) NanoFlix 3D
  - (d) On the Mike Show
  - (e) BIF Tool
  - (f) Video Conversion Tool
  - (g) Video Extraction Tool
  - (h) Que Pasa TV
  - (i) Stock Watch

3. Communication Market
  - (a) NanoTweet
  - (b) iFrames
  - (c) iPosters
  - (d) High School Icon

## **7) Issuer's Facilities**

### **Silicon Valley Headquarters**

**2450 Kruse Drive, San Jose, CA 95131**

The company is headquartered in San Jose CA, leasing a multi-use building. The headquarters features a combination of offices, work space, electronic tile floor workspace, warehouse, storage, and video recording studio. The facility was renovated from top to bottom prior to NanoTech moving in featuring renovations and updates performed by NanoTech to build out the unit to our exact needs. The term is a 3 year renewable lease. The building is located in the heart of Silicon Valley near the 880 freeway with easy access to the entire Bay Area. The NanoTech Gaming Labs, NanoTech Media, sales and marketing, and customer support operate from this facility.

### **Silicon Valley Data Center**

**48233 Warm Springs Blvd, Fremont, CA 94539**

The company rents multiple units at this facility located at Hurricane Electric. This is a purpose built data center that features state of the art internet connectivity over an IPV6 global backbone providing 10 gigabit Ethernet connection to the Internet. Houses is a 200,000 square foot facility that features 24 x 7 x 365 Onsite Staff, with Conditioned and back-up power, custom designed video surveillance and card keyed doors. NanoTech is operating on a 1 year lease for this facility.

### **East Coast Office**

**56 N. Bedford Street, Suite 14, East Bridgewater, MA 02333**

The NanoTech Communications group operates out of the East Coast Office located south of Boston. This facility features offices and is located in a professional office park. The space is leased month to month allowing the company to move into bigger facilities as needed for anticipated staff increases in the mobile group.

## **8) Officers, Directors, and Control Persons**

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

Jeffrey A. Foley – Chairman, CEO  
Alan D. Stone – Director  
Ted Campbell – Director

#### **The following persons may be considered to be Control Persons:**

Ben Kaplan – Longside Ventures – R&T Sports Marketing  
Dan Kaplan – Longside Ventures – R&T Sports Marketing

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.

Ben Kaplan	Longside Ventures LLC (R&T Sports Marketing)	68,271,577 Shares
Dan Kaplan	1800 S. Ocean Dr., PH2 Hallandale Beach, FL 33009	

**9) Third Party Providers**

**General Counsel :** A.M. Santos Law, CHTD  
Antony M. Santos, Esq.  
Nevada Bar No: 11265  
Connecticut Bar No: 33256  
5440 West Sahara Avenue Third Floor  
Las Vegas, Nevada 89146  
Tel: 702-749-4594  
Email: [tony@amsantoslaw.com](mailto:tony@amsantoslaw.com)

**Special Counsel :** Gersten & Muir, P.A.  
Jane W. Muir  
Attorney at Law  
2601 Biscayne Boulevard  
Miami, Florida 33137  
Tel: 786-533-1100  
Email: [jane@gerstenmuir.com](mailto:jane@gerstenmuir.com)

**SEC Counsel :** M. Stephen Roberts  
A Professional law Corporation  
2501 Nicholson Drive  
Baton Rouge LA 70802  
Tel: 225-389-8300  
Email: [steve@SteveRobertsLaw.com](mailto:steve@SteveRobertsLaw.com)

**Accounting:** J&J Consultants LLC  
R. Gordon Jones, CPA  
1393 N. Bennett Circle  
Farmington UT 84025  
Tel: 801-916-3884  
Email: [gionest@aol.com](mailto:gionest@aol.com)

**Auditor:** Sadler Gibb & Associates LLC  
Chad Sadler, CPA  
291 South 200 West  
Farmington UT 84025  
Tel: 801-232-5017  
[csadler@sadlergibb.com](mailto:csadler@sadlergibb.com)

**10) Issuer Certification**

I, **Jeffrey A. Foley, Chairman & CEO**, certify that:

1. I have reviewed this **Quarterly Disclosure Statement** of **NanoTech Entertainment, Inc (NTEK)**;
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.

March 31, 2013

/s/ JEFFREY A. FOLEY

CHAIRMAN & CEO