

## **ISSUER ANNUAL REPORT**

**For the Period ended December 31, 2012**



**VIRATECH CORP.  
4719 Quail Lakes Drive #G319  
Stockton, CA 95207  
Telephone Number: (209) 477-3030**

### **ISSUER'S EQUITY SECURITIES**

**Common Stock, authorized 2,000,000,000 shares  
par value \$.0001 per share.  
Preferred Stock, authorized 20,000,000 shares  
par value \$.0001 per share.**

### **TRANSFER AGENT**

**Standard Registrar and Transfer Co.  
12528 S. 1840 E  
Draper, UT 84020  
Ph. (801) 571-8844**

### **SECURITIES COUNSEL**

**Crawford Shaw  
230 Park Avenue  
10th Floor  
New York, NY 10169  
(917) 453-9986**

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## **Part A General Company Information**

### **Item 1 The exact name of the issuer and its predecessor.**

The exact name of the issuer is VIRATECH CORP. (hereinafter referred to as the “Company” or “Viratech” or “issuer”). The issuer was a reporting company under Section 12(g) of the Securities Act of 1933 from October 3, 2000 until the filing of a Form 1512(b) on October 20, 2004. The Company was formerly known as McSmoothies, Inc., Ameridream Entertainment, Inc., Soleil Film and Television, Inc., and Imperia Entertainment, Inc.

### **Item 2 The address of the issuer’s principal executive offices.**

The issuer's principal executive offices are located at: 4719 Quail Lakes Drive, suite G319, Stockton, CA 95207; Telephone: 209-477-3030.

### **Item 3 The jurisdiction and date of the issuer’s incorporation or organization.**

The Company was incorporated under the laws of the State of Nevada on March 21, 2000.

## **Part B Share Structure**

### **Item 4 The exact title and class of securities outstanding.**

<u>Title</u>	<u>Class</u>	<u>CUSIP Number</u>	<u>Symbol</u>
Common Stock	N/A	927647 107	VIRA
Preferred	A	N/A	N/A
Preferred	B	N/A	N/A

### **Item 5 Par or stated value and description of the security.**

- *Par or Stated Value.* The par value for common shares: \$0.0001. The par value for preferred shares: \$0.0001.

- *Common or Preferred Stock.*
  - A. Common shares have a one share, one vote voting right. At this time, there are no plans to issue dividends. There are no preemption rights.
  - B. Preferred Series A stock has super voting rights of 100,000 to 1. Each share of Preferred Series A has a conversion to 100,000 common shares.
  - C. Preferred Series B stock has no dividend or voting rights. Each share of Preferred Series B has a conversion to 50 common shares.

**Item 6 The number of shares or total amount of the securities outstanding for each class of securities authorized.**

The Company's authorized Common Equity Consists of 2,000,000,000 shares of common stock \$0.0001 par value and 20,000,000 shares of preferred stock. Currently there are 726,830,550 shares issued and outstanding, of which 646,730,000 shares are subject to lockup agreements, with 46,976,558 in the trading float, of which 41,500,000 shares are subject to lockup agreements.

The Company's authorized Preferred Class A Shares consists of 5,000,000 shares \$0.0001 par value with a conversion rate of 100,000 common shares for each Preferred Class A share. Currently there are 10 Preferred Class A shares issued and outstanding.

The Company's authorized Preferred Class B Shares consist of 5,000,000 shares \$0.0001 par value with a conversion rate of 50 common shares for every Preferred Class B Share. Currently, there are 3,882,500 Preferred Class B shares issued and outstanding.

The Company has of record approximately 179 shareholders.

**Item 7 The name and address of the transfer agent.**

Standard Registrar and Transfer Co.

12528 S. 1840 E  
 Draper, UT 84020  
 Ph. (801) 571-8844  
<http://www.standardregistrar.com>

Standard Registrar and Transfer Company Inc. is registered with the Securities and Exchange Commission as its appropriate regulatory authority.

**Part C Business Information**

**Item 8 The nature of the issuer's business**

***A. Business Development***

**1. The form of organization of the issuer.**

Viratech Corp. is a Nevada Corporation.

2. The year that the issuer (or any predecessor) was organized.

The Company was organized by the filing of the Articles of Incorporation with the Nevada Secretary of State on March 21, 2000.

3. Issuer's fiscal year end date.

The fiscal year end is December 31.

4. Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceedings.

The Company and/or any predecessor have not filed, and is not in the process of filing bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business.

Viratech Corp. was organized on March 21, 2000, under the former name of Acquisitions Solutions, Ltd. On February 13, 2001, it changed its name to Mc Smoothies, Inc. In May, 2002, we acquired the assets of Ameridream Entertainment, Inc., a Nevada corporation engaged in the business of film production, and changed our name to Ameridream Entertainment, Inc., and commenced operations as a producer of feature films. Effective June 5, 2002, we effected a five-for-one forward split of our common share capital. From February 25, 2002 through July 7, 2002, our common stock was quoted on the over-the-counter bulletin board under the trading symbol, MCSO. From July 8, 2002 through February 29, 2003, our common stock was quoted on the over-the-counter bulletin board under the trading symbol, AMDR. On or about March 29, 2003, due to the failure of former management to file a quarterly report on form 10QSB, our quotation was dropped from the bulletin board and our securities began to trade on the pink sheets under the trading symbol IPEI. Pursuant to a settlement reached in a lawsuit over our controlling shares, which was settled in September, 2003, we changed management and changed our name to Soleil Film & Television, Inc., effective October 2003. We subsequently continued the business of developing, producing and distributing feature films and acquired the award winning television series, "Autograph". In July 2004, we effected a 30-1 reverse split of our common share capital and changed our name to Imperia Entertainment, Inc. On October 19, 2004, we filed a Form 15 to terminate our registration under the Securities Exchange Act of 1933. In September 2006 we changed our charter to the state of Nevada and we effected a 500-1 reverse split of our common share capital. On August 1, 2011 Viratech, Inc. and Imperia Entertainment, Inc. participated in a Share Exchange Agreement effectively merging the two companies. On August 11, 2011 we changed our name from Imperia Entertainment, Inc. to Viratech Corp. and effected a 100-1 reverse split of our common share capital.

1. Any change of control.

Acquisition Solutions, Ltd was organized on March 21, 2000. In May, 2002 Acquisition Solutions, Ltd. became Mc Smoothie's Inc. Pursuant to a Settlement Agreement in September, 2003, over controlling shares of the Company, we changed management and re-named the company Soleil Film & Television, Inc. These changes became effective in October, 2003. In July, 2004 we effected a 30-1 reverse split of our common share capital and changed our name to Imperia Entertainment, Inc. On August 1, 2011 Viratech, Inc. and Imperia Entertainment entered into a Share Exchange Agreement, which resulted in a change of control to officer/director Dr. Kevin Buckman.

2. Any increase of 10% or more of the same class of outstanding equity securities.

On August 22, 2011 the Company increased its authorized common shares from 500,000,000 to 2,000,000,000 with a par value of \$0.0001. On the same date, the Company increased its authorized preferred from 2,000,000 to 20,000,000 with a par value of \$0.0001.

3. Describe any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization.

On June 5, 2002 we effected a 5-1 forward split of our common share capital. In July, 2004, we effected a 30-1 reverse split of our common share capital and changed our name to Imperia Entertainment, Inc. In September, 2006 we changed our charter to the state of Nevada and effected a 500-1 reverse split of our common share capital. On July 16, 2011 we effected a 100-1 reverse split of our common share capital.

4. Any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board.

Due to the failure of former management to file a Form 10QSB, on or about March 29, 2003 the quotation on our common stock was dropped from the OTC bulletin board and moved to the pink sheets. On or about October 19, 2004 we filed a Form 15 to terminate our registration under the Securities Exchange Act of 1933.

5. Any current, past, pending, or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. State the names of the principal parties, the nature and current status of the matters and the amounts involved.

During the past three years, there have been no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations.

**B. *Business of Issuer***

**VIRATECH CORP.**

**Forward Looking Statements**

This Report may be deemed to contain "forward-looking" statements. Examples of forward-looking statements include, but are not limited to (i) projections of revenues, income or loss, earnings or loss per share, capital expenditures, growth prospects, dividends, capital structure and other financial items, (ii) statements of plans and objectives of the Company or its management or Board of Directors, including the introduction of new products, or estimates or predictions of actions by customers, suppliers, competitors or regulating authorities, (iii) statements of future economic performance, and (iv) statements of assumptions underlying other statements and statements about the Company or its business.

The Company's ability to predict projected results or to predict the effect of any legislation or other pending events on the Company's operating results is inherently uncertain. Therefore, the Company

wishes to caution each reader of the Memorandum to carefully consider specific factors, including competition for products; the uncertainty of developing or obtaining rights to new products that will be accepted by the market; the effects of government regulations and other factors discussed herein because such factors in some cases have affected, and in the future (together with other factors) could affect, the ability of the Company to achieve its projected results and may cause actual results to differ materially from those expressed herein.

## **Industry**

In 1968 Intel was co-founded by Gordon Moore who, in 1965, wrote a paper explaining what was needed to develop the advancement of the integrated circuit. This paper described, among other elements, the necessity of open source development, and later became one of three papers which collectively became known as “Moore’s Law.” The power of Moore’s Law combined with the open source “knowledge sharing” collaboration is obvious. 10 years ago the “smart phone” you hold in your hand today would be the size of a desktop computer, and 20 years ago that computer would be the size of your house.

In 1971 Richard Nixon and the 91<sup>st</sup> Congress of the United States passed the National Cancer Act, in a report submitted to Congress titled “A National Program for The Conquest of Cancer” which stated “...In 1930 we were able to cure only about one case in five; today we cure one in three, but the cure rate can be improved by a better application of the *knowledge that we know today.*” (*emphasis added*)

Today, that “*better application of knowledge*” has been stifled by bureaucracy, capital market inefficiency and archaic intellectual property laws, which has reduced competition to an oligopoly of multinational corporations, who through the luxury of virtually no competition have actually thwarted medical innovation in the name of protecting corporate profits. The results are obvious; compared to the advancements of the integrated circuit, cancer research has gone nowhere.

Viratech’s patent-pending method of allowing open source research and development of biotech inventions emulates the open source research and development of software which led to the huge current advance in information technology. Its premise is simply to use the social networking phenomena of Facebook, Twitter and LinkedIn, and apply it to the biotech world, where many new treatments and diagnostics are either gobbled up by Big Pharma and never developed, or never developed for lack of IP protection and financing. For example, Avastin, the leading cancer treatment drug by Genetech/Roche, which is used to treat metastatic cancers, such as colorectal, lung, kidney and ovarian cancers, reached \$2.66 billion in sales in the U.S. alone in 2012, and worldwide sales of \$5.98 billion worldwide. Avastin was released to the market 16 years ago and approved by the FDA for use in treating metastatic cancers in the U.S. in 2004-eight years ago. By contrast, in the past 16 years, cell phones were the size of bricks and now everyone has one in their pocket. In 2004, Facebook was first launched, and now has over 1 billion users, but the content contributed by those billion users is trite and trivial, and doesn’t harness the huge power of social networking.

In response to the current dilemma in biotech research and development, and in an effort to make open source development more attractive and less costly, Viratech has created an open source biotech research and development platform, based on creating and leveraging our intellectual property tool set and infrastructure, consisting of intellectual property protection via social collaboration. We have developed a platform converting social networking into a development collaboration tool. Using this platform, our members can protect their member’s intellectual property, then, using the micro social network as a utility to promote and crowd fund the research and development, produce and commercialize the new biotech and cancer research technology. We have created a three-pronged attack on the development of an open source platform consisting of the following:

## ***Protect***

By keeping everything a trade “secret” there is not only a mass duplication of effort pertaining to similar competitive research, but the inability to communicate within a community for shared insights, advancing technologies, and obtaining needed support.

According to an analysis by the World Intellectual Property Organization in Geneva ([www.wipo.int](http://www.wipo.int)), only 47,921, or less than 1%, of the estimated 4,730,000 million concepts annually are patented or protected via other measure of intellectual property protection. This void of intellectual property protection stifles innovation, and creates a synthetic barrier of entry to new ideas and progress. This has been caused by an archaic intellectual property protection system which makes the ability of protecting intellectual property onus and ineffectual. This void leads to the 4 million plus ideas annually that are out there to not enjoy any form of intellectual property protection. Thus, they are forced into the cave of trade secret domain where individuals do not have the ability of promoting their technology – in fact, they’re hiding their technology. This is especially true in the biotech field, where large pharmaceutical companies buy up new technologies in medicine and shelve their development while they promote their own already developed and patent protected products. This has brought biotech innovation to a major standstill, caused by archaic intellectual property mechanisms. Because of this, bio tech innovation has been stifled. It has been stifled at the protection of profits of large multi-national bio tech companies who understand this infrastructure, who understand how to manipulate this archaic legal foundation for their benefit and gain at the behest of the smaller issue.

This first element of Viratech's toolset, IP protection, is complemented by the elements of Promotion and Production of the technology, all using custom tailored interactive pages within the Viratech Social Network, called Micro Social Networks, owned by each user of the site who creates a page. Any user generated content that is contributed to the Micro Social Network owner’s site is, by Viratech’s terms of service and a separate permission layer, owned by that Micro Social Network owner and protected by his or her copyright.

## ***Promote***

Members of the Viratech community first protect their intellectual property using our toolset. Once protected, they are encouraged, via our collaboration platform, to freely promote their new technologies by posting their research in the community as well as broadcasting, (press release and social media distribution) what they need to assist in the development and furtherance of their research. As members add content to Viratech (Research, Documents, Patents, Theories, Blog Entries, Photos, Videos, Audio, Bookmarks, etc.), they can easily place individual restrictions on which of their peers, business associates, development partners, CRO’s, and Investors can have access to that particular content. Members control access to their stored information allowing each member to confidently share more information and collaborate more readily with other members knowing that an irrevocable provenance is created and stored, documenting which development partner had access to view and download particular information. Viratech has created an exclusive relationship with Newswire, Inc. to allow all of Viratech Members the ability of broadcasting all their news originated by one of their Viratech pages, free of cost. The news is picked up by Google as informative content, which is used to generate traffic to the member’s micro social network page, where the information is archived, and picked up by Google whenever a person performs a search using contextual key words related to the member’s content.

## ***Produce***

Using the second prong of the Viratech model, Promote, each Micro Social Network user can promote their technologies by broadcasting them through a newswire service, which gets picked up on Google

through the key words in each article. Readers of the article are blocked by a pop-up that asks them to join the Micro Social Network. Production is a feature which allows Micro Social Network owners to raise money for the research, development, and production of their technologies through crowd funding.

Independent biotech research and development teams usually find themselves in a chicken and egg dilemma. They need results to get research and development financing while at the same time needing financing to conduct the research to prove the treatment/diagnostic efficacy. Independent researchers often succumb to this dilemma by giving up control and autonomy in the early stage of research which, in turn, lowers moral and motivation. With the passage of the Crowdfunding Act in April 2012 our members may be able to use their micro social network (MSN) additionally to raise funds, leading to development and production of their biotech products.

### **How the Viratech Open Source Network Protects Intellectual Property**

Viratech is a social network consisting of a uniquely designed, indexed collection of Micro Social Networks (MSN's), tied together by a Unified Navigation Element (UNE). MSN's are created by the member to be an interactive container of content the user wishes to communicate to the network.

Intellectual property (IP) is put into a private folder, where Social Intelligence Reports ("SIRs") are written about the different aspect of the Private IP. The Social Intelligence Reports are then broadcasted throughout the internet looking for research. Responses to research come to individual MSN's within the Viratech framework. Individuals joining and contributing to these MSN's must accept Viratech's Terms of Service ("TOS"). In the TOS members acknowledge that the User Generated Content ("UGC") that they generate (post, document upload, discussion etc.) is property of the MSN owner. This UGC then becomes an ever-growing expression of the private work product/idea, thus incorporating a copyrighted derivative expression around the base of the intellectual property seeking additional protection.

New user generated expressions are then sent directly to the owner of the MSN, in a central command/outlook environment where it can be sent to be:

1. Published as new content on any MSN under management by the member;
2. Written as an article or press release explaining a particular aspect;
3. Researched by a third party; or
4. Stored within the MSN owners private Body of Knowledge.

This mechanism thus allows the MSN owner the ability of leveraging the Social Network and recirculates the content in growing and organizing and expanding expression of knowledge which will achieve the following:

1. Create more content which can be broadcasted through the MSN;
2. Create more contextual key word traffic to the MSN from the broadcasted content in 1;
3. Create more UGC from the traffic in 2;
4. Capture the UGC in 3 and decide whether to Publish, Write, Research, or keep private;
5. Publish new UGC and repeat step 1.

The present landscape of traditional social networks has proven to be an excellent tool for networking, broadcasting information about oneself, and initiating relationships. Viratech believes that its unique toolset has the potential to encourage a higher level of collaboration among its members and to use that collaboration as an intellectual property protection mechanism within the



community thus creating a symbiotic and synergistic self-sustaining network. Our present toolset allows members the ability to:

1. Create as many public and private Micro Social Networks (MSN's) as desired;
2. Allow the creator of MSN's to own all the User Generated Content (UGC) created within it;
3. Allow the creator of MSN's to have permission and the toolsets necessary to communicate to all the MSN's members/fans;
4. Allow the members of Viratech.org to manage all content, information and UGC created and generated for the various MSN in one central command; and
5. Allow the creator of an MSN the ability of broadcasting news, press releases and articles concerning the MSN for the purposes of driving contextual news-driven traffic to the MSN;

1-5 above are then organized as a way to generate and organize content into a centralized Body of Knowledge which the owner of the various MSN's can use as an innovative intellectual property protection mechanism.

## **Viratech's Operative Intellectual Property**

Viratech has the exclusive license for biotech research of the following intellectual property suite:

### **Method of Generating Critical Mass of Relevant User Generated Content for a Social Network by the Creation of An Open Source Micro Social Network Infrastructure. Patent Application Number 61599415**

The lifeblood of any social network is the ability of creating critical mass of users both in size (numbers of users) and in the expression of those users to produce user generated content (UGC). Once a network reaches this critical mass, its UGC becomes syndicated through other users broadcasting the content, which in turn creates more content activity and the possibility of the creation and distribution of new UGC. This process creates a domino effect of UGC and activity which becomes self-sustainable once critical mass of users and activity (Critical Mass) is reached.

Further, as social networking use matures, so will the demands of its user's functionality, expression and distribution of UGC. This demand is presently being stifled, due to the fact that it is a direct contradiction to the present social networking business models and seen as nothing more than competition and the cannibalization of future advertising revenues. For, in the eyes of the present social networks, if members are not the customer, they are the product, and to allow them outside of this construct will, in turn, implode the present infrastructure and advertising revenue models they presently enjoy.

"Method of Generating Critical Mass of Relevant User Generated Content for a Social Network by the Creation of an Open Source Micro Social Network Infrastructure" lays the foundation for the upcoming evolution of social network users' expectations, by empowering them with the ability of creating their own Micro Social Network (MSN) within the sub domain infrastructure of a traditional social network. Unlike traditional social networks of today, a MSN allows the creator (social network user) of the MSN:

1. To own via copyright waiver and, upon acceptance of the terms of service (TOS) of membership, all the UGC created and or placed in the individual MSN (including documents, comments, pictures, discussions, analysis, organization, indexes, etc.) by its members who join the specific MSN;
2. To own

and have permission to market (via email, social network communication, text messaging or other permission based marketing approach agreed upon by the acceptance of the TOS between the MSN and Members) all members who join the individual MSN; 3. To add functionality to their own MSN's including stores, shopping cart, maps, auctions, social couponing, crowd source buying incentives, auctions, commerce exchanges, news, etc., all in the purpose of creating a self-contained social commerce portal.

**Method of Creating Critical Mass of a Social Network via the Assignment and Recording of Value of Individual Social Network Member Activity. Patent Application Number 61599530**

The lifeblood of all Social Networks is the ability to create a critical mass of users; both in size (numbers of users), the expression of those users to produce User Generated Content (UGC), and finally the Syndication of UGC by the very members of the Social Network. The ability to generate activity in these three separate variables represents the key in achieving Critical Mass and self-sustainability within any Social Network.

“Method of Creating Critical Mass of a Social Network via the Assignment and Recording of Value of Individual Member Social Network Activity” allows the owner of a Social Network the ability to assign a point value for each Social Network Members Activity Participation within the Social Network. These points are then automatically tabulated per each Social Network Member, thus allowing a Social Network Member the ability to accumulate points as well as letting members see a balance of points earned due to the activity of the Social Network Member on the Social Network. Finally, points earned via individual Social Network Activity can then be spent by the Social Network Member in various ways, as determined via the Social Network Administrator/Owner.

**Method of Capturing and Indexing an Individual Aspect of Knowledge via Unified Structured Element. United States Patent Application 61669994**

Everyone is unique, and with that statement, how we each see the world, understand our surroundings and the format on how we best assimilate and express knowledge is as unique as we are. “Method of Capturing and Indexing an Individual Aspect of Knowledge via Unified Structured Element” consists of creating a unified website container called a Micro Social Network. Here the Individual /Creator /Inventor can deposit in a structured environment their knowledge, understanding or invention, and by leveraging the invention combined with user generated content can create a new intellectual property protection mechanism, leveraging UGC and social collaboration.

**Method of Converting a Derivative Expression of an Idea into Social Network Navigation Element. United States Patent Application 61669330**

Ideas are the engine of commerce, innovation and scientific advancement. They live in the world of the abstract and as such the use of them becomes cumbersome until they are quantified and harnessed via derivative expressions thereof. “Method of Converting a Derivative Expression of an Idea into a Social Network Navigation Element” is the process of taking an idea and, then, through a series of processes, including research and writing, breaking the idea into its separate distinct derivative expression thereof. This is combined by a second series of processes transforming the distinct derivative expressions of the original idea, into graphical icons representing the linear understanding of the derivative expressions. These icons are then embedded with the uniform resource locator of the representative websites or Micro Social Networks, consisting of the multimedia knowledge repository of the derivative expressions, for the purpose of creating a linear intellectual property protection mechanism.

## **Additional IP Licensed to Viratech for Open Source Development**

Viratech's CEO, Dr. Kevin Buckman, has developed 14 different medical technologies, which have been licensed to Viratech to be developed by open source. Each license is from Dr. Buckman's holding company, Health Care Intellectual Properties, LLC, for a renewable term of five years, subject to the payment by Viratech to Health Care Intellectual Properties, LLC, a royalty of 2.5% of the gross sales of the licensed technology. The technologies are described in the patent section of this report. None of the technologies have undergone clinical trials or been approved by any government authority.

## **Viratech Books**

Cancer.im's first of 235 books to be released on Amazon's Kindle platform, focusing on Cancer, *Find and Stop Breast Cancer*, by Dr. Kevin Buckman, was published on Amazon.com achieved number one on the 100 best-sellers in breast cancer on Amazon.com as of January 26, 2013. *Find and Stop Breast Cancer* is the result of decades of research by Dr. Buckman in the field of cancer, highly focused on breast cancer. The book provides information geared toward making a difference in early diagnosis and treatment, and focuses much of its content on prevention of breast cancer and alternatives. *Find and Stop Breast Cancer* addresses on what every woman needs to know about the prevention and treatment of breast cancer.

On February 13, 2013, the Company published its second of 235 books released on Amazon's Kindle platform, focusing on Cancer. The book, *Cancer Patient User Manual*, by Dr. Kevin Buckman and Cancer Advocate Chris Ryan, which achieved number 1 best-seller status for Oncology. The first book, *Find and Stop Breast Cancer*, became a best seller last month after only three days.

*Cancer Patient User Manual* is the result of decades of research in the field of cancer. The book provides all the information needed to help any cancer patient become proactive immediately and make a difference in fighting their disease, regardless of the treatment they now receive or is available to them.

According to the book, "Cancer.im (www.cancer.im) is working to find new screening tests for cancer and new modes of therapy. The site, which launched on February 15, 2013, includes a user friendly Mission Adaptive Plan (a MAP) that can be tailored for each user, and 15 modules for dealing with the disease, which are based on the *Robert Ryan Cancer Protocol*. Based on more than 19 medical studies on quality of life and associated longevity, following the *Robert Ryan Cancer Protocol* decreases the morbidity of cancer by increasing the quality of life by the use of these 15 steps which allows a cancer patient to be proactive. There is no charge for this service."

On March 5, 2013, the Company's e-book publication of "Reversing Diabetes" on Amazon's Kindle platform, by Dr. Kevin Buckman and Dr. Barkat Charania, became the number one best seller in alternative medicine and number one in diabetes. The book discusses in detail Artificial Pancreas Therapy, the only proven therapy that has been found to treat and reverse many of the complications of diabetes, as well as other methods of treatment.

## **Recent Developments**

### **CANCER.IM**

In October 2012, the Company was negotiating the purchase of Cancer.im, inc, a wholly owned subsidiary of Extensions, Inc., for \$32 million. On December 20, 2012, the Company and Extensions negotiated a price of \$6.2 million in Viratech restricted common stock. The difference between the \$32 million and the \$6.2 million was due to an unknown liability which was created on November 29, 2012,

when the SEC instituted registration revocation litigation against Extensions, Inc. Extensions, Inc.'s board supplied the Company with correspondence and documentation that the SEC proceeding was without merit, but, due to the complex nature of the ongoing litigation, Viratech factored in the future litigation cost and the unknown successor liability of Extensions, Inc.'s litigation in the valuation of Cancer.im, Inc. On February 1, 2013, the SEC dismissed its revocation proceedings against Extensions, Inc., acknowledging that, on October 11, 2007, Extensions' voluntary termination of its securities had gone effective and it had no class of securities registered under the Securities Exchange Act of 1934.

Cancer.im, Inc. owns and operates <http://cancer.im>, the world's first experienced-based social network resource site for cancer patients, survivors, advocates, and volunteers. Cancer.im's mission is to empower every cancer patient, regardless of their ability to pay, with the power to research their disease and to find, organize, and manage their own cancer support network. The goal of these support networks is to assist the patient in conserving needed energy by reducing the burden associated with their own daily trials and tribulations. Cancer.im will strive to convert this saved energy into a higher level of patient activity and a stronger determination to fight their disease.

Unlike other social networks, Cancer.im was designed by a team that is dedicated to specifically serve the unique needs of those currently struggling with the disease. This new network combines databases of medical community knowledge, repositories of wisdom from cancer survivors, systems for helping cancer patients organize their records and various facets of their treatment, and tools that allow patients and their supporters to work together effectively. In short, Cancer.im provides everything a cancer patient, friend, or family member is looking for to help in the fight against the disease, all in one online location and easy-to-use format.

Clinical studies have confirmed that those cancer patients with an active support network of friends, family and other advocates outlive those who do not. Cancer.im's networking tools will empower every cancer patient to take control of their treatment by giving them ways to find, organize and manage their own cancer support network.

The Company sees Cancer.im as a perfect complement to its open source research platform. Where Viratech applies open source research in the area of protecting intellectual property so companies can promote and crowdsource their ideas from concept to reality, Cancer.im harnesses the same social collaboration utilities to develop what we believe will become the first experience based search engine powered by social collaboration.

Through its experience-based search engine and next-generation technology, Cancer.im's goal is to become the primary resource on the web for people affected by cancer, for the purpose of making a difference in their own lives and the lives of others.

The site was launched on February 19, 2013. Cancer.im harnesses social collaboration utilities to develop what Viratech believes will become the first experience-based search engine powered by social collaboration. The merger was consummated in February 2013.

Cancer.im is the first social network which has reversed engineered an evidence based medicine study which has shown that by increasing the quality of life of a cancer patient you can directly lower the incidence of morbidity regardless of treatment.

Cancer.im is positioning itself to have the first mover advantage by becoming the primary resource on the Web that people affected by cancer will turn to in order to make a difference in their own lives and the lives of others. Members can use Cancer.im to:

- Create and mobilize their own Patient Support Network;

- Learn from the wisdom of cancer survivors;
- Research all aspects of cancer;
- Organize their medical records, insurance, and research;
- Create a customized strategy based on their educated beliefs, values and resources;
- Create a proactive cancer prevention strategy.

Through its experience-based search engine and next-generation technology, Cancer.im's goal is to become the primary resource on the web for people affected by cancer, for the purpose of making a difference in their own lives and the lives of others.

## **WELLNESS BUILDER**

On January 18, 2013, the Company signed a letter of intent to provide a turnkey Social Network for Wellness Builder, Inc., a company engaged in the development of a series of nutraceutical products designed to combat the effects of stress, inadequate nutrition and exposure to environmental toxins.

Viratech will provide a turnkey Social Network, using its licensed patent pending technology platform, which Social Network will act as an engagement funnel for individual micro social networks within the Social Network, to obtain and develop user generated content for the sole purpose of protecting, promoting and producing individual elements of Wellness Builder's business model. In exchange for the fully integrated system, Viratech will receive \$250,000, a royalty of 5% of the gross sales of all products developed with the use of the system, and a non-dilutable equity interest of 10% in Wellness Builder, Inc.

### **About Wellness Builder**

Our modern lifestyles are characterized by high levels of stress, inadequate nutrition and exposure to environmental toxins, which can deplete our bodies of nutrients and make us susceptible to disease. Wellness Builder applies proven research to formulate natural products designed to counteract the damage.

Wellness Builder, Inc. is engaged in the research and development of pharmaceutical and nutraceutical products derived from the research of Dr. Kevin Buckman. The company has an executive team for funding, distribution, and marketing of 12 products to sell pharmaceutical and nutraceutical products derived from decades of research by Dr. Kevin Buckman.

Dr. Buckman has created more than a dozen formulas which are intended to address the underlying needs of individuals suffering from what he calls "DDS" (Degenerative Disease Syndrome). This includes such maladies as gastrointestinal disorders, auto-immune diseases, asthma, arthritis, diabetes, arthritis, cancer, and heart disease

## **DIABETES.NET**

On February 21, 2013, the Company entered into a letter of intent to provide a turn-key Social Network for Diabetes Network Charities at <http://diabetes.net>, for \$250,000, plus 25% royalty from all revenue derived from the operation of the site.

Diabetes.net is the original diabetes network for researchers, physicians and healthcare professionals. Diabetes mellitus is a group of metabolic diseases characterized by improper metabolism due to the inability of the pancreas to produce enough insulin, or the lack of response of cells to the insulin that is produced. As of 2010, an estimated 285 million people worldwide were afflicted with diabetes, and the number is expected to almost double by 2030. In the United States the CDC has

classified the disease as epidemic. Diabetes.net is the original diabetes network of researchers, physicians, and health care professionals, promoting research on diabetes treatments and cures for over 25 years.

## **OUR TARGET MARKET**

In the U.S. alone, it is estimated that there are more than 10 million cancer survivors. Worldwide, that figure is over 24,000,000 million survivors. This year, in the US alone, it is projected that 1.3 million people will be diagnosed with cancer for the first time and 556,000 people will die of the disease. This makes cancer the leading cause of death for people under the age of 85 years old. The latest stat the Company has for the impact of Cancer in the US is from 2006, the direct cost of cancer was approximately \$78 Billion for direct medical costs and an estimated \$128 Billion for indirect costs (such as lost productivity and labor) bringing the total economic impact to \$206 Billion. This equates to an average direct medical cost of \$60,454 per patient per year and a lost productivity cost of \$97,454 per patient per year.

Further according to a report by the World Intellectual Property Organization in Geneva, ([www.wipo.int](http://www.wipo.int)) only 47,921 or 1% of the estimated 4,730,000 million concepts annually are patented or protected via other measure of intellectual property protection. This void of intellectual property protection stifles innovation and creates a synthetic barrier of entry for new ideas and progress.

Viratech is an open source Biotech research and development network leveraging our social collaborative website and our intellectual property suite to provide a platform encouraging the sharing of Biotech research for the sake of accelerating the development of new therapies and diagnostic procedures.

Our toolsets' fulcrum is a method of protecting intellectual property via social collaboration. Which leverages social networking activity and user generated content as a mechanism of converting patents and other intellectual property into index able expression of a copyright work product. Using our toolset, members of the Viratech community can protect their intellectual property thereby allowing them the freedom to post their research and solicit collaboration and assistance from other members as well as being able to broadcast via press releases and social media distribution what they need to assist in the development and furtherance of their research into commercial production.

As members add content to Viratech (Research Documents, Patents, Theories, Blog Entries, Photos, Videos, Audio, Bookmarks, etc.) they can easily place individual restrictions on which of their peers, business associates, development partners, CRO's, and Investors can have access to that particular content. Members control access to their information allowing each member to confidently share more information and collaborate more readily with other members knowing that an irrevocable provenance is created and stored which can show which development partner had access to, viewed and download particular intellectual property/content.

Our second toolset focuses around crowdfunding of early stage research and development capital needs. Independent Biotech research and development teams usually find themselves in a chicken and egg dilemma. They need results to get research and development financing while at the same time needing financing to conduct the research to prove the treatment/diagnostic efficacy.

Independent researchers often succumb to this dilemma by giving up control and autonomy in the early stage of research to venture capital board members or large corporations, which in turn removes the entrepreneurial spirit, moral and motivation to innovate.

The Company believes that our intellectual property toolset within our social networking infrastructure has the potential of opening up the scientific community to share and collaborate on ideas, theories and know how to streamline the development of new therapies and diagnostics within the cancer research community.

## **REVENUE MODEL**

The Company will offer its basic services free. It expects to have two main sources of revenue from the operation of the Viratech website:

## **WEBSITE ADVERTISING & SPONSORSHIPS**

The Company expects its largest source of revenue to be from website advertisement and sponsorship sales. Advertising and sponsorship fees and rates will vary depending on page, placement, and size of the advertisement on the website. Premium fees will be charged for home page and section sponsorships while a lesser fee will apply to run scheduled advertisements which continuously rotate throughout the website. The Company anticipates that manufacturers of cancer-specific pharmaceuticals, products, and services will make up a large percentage of advertisement and sponsorship sales. However, the Company is promoting its advertising to a broad base of industries, including companies in the consumer products, travel, tourism, and other industries.

## **CONSULTATION AND TURN KEY SOCIAL NETWORK WEB SITES**

The Company expects its second form of revenue to come from providing turn-key niche social networks, including a license of the Company's patent pending platform to protect, promote and produce products in an open source environment.

### **Additional Information**

1. The Issuer's primary SIC code.

The primary SIC code for the Company is 7370; Services-Computer Programming, Data Processing, Etc. The Company's secondary SIC Code is 8000 Services-Health Services.

2. If the issuer has never conducted operations, is in the development stage, or is currently conducting operations.

The Company has conducted business in the Entertainment industry and has generated revenues in the past. Currently, the Company is developing its social networking web portals and its disease detection and treatment protocols.

If the issuer is considered a "shell company" pursuant to Securities Act Rule 405.

No. The Company has conducted business in the past and has generated revenue from the business. Also, the Company has acquired non-nominal assets which would preclude it from being considered a "shell company" pursuant to Rule 405 of the Securities Act of 1933.

4. State the name of any parent, subsidiary or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement.

None.

5. The effect of existing or probable governmental regulations on the business.

Governmental regulations have negligible or no effect on the Company's business, except for of our cancer detection and treatment protocols. The United States patent laws affect the development of our cancer detection and treatment protocols, and the United States Food and Drug Administration regulations affect the development of medical products and devices in accordance with our protocols. Regulation by governmental authorities in the United States and other countries will be a significant factor in our ongoing research and product development activities and in the manufacture and marketing of our products. All of our products will require regulatory approval by governmental agencies prior to commercialization. In particular, our products are subject to rigorous preclinical and clinical testing and other pre-market approval requirements by the FDA and regulatory authorities in other countries. Various statutes and regulations also govern or influence the manufacturing, safety, labeling, storage, record keeping and marketing of such products. The lengthy process of seeking these approvals, and the subsequent compliance with applicable statutes and regulations, require the expenditure of substantial resources. Any failure by us to obtain or maintain, or any delay in obtaining or maintaining, regulatory approvals could materially adversely affect our business. The company can provide no assurance that our products will obtain the required regulatory approvals.

#### Drug Advertising.

The Federal Food, Drug, and Cosmetic Act, or FDC Act, requires that prescription drugs be approved for a specific medical indication by the FDA prior to marketing. Marketing, advertising or otherwise commercializing products prior to approval is prohibited. Upon approval, the FDA's regulatory authority extends to the labeling and advertising of prescription drugs sold throughout the United States which may only be promoted and advertised for their approved indications. The labeling and advertising must not be false or misleading, and must present all material information, including risk information. Labeling and advertising that violate these legal standards are subject to FDA enforcement action.

The FDA regulates the safety, effectiveness, and labeling of over-the-counter drugs. Together, the FDA and FTC require that OTC drug formulation and labeling comply with FDA approvals or regulations and the promotion of OTC drugs must be truthful, adequately substantiated, and consistent with the labeled uses. OTC drugs that do not meet these requirements are subject to FDA or FTC enforcement action depending on the nature of the violation. In addition, state attorneys general can also bring enforcement actions for alleged unfair or deceptive advertising.

Any increase in FDA regulation of the online advertisements of prescription drugs could make it more difficult for us to obtain advertising and sponsorship revenue. Only recently has the FDA relaxed its formerly restrictive policies on direct to consumer advertising of prescription drugs. If the FDA changes its policies to make them more restrictive, this could also make it more difficult for us to obtain advertising and sponsorship revenue.

#### FTC regulation of general internet advertising and marketing.



The FTC regulates internet advertising under the Federal Trade Commission Act which allows the FTC to act in the interest of all consumers to prevent deceptive and unfair acts or practices. The FTC requires that advertisements be true and not misleading to consumers and that they be substantiated. The FTC also requires clear and conspicuous disclosures.

Failure to comply with the FTC's prohibition of false or misleading claims in advertisements could result in enforcement actions or civil lawsuits for fines and civil penalties. The Company believes it has taken steps to protect our company from liability for displaying or disseminating ads in violation of these regulations through our advertising agreements and Company advertising policy. However, a regulatory authority may find that the Company has violated the advertising regulations and may bring an enforcement action against the Company.

#### Medical Professional Regulation

Most states regulate the practice of medicine requiring professional licensing. Some states prohibit business entities from practicing medicine. The Company does not believe it engages in the practice of medicine, but rather it provides information to the general public, or it plans to license and sublicense technologies or assist with business development. The Company has agreements with licensed medical professionals who provide educational information in the form of content for the Company's website. The Company does not, and do not intend to, provide professional medical advice, diagnosis or treatment through our website. A state may determine that some aspect of the Company's business violates that state's licensing laws and may seek to have it discontinue those portions or subject us to penalties or licensure requirements. Any determination that the Company is a healthcare provider and acted improperly as a healthcare provider may result in liability to it.

Many states regulate the ability of medical professionals to advertise or maintain referral services. The Company does not represent that a physician's use of the Company's online directory will comply with these or other state laws regulating professional practice. It is possible a state or a court may determine the Company is responsible for any non-compliance with these laws, which could affect its ability to offer this service to its customers.

#### Consumer Protection Regulation

Advertising viewed by visitors on our website and consumer sales from our e-commerce website are subject to federal and state consumer protection laws which regulate unfair and deceptive practices. The Company is also subject to various other federal and state consumer protection laws, including the ones described below. Most state consumer protection laws are enforced by the Attorneys General of each state.

#### COPPA

The Children's Online Privacy Protection Act ("COPPA") protects personal information of children under the age of 13 disclosed online by prohibiting unfair or deceptive acts or practices in connection with the collection, use, and/or disclosure of personal information from and about children. Our website does not target children under 13, nor does the Company plan to allow anyone under the age of 18 to register as a member. Therefore, the Company will not knowingly collect the personal information of children under the age of 13.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers.

The Company has expended considerable amounts of time in research and development of cancer protocols and caused based social networking. These costs are not directly borne by customers.

7. Costs and effects of compliance with environmental laws (federal, state and local).

The Company is not affected by environmental laws.

8. Number of total employees and number of full time employees.

The Company has a total of three full time employees, and two part time employees.

## **Item 9 The nature of products or services offered.**

- A. Principal products or services, and their markets.

Viratech is an open source biotech research and development network, with the ability to leverage our intellectual property suite to encourage sharing and accelerate development of new therapies and diagnostic procedures. Our Intellectual property suite consist of tools which will; protect intellectual property via social collaboration; broadcast calls for research and or collaboration; consult and prepare material for the Investigational Review Board (IRB), Investigational New Drug (IND) and the Contract Research Organization (CRO); assist in financing research and development via charitable alliance in addition to offering general business consulting.

The Company's primary product and service is the management of a web-based platform allowing users to exchange information and experiences through online communication. It is a blend of traditional websites with the accelerated growth of social networks as advertisers will be better able to market their products to a targeted segment of online members actively seeking information, products and services of a particular topic. The Company's secondary products are our licensed proprietary cancer treatment technologies.

## **COMPETITIVE ADVANTAGE OF TECHNOLOGY**

### Distribution methods of the products or services.

The Company distributes its applications through the Internet.

### Status of any publicly announced new product or services.

The Company has not publicly announced any new product or services other than the fact that the Company's product is available.

### Competitive business conditions, the issuer's competitive position in the industry, and methods of competition.

The Company will be competing in the market for Internet services and information which is a highly competitive and volatile market. The Company competes with others both for profit and nonprofit medical information websites such as PatientsLikeMe.com, WebMD.com, RevolutionHealth.com and Healthcommunities.com for our medical information services. However, our community is targeted and dedicated to persons living with or directly affected by cancer which the Company believes provides it a competitive advantage versus general medical information or diagnosis-oriented websites.

The Company competes with other social networking websites for social networking services such as MySpace.com, Friendster.com, Facebook.com, Bebo.com, Xanga.com, Ning.com, eHarmony.com, and Match.com. The Company intends to develop a loyal client base through the social networking aspect of the website, which in-turn will help generate advertising and sponsorship sales specifically targeted to consumers of cancer related products and services. The Company believes it has a competitive advantage over general social networking sites because the Company is targeting, through a broad array of content, community, and other services, a specific group of persons with specific consumer and information needs.

The Company competes with large general internet service companies such as Google, Inc., Yahoo!, Inc., Microsoft, Inc., and America Online for online marketing and advertising. However, because our website content is specifically targeted to persons living with or directly affected by cancer, the Company believes that the general nature of these large general internet service companies renders them unable to target the cancer market as effectively as Viratech.

E. Sources and availability of raw materials and the names of principal suppliers.

Not applicable to Company.

F. Dependence on one or a few major customers.

The Company markets its products and services to Internet users and is not currently dependent on a few or any major customer.

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration.

The Company has and continues to create a portfolio of intellectual property assets, consisting of the following licensed provisional patents and some of their content. The patent applications describe claims about methods that have not yet undergone extensive testing and clinical trials, and are not yet approved by any government authority, and the following descriptions are excerpts from the patent applications:

**Method of making and using a topical medicated formula and delivery system to use to prevent and treat breast diseases and breast cancer as well as use as skin wellness and anti-wrinkle formula**

“Breast cancer and breast disease are common in women and becoming more frequent in men. Early treatment is vital for better outcomes. This formula consists of a liquid anti-disease topical and/or intraductal anti-breast-disease and anti-cancer—including against precursors to cancer and atypical cells—formula that can be delivered to the source where breast cancer begins by use of a number of bio-available components and multiple diffusion and delivery systems, preventing and/or treating maladies that include, but are not limited to degenerative diseases and accumulation of toxins in the breast tissue.

This may include homeopathic remedies to be used topically or inside the breast with a delivery method to those regions and may be processed with or without photonic programming or an ionic delivery system for greater effectiveness.

This is a method of treating and preventing breast cancer in men, women or animals, with a formula and a means of delivery of the formula with topical use or with a breast patch or needle injection of the formula into the breast. It is a method of making and using a topical medicated formula and delivery system to use to prevent and treat breast diseases and breast cancer.”

### **Method of Making and Using a Device to Warm the Breast Prior to, and to Assist with, the Elicitation of Fluid, as Part of a Nipple Aspirate Fluid Test Kit or Part of a Breast Ductal Therapy Infusion Kit or Breast Topical Therapy Protocol**

“This is a method of making and using a device to warm the breast prior to the attempted elicitation of fluid in conjunction with a commercialized test nipple aspirate fluid kit, one of the components of which will be a heat source.

The device is used to heat up the breast and not necessarily the nipple which is more sensitive to heat. The importance of heating the breast is to dilate the ducts, improve breast circulation of blood and fluid, move the breast fluid around to get more sample of fluid and more complete sample to include a variety of elements in the nipple aspirate fluid to send to the lab for testing for cytology, to improve the quality of the sample but exposing more elements inside the breast, bio and cancer markers, and various other tests as well as part of a treatment protocol.

This is a device that is small and can be mailed or part of a kit. This is a device to commercialize a home or medical office test nipple aspirate fluid kit, one of the components will be a heat source, to warm the breast prior to the attempted elicitation of fluid or for breast treatments.”

### **Method of Making an Anti-Cancer and Anti-Disease Formula**

“This is a method of making an anti-cancer seaweed and heavy metal bio absorption formula with a Homeostasis delivery system and a spectrum of seaweeds with fucoidan and other nutrients. This is a method of making a formula with anti-cancer and anti-disease properties with a method of bio absorption of heavy metals and toxins, for anti-aging and cell health. This is a method of making a gel, liquid, topical, or oral broad-spectrum health formula with anti-cancer and anti-disease properties with a method of bio absorption and cellular remediation of heavy metals and various toxins and for anti-cancer, anti-aging and cell health. This is a method to blend Fucoidan in such a way as to maximize potency and bioavailability with additional natural ingredients to target specific health conditions and nutritional needs such as cancer and cellular mitochondrial damage.”

### **Method of Making and Using a Universal Screening Health Testing Device that is a Metabolic and Wellness Testing Cart for Metabolic Syndromes and Diabetes with Measurements of VCO<sub>2</sub>, VO<sub>2</sub>, and Calculates a Respiratory Quotient, and other ways to Monitor and Evaluate Disease Risk and Treatment**

“This is a method of making and using a universal screening health testing device that is a metabolic and wellness cart, testing for metabolic syndromes and diabetes with  $VCO_2$ ,  $VO_2$ , a Respiratory Quotient (RQ), and other tests along with algorithms for assessing risk, diagnosis, treating and preventing pre-diabetic syndrome, metabolic syndrome, precancerous states, cancer, diabetes, heart disease, renal, precursors to many diseases, and other various medical conditions.”

### **Antioxidizing Stable Omega EFA**

“This is a method of stabilizing healthy oils for oral or topical use as a capsule, gel liquid or other acceptable form and to prevent oxidation of oils prior to use and to improve self life time. The response to a healthy ratio of oils can then be monitored to see best individual response to ingestion of these stabilized essential fatty acids.

Recently there has been concern about n-6 (omega 6) polyunsaturated fatty acids. There is also concern about having a healthier ratio of n-6 to n-3 fatty acids (omega 3). N-6 fatty acids are important for health and their ratios to omega 3 levels are important to know due to each individual's genetic influences in metabolism, each individual's dietary and enzymatic differences and chemical balances. N-6 fatty acids are essential for normal growth, development, and health, and a careful analysis of each individual is needed and epidemiological evidence suggests the involvement of n-6 polyunsaturated fatty acids (PUFAs) in disease progression or prevention and n-6 function cannot be considered by itself in the body without consideration of its interactions with other fats, or in isolation and n-6 needs to be seen as part of the complex of nutrient interactions with n-3 fatty acids which compete for the same enzymatic pathways and antioxidants according to a study at the Department of Human Nutrition and Metabolism, Faculty of Medicine, Hebrew University Hadassah Medical School, Jerusalem, Israel.”

### **Assess and Treat Metabolic Syndrome**

“This is a method to treat and assess diabetes and metabolic syndrome by finding disease states such as inflammation, cancer and disease with tests and a with a Personal Risk Index and preventing and treating by balancing out chemical imbalances using a formula for controlling blood sugar, improving metabolism, providing electrolytes, nutrients, and minerals, improving use of fats and carbohydrates, increasing the energy production by the cells, and means to improve exercise tolerance with a nutraceutical formula and enhanced update of the ingredients with a Wellness Index.

The Wellness Index helps to monitor health with testing of metabolism and other measures and activities over time. This is a method of making a Homeostasis Delivery System with all-natural ingredients and a process that is designed as a delivery system, capable of transporting integral nutrients to targeted areas at cellular levels. This can be used for other nutraceutical products, and achieving balance within the human body allows for optimal health. The Homeostasis Delivery System with a blend of naturally derived elements that is designed to help the body maintain and regulate this balance automatically.”

### **Algorithms Health Disease Screening**

“This is a method to improve medical care with new methods for health and disease screening using categories of disease classification for large scale population use and a way to improve sensitivity and specificity of screening tests at less cost and a method of selecting tests based on statistical analysis that is then used for screening along with a software that can include risk factors, symptoms, genetics, history, and life style to improve screening methodology, incorporating software technology to

process information to be used in a social media platform and to use with various methods of disease detection and for algorithms of breast, prostate, and uterine and other cancer panels with risk factors, various tests, social media and therapies.

This is a method of using a Stage 0 Cancer Protocol for men and women that utilizes a Cancer Risk Index Protocol and cancer solutions by finding precancerous conditions, cancer prevention, cancer therapies, restoration of chemical imbalances, support of the immune system, and a monitoring protocol for cancerous and precancerous conditions that includes integrative and interactive software programs and social intelligence. This is a method to do screening for disease, with a disease panel of tests, with the first round of testing that checks to see if there is any disease present as a universal health screening test, if positive then the second round of testing can include a screening test for cancer, inflammatory disease or diseases, and infectious; if positive in any of these categories then further panels tests can be done for each and can be based on programmable risk factors.»

### **Disease Assessment via Social Networking and Tests**

“This is a method of using a Multivariate individualized statistical analysis and a comprehensive method of preventing, treating and evaluating cancer and diseases with a social media platform and technologies for cancer, precancerous cells, and abnormal medical conditions using software analysis to integrate information for risk assessment, diagnosis, and treatments, lab studies, and Point of Care home and office tests, for treating and evaluating cancer and viruses with metabolic test, biomarkers, risk markers, chemical testing and balancing, micro-environmental cellular therapy, systemic biological evaluation and treatment and immune support therapy individualized statistical analysis and may include a method of using social network (“SN”) and indexing data from these network to provide best practices in medicine.

This is a way of treating and evaluating cancer and viruses with metabolic testing, biomarkers, risk markers, chemical testing and balancing, micro-environmental cellular therapy, systemic biological evaluation and treatment and immune support therapy, and use of a Protocol for health care delivery, finding precancerous conditions, cancer prevention, cancer therapies, restoration of chemical imbalances, support of the immune system, and a monitoring protocol for cancerous and precancerous conditions that may include integrative and interactive software programs and individualized statistical analysis.”

### **Evaluate and Treat Cancer and Viruses**

“This is a more effective way to treat cancer by affecting the underlying cellular environment and promotion of a cellular anticancer antiviral metabolic state and healthier cellular environmental terrain.

There has been no universal cure for cancer. This is largely due to the understanding that cancer is a complex disease state of an abnormal state of the cells that can be caused by environmental factors, epigenetic factors, nutritional state, metabolic state and the chemical imbalances wherein cells that have become damaged can replicate more quickly in a state that lacks metabolic balancing. Cancer that invades cells, along with viruses that cause cancer, cancer and viruses have found ways to protect themselves from elimination by the immune system of the body. The acidic and hypoxic state can be the result of chemical exposures, chemical imbalances, inflammation, lack of certain minerals, and exposure to abnormal metabolism such as those conditions that involve a state of disease in the body. All these factors play a role in not only cancer, but also diabetes and the chronic and autoimmune diseases. Killer T cells that fight cancer can be affected adversely with lack of cellular metabolic balancing. The opposite is true in that with metabolic balancing and healthy nutrients and healthy

metabolism, Killer T cells can better prevent, treat, and slow cancer. In fact, cancer cells can stay dormant for years before becoming activated. A good example of this is breast cancer. Breast cancer is higher in those who have diabetes and are overweight. Many of these causes are associated with syndrome x, metabolic syndrome, pre-diabetes or diabetes.

Method of using making a programmable medical intravenous infusion device to treat cancer metabolic balancing and with pulsing doses of insulin and oral minerals like calcium, potassium, magnesium and nutrients to treat cancer with this process to obtain metabolic balancing by correcting chemical imbalances like acidosis, hypoxia, and correcting metabolism

Method of making a programmable medical infusion device with or without wireless or internet connectivity and software program to adjust for dosing needs that may contain a pulsing on and off mode, and the dosing, frequency, and amounts can be administered with the software and programmable pump. The pump contains the reservoir of the medicine.

To treat the cancer patient with the metabolic balancing protocol, the programmable pump may allow for the use of a metabolic balancing protocol for use of insulin, electrolytes, minerals, and other nutrients. The pump can be set at fixed rate on the display panel or can be controlled with the use of the software for use of an insulin metabolic balancing protocol or other use.

This is a method to achieve metabolic balancing and therapy treat cancer and the pump that is used can administer the exact dose down to very small doses depending on the metabolic and chemical state of the cancer patient, the insulin level, metabolic status measured with an RQ Machine or other acceptable method of measuring metabolic state, weight, thyroid function, pancreatic and liver function, mineral and nutrient status, and can inject medications with or without oscillations that can be programmed for use with the protocol and the programmable pump for intravenous applications.”

### **Device to Prevent Hemolysis**

“A method of prevention of an invalid sample due to hemolysis, or clotting, is a needed technology to save time and money and promote accuracy, especially as part of point test collecting or point of care tests and for quality assurance purposes.

This kit is especially needed for finger stick tests where it is often difficult to get enough blood so the finger is milked by patient or medical care worker which can cause significant hemolysis of these cells, which will interfere with troponin and other assays affected by hemolysis of cells thereby causing false positives and false negative tests, abnormally high potassium levels, and invalidate other tests.

This is a method of preventing hemolysis during blood draw, finger stick, and blood blot, along with analysis for various other tests and assays to prevent an invalid sample in Point-of-Care Testing (POCT) by use of a kit that contains means for better blood flow and protects the finger stick site from the occurrence of hemolysis.”

### **Method of Treating Breast Disease**

“Breast cancer is a common cancer in women. Early diagnosis and treatments are vital for better outcomes. This formula consists of a liquid anti-disease anti-cancer formula that can be delivered to the source where breast cancer begins.

This is a method of treating breast disease, including cancer, with a formula and a means of delivery with a topical, intraductal, ductal, and/or intraductal infusion to prevent the formation of cancer or precursors to cancer or atypia or other form of abnormal breast tissue or to treat breast diseases of all kinds. May include nontoxic remedies to be used topically or inside the breast with a delivery method to those regions and may be processed with or without photonic programming or an ionic delivery system for greater effectiveness and use against degenerative diseases or cancerous or precancerous diseases, precursors of breast disease, inflammatory breast disease, or accumulation of toxins in the breast tissue.”

### **Weight and Metabolism Control Health Formula and Monitoring**

“This is a method of making a weight control and performance homeostasis formula that helps to support mental awareness, the proper use of glucose, a way to provide needed vitamins, electrolytes and nutrition that is needed for optimal weight and daily performance needs, and methods of testing and monitoring results.

This is a method of making a weight control and performance homeostasis formula that helps to support mental awareness, the proper use of glucose, a way to provide needed vitamins, electrolytes, and nutrition that is needed for optimal weight and daily performance needs and methods of testing and monitoring results. This is a method of making a drink that enhances performance, supports the endocrine system, provides immune support, supports cardiac function, and weight control by using a wellness and homeostasis formula. This is method for enhancing a wellness and homeostasis formula and associated lab tests for evaluation then monitoring cell health and environmental terrain that then with the various test results can better support weight control, the cardiovascular health, enhances performance, assists with treatment of metabolic syndrome and glucose control, and provides immune support. This is a method of tracking the benefits of this health formula using various acceptable tests, including but not limited to: methods of oxidative stress testing, antioxidant tests and evaluation, nitric oxide tests, chemical and hormonal analysis, testing for patterns of volatile organic compounds, inflammation tests, biomarkers, cancer markers, markers and tests to track metabolism and use of carbohydrates and fats, use of tests with various expectable equipment that may include, but not limited to Gas Chromatography, Mass Spectrometry, electrical resistance testing, ionic or laser equipment, and other forms of tests. The aforementioned Testing can be breath analysis, collection and testing of bodily fluids, such as, but not limited to breast aspirate fluid or breast milk, saliva, blood, tears, urine, stool, semen, vaginal cervical fluids, sweat, or tissue. It can include aerosolized chemical testing of any of the above mentioned body fluids.”

### **Method of Making and Tracking Benefits of a Women’s Wellness Formula**

“This is a method of treating and preventing, breast diseases, breast cancer, uterine cancer, cervical cancer, ovarian cancer, hormonal imbalances, chemical imbalances, and female related disorders, imbalances, inflammation and diseases with a medicated women’s wellness homeostasis formula and symptoms of chemical and hormonal imbalances, and a method of tracking the benefits of this women’s health formula using various acceptable tests. Women face many challenges with health and a dramatic increase in women’s related diseases during the last 50 years. Breast cancer, breast disease, uterine and cervical cancer are common deadly problems in women. Early diagnosis, prevention, and treatments are vital for better outcomes.

This is a method of treating and preventing, breast diseases, breast cancer, uterine cancer, cervical cancer, ovarian cancer, hormonal imbalances, chemical imbalances, and female related disorders,



imbalances, and diseases with a women's wellness homeostasis formula and symptoms of chemical and hormonal imbalances.

This is a formula and method of its delivery to establish homeostasis for women's health to assist in treating, preventing or halting abnormal breast tissue to process to formation of cancer or precursors to cancer or atypia or other form of abnormal breast tissue as well as other women's conditions such as and not limited to cervical cancer, uterine cancer, symptoms of chemical and hormonal imbalances, and other women related medical problems.

This formula and means to treat breast diseases all kinds may include homeopathic remedies that may be used topically on the breast, vaginal area, cervical area, uterus, rectal, as a gel, suppository, vaginal solution uterine solution, cervical os solution, tablet or drink or liquid form or other acceptable use and may be used for oral consumption as a women's health drink and uses methods of bioavailability, assimilation technologies, solubility technology for maximum use and delivery to the above regions of the body on a as needed basis in humans or animals.

The preferred embodiment and use of this formula consists of a liquid anti disease and anti-cancer health drink formula so that the nutrients of the formula can absorbed systemically and benefit and or be delivered to the sources of inflammation and disease occur, such as but not limited to where breast, uterine, ovarian cervical and uterine cancer begins at a cellular level, and absorbed systemically and locally to the ductal and interductal system of the breast, cells of the uterus, cervical and vaginal area, or a topical, rectal, vaginal suppository or other acceptable means of delivery with the women's wellness homeostasis formula that is anti breast cancer anti breast inflammation anti breast cell atypia and hyperplasia and breast wellness formula, and anti-diseases of the other women's organs and tissues."

### **Manual NAF and Cervical Kit**

"This is a method of making a Manual Nipple Aspirate and Cervical Fluid Extraction Device and Collection Medium for testing for breast disease, breast cancer, and cervical cancer by testing for substances that diagnose or screen for breast cancer, breast disease, cervical wellness, and can be used for collection of sweat, tears, and fluid from cervical-vaginal areas, rectal areas, oral cavities, wounds, and other areas for testing and screening for cancer and disease.

This is a manual fluid extraction device with collection medium of nipple aspirate fluid for breast disease and cancer screening that is simple to use and can be performed as a self-test or in a clinical setting that allows for the use of heating the breast, pumping the breast with an external breast pumping apparatus and allows for the collection and preservation of nipple aspirate fluid for further testing. It is a method of making a breast cancer screening device using a breast pump and a device inside to collect fluid that comes from nipple aspirate fluid for further testing for chemical analysis, vapor analysis for substances associated with breast disease or that may cause breast disease or cancer.

The markers and testing results may be used with a multivariate algorithm to find specific indicators for breast cancer. Specific VOC's can be selected as markers for breast and other cancers and the sample of breast fluid can be tested for this panel and other panels of tests for breast cancer and breast disease screening. This apparatus can be modified to test skin for volatile substances (VOC's) with or without warming of the skin, and other body parts such as but not limited to sweat collection, tear collection, collection from cervical-vaginal areas, rectal areas, oral cavities, wounds, or other location of the body with the aforementioned testing procedures.

All of the above can be used as part of a breast risk analysis test that can be followed over time, and may include a method to monitor physiological changes in the breast such as temperature changes, hormonal measurements from the serum, urine or breast fluid to co-relate breast cancer or disease risk. This simple form of inexpensive tests allow for frequent testing, monitoring of treatment, and mapping out of patterns as part of individualized testing and collective bioinformatics to formulate best practices, and can be used with other markers of breath, urine, tears, body fluids, sweat, to increase diagnostic specificity and sensitivity as part of a “Comprehensive Breast Cancer Panel,” that is more useful for widespread cancer screening. This method and use of collecting breast nipple aspirate fluid data can be evaluated in conjunction with known genetic markers for breast cancer and other markers and tests to monitor or prognosticate treatment success or failure, and to help with individualized data for breast health management and breast cancer prevention. For example, if heavy metals are found, chelators can be used; if inflammation is found, anti-oxidant and anti-inflammatory treatment can be used; if acidosis or hypoxia is found, oxygen and pH therapy, and other methods can be used; if a carcinogen or toxic marker is found, anti-oxidant and anti-cancer therapy can be used along with other recommendations based on test results. Out of 3000 known volatile organic compounds, there are some 8 or more that can be useful for breast cancer screening, however more information about the usefulness of these volatile substances can be obtained by indexing them with other tests, including in this patent, that can be used as a breast cancer panel for more accurate testing values. These test results can be used for a cancer prevention program or find those with a predisposition to breast cancer for early treatment and evaluation.”

### **Governmental regulations**

Our technologies require further development and research, and information contained in the Company’s patents is highly speculative. There is a need to comply with various government regulations regarding medical technologies. The company may elect to license additional technologies to other companies.

Governmental regulations have significant effects on the Company’s business. The United States patent laws affect the development of our cancer detection and treatment protocols, and the United States Food and Drug Administration regulations affect the development of medical products and devices.

Regulation by governmental authorities in the United States and other countries will be a significant factor in our ongoing research and product development activities and in the manufacture and marketing of our products. All of our products will require regulatory approval by governmental agencies prior to commercialization. In particular, our products are subject to rigorous preclinical and clinical testing and other pre-market approval requirements by the FDA and regulatory authorities in other countries. Various statutes and regulations also govern or influence the manufacturing, safety, labeling, storage, record keeping and marketing of such products. The lengthy process of seeking these approvals, and the subsequent compliance with applicable statutes and regulations, require the expenditure of substantial resources. Any failure by us to obtain or maintain, or any delay in obtaining or maintaining, regulatory approvals could materially adversely affect our business. The company can provide no assurance that our products will obtain the required regulatory approvals.

### **Drug Advertising**

The Federal Food, Drug, and Cosmetic Act, or FDC Act, requires that prescription drugs be approved for a specific medical indication by the FDA prior to marketing. Marketing, advertising or otherwise commercializing products prior to approval is prohibited. Upon approval, the FDA's regulatory

authority extends to the labeling and advertising of prescription drugs sold throughout the United States which may only be promoted and advertised for their approved indications. The labeling and advertising must not be false or misleading, and must present all material information, including risk information. Labeling and advertising that violate these legal standards are subject to FDA enforcement action.

The FDA regulates the safety, effectiveness, and labeling of over-the-counter drugs. Together, the FDA and FTC require that OTC drug formulation and labeling comply with FDA approvals or regulations and the promotion of OTC drugs must be truthful, adequately substantiated, and consistent with the labeled uses. OTC drugs that do not meet these requirements are subject to FDA or FTC enforcement action depending on the nature of the violation. In addition, state attorneys general can also bring enforcement actions for alleged unfair or deceptive advertising.

Any increase in FDA regulation of the online advertisements of prescription drugs could make it more difficult for us to obtain advertising and sponsorship revenue. Only recently has the FDA relaxed its formerly restrictive policies on direct to consumer advertising of prescription drugs. If the FDA changes its policies to make them more restrictive, this could also make it more difficult for us to obtain advertising and sponsorship revenue.

#### FTC regulation of general internet advertising and marketing.

The FTC regulates internet advertising under the Federal Trade Commission Act which allows the FTC to act in the interest of all consumers to prevent deceptive and unfair acts or practices. The FTC requires that advertisements be true and not misleading to consumers and that they be substantiated. The FTC also requires clear and conspicuous disclosures.

Failure to comply with the FTC's prohibition of false or misleading claims in advertisements could result in enforcement actions or civil lawsuits for fines and civil penalties. The Company believes it has taken steps to protect our company from liability for displaying or disseminating ads in violation of these regulations through our advertising agreements and Company advertising policy. However, a regulatory authority may find that the Company has violated the advertising regulations and may bring an enforcement action against the Company.

#### Medical Professional Regulation

Most states regulate the practice of medicine requiring professional licensing. Some states prohibit business entities from practicing medicine. The Company does not believe it engages in the practice of medicine, but rather it provides information to the general public. The Company has agreements with licensed medical professionals who provide educational information in the form of content for the Company's website. The Company does not, and do not intend to, provide professional medical advice, diagnosis or treatment through our website. A state may determine that some aspect of the Company's business violates that state's licensing laws and may seek to have it discontinue those portions or subject us to penalties or licensure requirements. Any determination that the Company is a healthcare provider and acted improperly as a healthcare provider may result in liability to it.

Many states regulate the ability of medical professionals to advertise or maintain referral services. The Company does not represent that a physician's use of the Company's online directory will comply with these or other state laws regulating professional practice. It is possible a state or a court may determine the Company is responsible for any non-compliance with these laws, which could affect its ability to offer this service to its customers.

### Consumer Protection Regulation

Advertising viewed by visitors on our website and consumer sales from our e-commerce website are subject to federal and state consumer protection laws which regulate unfair and deceptive practices. The Company is also subject to various other federal and state consumer protection laws, including the ones described below. Most state consumer protection laws are enforced by the Attorneys General of each state.

### COPPA

The Children's Online Privacy Protection Act ("COPPA") protects personal information of children under the age of 13 disclosed online by prohibiting unfair or deceptive acts or practices in connection with the collection, use, and/or disclosure of personal information from and about children. Our website does not target children under 13, nor does the Company plan to allow anyone under the age of 18 to register as a member. Therefore, the Company will not knowingly collect the personal information of children under the age of 13.

### **Item 10 The nature and extent of the issuer's facilities.**

The issuer has offices in Stockton, California. The Company is primarily a web-based operation wherein research contributors, content contributors and site members congregate to share ideas and theories on biotech research and cancer related treatments. As a web-based operation the Company's physical facility is minimal.

### **Part D Management Structure and Financial Information**

### **Item 11 The name of the chief executive officer, members of the board of directors, as well as control persons.**

#### **A. Directors and Executive Officers**

The persons below served as directors and executive officers of the Company as of December 31, 2012. Executive officers of the Company are elected by the Board of Directors, and serve for a term of one year and until their successors have been elected and qualified or until their earlier resignation or removal by the Board of Directors. There are no family relationships among any of the directors and executive officers of the Company.

#### **Kevin Buckman, MD-Chief Executive Officer/Chief Medical Officer**

Dr. Kevin Buckman MD, FAAIM, MRO, is a best-selling author of medical books, and has been leading projects since 1969 when he started his first national environmental project and an Ecology Club at his college campus. He grew up in Los Angeles and was concerned about pollution and its effect on our health. He completed his Medical School training at USC and continued his training there in Internal Medicine. He has become an expert in Environmental Medicine.

He has served as Medical Director in various hospitals and institutions for over 20 years. He has served as a member of the Executive Committee for six years at St. Dominic's Hospital in Manteca,

California. He has written over ten patents for new medical and environmental technologies. From 1986 to 1997 there were more than 50 Physicians on his roster. He also served as Medical Director for Dameron Hospital EMS Liaison from 2002 to 2003. He became Board Certified in Emergency Medicine and a Fellow of the American Board of Emergency Medicine in 1990.

He has received numerous Certifications and Specialty Training in the field of Medicine. He is a Fellow in the American Association of Integrated Medicine, and a Board Certified Medical Review Officer. His other Specialties include: Internal Medicine, Forensic Medicine, Chinese Medicine and Acupuncture. He has over 30 years of hospital and clinical experience and has served on over 15 hospital committees.

He has presented research and given lectures at numerous hospitals and at International Medical Conferences and has traveled in 68 countries.

He has received Post Graduate Training at Stanford University School of Business, and attended seminars with the Securities Exchange Institute. He is the founder of the International Health Institute, a non-profit organization for a healthier environment. He has served as CEO for Lifeline BioTechnologies, Inc. a publically-traded company, and he successfully advanced the medical technologies for the company as well as fund raising, and made International presentations. He has numerous Medical Publications and has written books about health.

During the last twenty years he has worked to advance a number of medical technologies with a focus on the underlying causes of medical conditions, the early detection of disease, preventive medicine, and non-harmful new methods of medical treatment.

#### **Valerie Kidd, MD – Director**

Dr. Kidd received her BA in Chemistry from UC Davis, College of Letters and Science in 1980. She received her MD at University of California at Irvine, College of Medicine in 1984. She completed a Family Practice Residency Program at San Joaquin General Hospital from July 1984 to July 1987. She became first Board Certificated in Family Practice in 1987, then again in 1993, 2000, and 2007. Dr. Kidd is an active member of the American Academy of Family Physicians since 1987. She has been practicing medicine at Lodi Memorial Hospital since 2006. Since 2006, Dr. Kidd has held the following positions:

##### **Clinical Positions:**

1987-1988, Staff Physician, Employee Health Services, San Joaquin General Hospital  
1988-1991, Staff Physician, Lincoln Family Medical Group, Douglas Road, Stockton  
1991-1995, Staff Physician, Employee Health Services, Modesto, Stanislaus County  
1995-1996, Physician, California State University Stanislaus Student Health Center  
1996-2006, Staff Physician, Employee Health Services Clinic, San Joaquin General Hospital  
2007-March 2009, Family Medicine Physician, St Joseph's Medical Group of Stockton  
2007-March 2009, Medical Director, University of Pacific, Cowell Wellness Center Student Health  
2006-present, Staff Physician, Lodi Memorial Hospital Urgent Care Clinic  
2006-present, Staff Physician, Lodi Memorial Occupational Med Clinic

##### **Teaching Positions:**

1988-2003, University of Pacific, Physical Therapy Guest Lecturer  
1987-1991, Clinical Preceptor, San Joaquin Family Practice Residency  
1991-1996, Clinic Preceptor, Stanislaus Family Practice Residency

1996-2003, Clinic Preceptor, San Joaquin Family Practice Residency

**Aziz Kamali, MD.** – Director

Dr. Kamali was born and raised in Jalalabad, in eastern Afghanistan. He obtained his secondary education in Kabul and did his undergraduate studies at the University of Afghanistan in Kabul. Dr. Kamali comes from a large family of medical, legal and engineering professionals who have been very active with the current development of Afghanistan, following in the footsteps of their father, Mohammed Shirin Kamali, a judge in eastern Afghanistan. Dr. Kamali is a Diplomate of the American Board of Internal Medicine.

Dr. Kamali is an associate clinical professor at the University of California, Davis, School of Medicine, in Sacramento, California. He did his postgraduate training in England and has a full registration with the British General Medical Council. He is a Fellow of the American College of Physicians and an Associate Fellow of American College of Cardiology.

**Yvonne Sansone** – Vice President/Business Development

Ms. Sansone has extensive entrepreneurial and business experience. She completed her education in Behavior Science at Cal Poly, Pomona, California, where she minored in Business. She has over 12 years of experience in commercial and residential real estate. Sansone has lived in many locations around the world and has been involved in various projects, social work, and humanitarian work. She has done volunteer work with the American Cancer Society, and has extensive retail experience for twenty years including owning and managing of 3 stores.

**Matt Heindel-** Vice President/Business Development

Mr. Heindel spent nearly 30 years in the medical industry emphasizing the commercialization of Women's Health technologies. In 2005, Mr. Heindel was one of the early employees of NeoMatrix and was instrumental in the development of HALO, a breast cancer risk assessment tool which significantly improved the health of cancer patients while simultaneously minimizing the financial burden of the disease. Mr. Heindel's role at the start-up company ranged from selling the first units, creating the marketing launch plans to becoming the clinical expert for the company. Mr. Heindel was directly involved in guiding the company to revenue generation of over \$1M with over 200 devices in use including sales in several key international markets. In 2009, Mr. Heindel was key in recruiting Breast Surgeons who are key industry opinion leaders and commencing clinical data gathering necessary for cost reimbursement. In 2007 Mr. Heindel became the company's Chief Operating Officer responsible for sales, marketing, manufacturing, RA/QA and clinical programs.

Prior to NeoMatrix, Mr. Heindel was a minority owner and Vice President of Sales and Marketing for Prism Enterprises, a company whose primary products serviced the ob-gyn market. By rebuilding the company's sales and marketing division with key personnel upgrades and by making strategic acquisitions in 2002, the new owners took Prism Enterprises from a bankrupt company to an acquisition target of Cooper Surgical to whom it was sold for a significant return in 2003.

Mr. Heindel began his medical career with McGaw, Inc. an intravenous solutions and device company. During his 16 year career at McGaw, Inc. Mr. Heindel progressed from a sales representative to Vice President of International Sales when the company was acquired by B. Braun in 1998. While at McGaw, Inc. Mr. Heindel spent two years in the Middle East where his passion for

International Markets emerged. Mr. Heindel has also served as Senior Vice-President of Worldwide Sales and Marketing for Quidel, a rapid diagnostics company focusing in the field of Women's Health.

Mr. Heindel brings a unique combination of skills and experience in domestic and international marketing of capital and disposable products within the medical field. His many years in the medical industry has afforded him a vast array of key distributors and relationships with domestic and international sales representatives as well as access to the medical industries key thought leaders. Mr. Heindel is dedicating his part time efforts to the Company until such time as the Company receives funding.

**Rachel Boulds – Chief Financial Officer**

From August 2009 to the present, Ms. Boulds has been engaged in her sole accounting practice, preparing full disclosure financial statements for public companies to comply with GAAP and SEC requirements. Since February 3, 2012, she has served as CFO of Independent Film Development Corporation. From August 2004 through July 2009, she was employed as an Audit Senior for HJ& Associates, LLC, where she performed audits and reviews for public and private companies, prepared financial statements to comply with GAAP and SEC requirements, performed analytical procedures and substantive testing for all financial statement accounts, researched, resolved and communicated technical accounting issues, and formulated management recommendations for process and internal control improvements. From 2003 through 2004, Ms. Boulds was employed as Audit Senior for Mohler, Nixon and Williams, planning and performing audits, reviews and compilations, preparing form 550 for filing with the Dept. of Labor, reviewing policies and operating procedures of a company's benefit plan to recommend improvement of operations and insure compliance with the Department of Labor's rules and regulations, prepared financial statements to comply with reporting and disclosure requirements under ERISA, performed analytical procedures and substantive testing for all financial statement accounts, researched, resolved and communicated technical accounting issues, formulated management recommendations for process and internal control improvements, worked closely with third party administrators to coordinate the receipt of necessary information in order to perform audits in a timely manner and meet filing deadlines, and supervised and trained new staff. From September 2001 through July 2003, Ms. Boulds worked as an ABAS Associate for PriceWaterhouseCoopers, providing auditing services to public and private companies, performing analysis and substantive testing on balance sheets and income and expense statement components, reviewed client's revenue recognition policies to see that they were in compliance with relevant accounting standards, reviewed and documented clients' internal control policies and procedures and made recommendations for improvements, supervised and coached new associates, assisted in preparing full disclosure financial statements, provided clients with adjusting journal entries and recommendations to improve procedures, and worked with clients to maximize engagement efficiency and meet reporting deadlines. From April 2000 through February 2001, she was employed as an eCommerce Accountant for the Walt Disney Group's GO.com.

*Executive Compensation*

No compensation has been paid to the Executives of the Company, other than our CFO.

**B. Legal/Disciplinary History**

No officer, director or control person of the Company has 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);
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;
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Disclosure of Family Relationships

None

Disclosure of Related Party Transactions

There were no related party transactions within the last two fiscal years or any proposed transactions for the current fiscal year.

E. Disclosure of Conflicts of Interest.

None

**Item 12 Financial information for the issuer's most recent fiscal period.**

Financial statements are incorporated by reference.

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

Two year financial statements incorporated by reference.

The Company is not aware of any currently existing conflicts of interest or other relationships or related transactions.

**Item 14 Beneficial Owners.**

Security Ownership of Certain Beneficial Owners and Management



<u>Name and address of Beneficial Owner</u>	<u>Ownership Class</u>	<u>Number of Shares Owned</u>	<u>Percentage</u>
Kevin Buckman, MD	common	600,000,000	82.6%
4719 Quail Lakes Dr. Stockton	preferred	3,500,000	90.1%
Yvonne Sansone	common	50,000	0.0%
4719 Quail Lakes Dr., Stockton			
Officers and Directors as a	common	600,050,000	82.6%
Group	preferred	3,500,000	90.1%

**Item 15 The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

1. Investment Banker-not applicable
2. Promoters-not applicable
3. Counsel:

Crawford Shaw  
230 Park Avenue  
10th Floor  
New York, NY 10169  
(917) 453-9986

4. Accountant or Auditor-  
Rachel Boulds, CPA  
3511 S. Penney Cove  
Salt Lake City, UT 94115  
(801) 230-3945

5. Public Relations-not applicable
6. Investor Relations-not applicable

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.-not applicable

## **Item 16 Management's Discussion and Analysis of Plan of Operation**

### **A. Plan of Operation**

The Company's operating business, <http://www.viratech.org> was organized in 2011. As of this date, the Company has begun operations but has not realized any revenues from operations. The Company has launched <http://cancer.im>, but has not yet launched <http://viratech.org>. The launch is expected to occur by the end of the first quarter of 2013.

The following is a discussion of the Company's plan of operation over the next twelve months, including a discussion of cash requirements and efforts currently underway to initiate the Company's plan. See the Company's Description of Business, above, for a more detailed discussion of the Company's business strategy and planned operations.

#### *Business Plan*

To date, the Company's operations have been limited to acquiring its operating business, <http://www.viratech.org>, completing the development of its product, and developing its business plan. Through its operating business, the Company is in the process of entering the market for online social media and revenue generation.

Over the next twelve months, the company intends to integrate key partners to assist in realizing the Company's objectives. By carefully launching different applications, the Company will ensure that it will be able to negotiate and deliver the best services to its advertisers according to the large amount of information from subscribers'/members' opt-in profiles. By interacting with the Company's subscribers/members the Company will ensure that the products and services the subscribers/members receive will be tailored to their needs.

We recognize that the opportunity is interconnected. The Company's objective is to provide all stakeholders with the ultimate user experience and by doing so, satisfaction rates will drive usage and adoption of the Company's website.

The Company seeks to attract users globally. In order to do this, the Company must secure the resources necessary to sell and support its services globally. The Company plans to raise sufficient capital to enable it to recruit and deploy these resources to ensure that it effectively markets to an international crowd.

The Company is in its development stage and has yet to fully develop its revenue model. The Company does plan to negotiate deals based on a revenue sharing and licensing model.

In addition, the Company is currently in the process of filing for patents relating to the Company's business objective of being a repository for subscribers'/members' ideas and experiences. Each patent pursued by the Company is in various stages in the patent approval process.

### **B. Management's Discussion and Analysis of Financial Condition and Results of Operations**

### *Cash Requirements*

Over the next twelve months, the Company anticipates its cash requirements will be approximately \$500,000. This approximation is only an educated guess and the actual requirements may be significantly higher.

### *Significant Employee Changes*

The Company does not anticipate any significant change in employees. However, as the Company seeks to expand its services additional employees may need to be accessed in order to satisfy the increased business traffic.

#### C. Off-Balance Sheet Arrangements

The Company has no off balance sheet arrangements.

### **Parte E Issuance History**

#### **Item 17 List of securities offerings and shares issued for services in the past two years.**

Common stock activity for the years ended December 31, 2012 and 2011 was as follows:

During 2012, 50,000 shares of common stock were issued for services, pursuant to Section 4(2) of the Securities Act of 1933.

During 2012, 8,449,200 shares of common stock were issued to investors in the Company's private placement of common stock, pursuant to Regulation D and Section 4(2) of the Securities Act of 1933.

Common stock activity for the year ended December 31, 2011 was as follows:

During 2011, the issuer issued an aggregate of 600,000,000 shares of common stock and 3,500,000 shares of Preferred B stock for the purchase or licensing of intellectual property, pursuant to Section 4(2) of the Securities Act of 1933.

During 2011, the issuer issued an aggregate of 38,250,000 shares of common stock and 382,500 shares of Preferred B stock in a Share Exchange Agreement, pursuant to Section 4(2) of the Securities Act of 1933.

During 2011, the issuer issued an aggregate of 75,000,000 in exchange for debt, pursuant to Section 4(2) of the Securities Act of 1933.

During 2011, the issuer reserved an aggregate of 150,000,000 shares for its Incentive Stock Option Plan, pursuant to Section 4(2) of the Securities Act of 1933.

### **Part F Exhibits**

#### **Item 18 Material Contracts**

License agreements

**Item 19 Articles of Incorporation and Bylaws.**

Incorporated by reference to the December 31, 2011 annual report.

**Item 20 Purchases of Equity Securities by the Issuer and Affiliated Purchasers.**

None.

**Item 21 Issuer's Certifications.**

I, Kevin Buckman, certify that:

1. I have reviewed this Initial Information and Disclosure Statement of Viratech Corp.;
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.

Dated: March 19, 2013

/s/ Kevin Buckman, MD

Executive Officer

**VIRATECH CORP.**  
**INDEX TO FINANCIAL STATEMENTS**  
**(UNAUDITED)**

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**Viratech Corp.**  
**Balance Sheets**  
**(unaudited)**

	December 31, 2012	December 31, 2011
<b><u>ASSETS</u></b>		(Restated)
Current Assets:		
Cash	\$ 61,584	\$ 2,831
Total Current Assets	61,584	2,831
Intellectual property	169,000	200,000
Interest in TV/film/scripts	-	692,932
Total Assets	\$ 230,584	\$ 895,763
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>		
<b><u>(DEFICIT)</u></b>		
Current Liabilities:		
Accounts payable	\$ 100,000	\$ 100,000
Notes payable	200,000	200,000
Total Liabilities	300,000	300,000
Stockholders' Equity (Deficit)		
Preferred Series A, \$.0001 par value, 5,000,000 shares authorized, 10shares issued and outstanding	-	-
Preferred Series B, \$.0001 par value, 5,000,000 shares authorized, 3,882,500 shares issued and outstanding	388	388
Common stock, \$.0001 par value, 2,000,000,000 shares authorized 726,830,550 and 717,581,351 issued and outstanding, respectively	72,683	71,833
Stock subscription receivable	(2,500)	-
Additional paid in capital	1,577,254	1,399,645
Deficit accumulated during the development stage	(1,717,241)	(876,103)
Total Stockholders' Equity (Deficit)	(69,416)	595,763
Total Liabilities and Stockholders' Equity	\$ 230,584	\$ 895,763

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

**Viratech Corp.**  
**Statements of Operations**  
**(unaudited)**

	For the Years Ended December 31,	
	2012	2011
		(Restated)
Revenue	\$ -	\$ -
Operating Expenses:		
Professional fees	13,325	13,660
Website development	32,360	6,561
Loss on impairment	723,932	-
Officer compensation	16,500	-
General and administrative	55,021	49,548
Total operating expenses	841,138	69,769
Loss from operations	(841,138)	(69,769)
Net Loss	\$ (841,138)	\$ (69,769)

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



**Viratech Corp.**  
**Statements of Cash Flows**  
**(unaudited)**

	For the Years Ended December 31,	
	2012	2011
Cash flows from operating activities:		(Restated)
Net loss	\$ (841,138)	\$ (69,769)
Adjustments to reconcile net loss to total cash used in operations:		
Common stock issued for services	16,500	-
Loss on impairment	723,932	-
Changes in assets and liabilities:	-	-
Net cash used in operating activities	(100,706)	(69,769)
Cash flows from investing activities:	-	-
Cash flows from financing activities:		
Contributed capital	-	22,400
Proceeds from the sale of common stock	159,459	50,100
Net cash provided by financing activities	159,459	72,500
Net increase (decrease) in cash	58,753	2,731
Cash at beginning of period	2,831	100
Cash at end of period	\$ 61,584	\$ 2,831
Cash paid for:		
Interest	\$ -	\$ -
Taxes	\$ -	\$ -

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

**Viratech Corp.**  
**Statement of Stockholders' Equity**  
**(unaudited)**

	Common Stock		Preferred Stock		Additional paid in capital	Subscription receivable	Deficit accumulated during the development stage	Total
	Shares	Amount	Shares	Amount				
Balance at December 31, 2010	1,685,341	\$ 169	10	\$ -	\$ 3,727,181	\$ -	\$ (806,334)	\$ 2,921,016
Common stock issued in 2011	3,396,009	339	-	-	34,749	-	-	35,088
Contributed capital	-	-	-	-	22,400	-	-	22,400
Share Exchange Agreement	38,250,000	3,825	382,500	38	(3,863)	-	-	-
Adjustment for disposition of intangible assets	-	-	-	-	(3,465,337)	-	-	(3,465,337)
Forgiveness of debt	-	-	-	-	877,365	-	-	877,365
Common stock issued for debt	75,000,000	7,500	-	-	67,500	-	-	75,000
Shares issued for intellectual property	600,000,000	60,000	3,500,000	350	139,650	-	-	200,000
Net loss for the year ended December 31, 2011	-	-	-	-	-	-	(69,769)	(69,769)
Balance at December 31, 2011	718,331,350	71,833	3,882,510	388	1,399,645	-	(876,103)	595,763
Common stock issued for services	50,000	5	-	--	16,495	-	-	16,500
Common stock issued for cash	8,449,200	845	-	-	161,114	(2,500)	-	159,459
Net loss for the year ended December 31, 2012	-	-	-	-	-	-	(841,138)	(841,138)
Balance at December 31, 2012	<u>726,830,550</u>	<u>\$ 72,683</u>	<u>3,882,510</u>	<u>\$ 388</u>	<u>\$ 1,577,254</u>	<u>\$ (2,500)</u>	<u>\$ (1,717,241)</u>	<u>\$ (69,416)</u>

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

**Viratech Corp.**  
**Notes to Unaudited Financial Statements**  
**December 31, 2012**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS**

Viratech Corp., formerly known as Imperia Entertainment, Soleil Film and Television, Inc. Ameridream Entertainment, Inc. and Mc Smoothie's, Inc. (the Company) was incorporated under the laws of the state of California as Acquisition Solutions on March 21, 2000. It has acquired an extensive library of intellectual property focused on cancer prevention, detection and treatment and runs a social networking website focused on cancer research.

**NOTE 2 – PREPARATION OF FINANCIAL STATEMENTS**

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

Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of accounting internal control is designed to assure, among other items, that 1) recorded transactions are valid; 2) valid transactions are recorded; and 3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

The Company is in the development stage as defined under Statement on Financial Accounting Standards Accounting Standards Codification FASB ASC 915-205 "Development-Stage Entities."

**NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES**

*A. Cash and Cash Equivalents*

The Company considers all cash on hand and in banks, including accounts in book overdraft positions, certificates of deposit and other highly- liquid investments with maturities of three months or less, when purchased, to be cash and cash equivalents.

*B. Property and Equipment*

Property and equipment are recorded at cost. Expenditures that increase the useful lives or capacities of the property and equipment are capitalized. Expenditures for repairs and maintenance are charged to expense as incurred.

*D. Stock Based Compensation*

We follow ASC 718-10, "Stock Compensation", which addresses the accounting for transactions in which an entity exchanges its equity instruments for goods or services, with a primary focus on transactions in which an entity obtains employee services in share-based payment transactions. ASC 718-10 requires measurement of the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). Incremental compensation costs arising from subsequent modifications of awards after the grant date must be recognized. The Company has not adopted a stock option plan and has not granted any stock options. The Company granted stock awards, at market value, to its advisors for services rendered. Accordingly, stock-based compensation has been recorded to date.

#### *E. Income Taxes*

Income taxes are provided in accordance with Codifications topic 740, "Income Taxes", which requires an asset and liability approach for the financial accounting and reporting of income taxes. Current income tax expense (benefit) is the amount of income taxes expected to be payable (receivable) for the current year. A deferred tax asset and/or liability is computed for both the expected future impact of differences between the financial statement and tax bases of assets and liabilities and for the expected future tax benefit to be derived from tax loss and tax credit carry forwards. Deferred income tax expense is generally the net change during the year in the deferred income tax asset and liability. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be "more likely than not" realized in future tax returns. Tax rate changes and changes in tax law are reflected in income in the period such changes are enacted

#### *F. Earnings (Loss) Per Share*

Per Accounting Standards Codification Topic 260 "Earnings Per Share" (ASC 260), basic earnings (loss) per share are computed by dividing the net income (loss) by the weighted-average number of shares of common stock and common stock equivalents (primarily outstanding options and warrants). Common stock equivalents represent the dilutive effect of the assumed exercise of the outstanding stock options and warrants, using the treasury stock method. The calculation of fully diluted earnings (loss) per share assumes the dilutive effect of the exercise of outstanding options and warrants at either the beginning of the respective period presented or the date of issuance, whichever is later. As of the balance sheet dates the Company had no outstanding warrants.

#### *G. Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States ("GAAP") requires management to make estimates and assumptions that affect (i) the reported amounts of assets and liabilities, (ii) the disclosure of contingent assets and liabilities known to exist as of the date the financial statements are published, and (iii) the reported amount of net sales and expenses recognized during the periods presented. Adjustments made with respect to the use of estimates often relate to improved information not previously available. Uncertainties with respect to such estimates and assumptions are inherent in the preparation of financial statements; accordingly, actual results could differ from these estimates.

These estimates and assumptions also affect the reported amounts of revenues, costs and expenses during the reporting period. Management evaluates these estimates and assumptions on a regular basis. Actual results could differ from those estimates.

#### *J. Fair Value of Financial Instruments*

The carrying amount of cash, accounts receivable, accounts payable, accrued liabilities and notes payable, as applicable, approximates fair value due to the short-term nature of these items. The fair value of the related party notes payable cannot be determined because of the Company's affiliation with the parties with whom the agreements exist. The use of different assumptions or methodologies may have a material effect on the estimates of fair values.

ASC Topic 820, "Fair Value Measurements and Disclosures," requires disclosure of the fair value of financial instruments held by the Company. ASC Topic 825, "Financial Instruments," defines fair value, and establishes a three-level valuation hierarchy for disclosures of fair value measurement that enhances disclosure requirements for fair value measures. The carrying amounts reported in the balance sheets for receivables and current liabilities each qualify as financial instruments and are a reasonable estimate of their fair values because of the short period of time between the origination of such instruments and their expected realization and their current market rate of interest. The three levels of valuation hierarchy are defined as follows:

- Level 1: Observable inputs such as quoted prices in active markets;
- Level 2: Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
- Level 3: Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The Company analyzes all financial instruments with features of both liabilities and equity under ASC 480, "Distinguishing Liabilities from Equity," and ASC 815.

The following table represents our assets and liabilities by level measured at fair value on a recurring basis at December 31, 2012 and December 31, 2011.

Description	Level 1	Level 2	Level 3
	none	none	none

### NOTE 3 - RECENT ACCOUNTING PRONOUNCEMENTS

In October 2012, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2012-04, "Technical Corrections and Improvements" in Accounting Standards Update No. 2012-04. The amendments in this update cover a wide range of Topics in the Accounting Standards Codification. These amendments include technical corrections and improvements to the Accounting Standards Codification and conforming amendments related to fair value measurements. The amendments in this update will be effective for fiscal periods beginning after December 15, 2012. The adoption of ASU 2012-04 is not expected to have a material impact on our financial position or results of operations.

In August 2012, the FASB issued ASU 2012-03, "Technical Amendments and Corrections to SEC Sections: Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin (SAB) No. 114, Technical Amendments Pursuant to SEC Release No. 33-9250, and Corrections Related to FASB Accounting Standards Update 2010-22 (SEC Update)" in Accounting Standards Update No. 2012-03. This update amends various SEC paragraphs pursuant to the issuance of SAB No. 114. The adoption of ASU 2012-03 is not expected to have a material impact on our financial position or results of operations.

In July 2012, the FASB issued ASU 2012-02, "Intangibles -Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment" in Accounting Standards Update No. 2012-02. This update amends ASU 2011-08, Intangibles -Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment and permits an entity first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, Intangibles -Goodwill and Other -General Intangibles Other than Goodwill. The amendments are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. Early adoption is permitted, including for annual and interim impairment tests performed as of a date before July 27, 2012, if a public entity's financial statements for the most recent annual or interim period have not yet been issued or, for nonpublic entities, have not yet been made available for issuance. The adoption of ASU 2012-02 is not expected to have a material impact on our financial position or results of operations.

In May 2011, FASB issued Accounting Standards Update No. 2011-04, Fair Value Measurement (Topic 820): *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This ASU clarifies the board's intent of current guidance, modifies and changes certain guidance and principles, and adds additional disclosure requirements concerning the 3 levels of fair value measurements. Specific amendments are applied to FASB ASC 820-10-35, Subsequent Measurement and FASB ASC 820-10-50, Disclosures. This ASU is effective for interim and annual periods beginning after December 15, 2011.

In June 2011, FASB issued Accounting Standards Update No. 2011-05, Comprehensive Income (Topic 220): *Presentation of Comprehensive Income*. - ASU 2011-05. Current US GAAP allows companies to present the components of comprehensive income as a part of the statement of changes in stockholders' equity. This ASU eliminates that option. In this Update, an entity has the option to present the total of comprehensive income, the components of net income, and the components of other comprehensive income either in a single continuous statement of comprehensive income or in two separate but consecutive statements. In both choices, an entity is required to present each component of net income along with total net income, each component of other comprehensive income along with a total for other comprehensive income, and a total amount for comprehensive income. This ASU is effective interim and annual periods beginning after December 15, 2011. This ASU should be applied retrospectively. There are no specific transition disclosures.

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

#### **NOTE 4 – IMPAIRMENT OF INTANGIBLE ASSETS**

Our new management has performed a thorough investigation of the assets and liabilities of the Company. As a result of this investigation, we have been unable to determine the appraised, depreciated value of the Company's film library. In addition, the Company determined that the value of its intellectual property had declined. As a result of these evolutions that Company has recorded a total loss on impairment as of December 31, 2012 of \$723,932.

## **NOTE 5 – COMMON STOCK TRANSACTIONS**

During the year ended December 31, 2012, the Company issued 8,449,200 for total proceeds of \$161,959, \$2,500 of which was not collected until January 2013.

During the year ended December 31, 2011, the issuer issued an aggregate of 38,250,000 shares of common stock and 382,500 shares of Preferred B stock in a Share Exchange Agreement.

During 2011, the issuer issued an aggregate of 75,000,000 in exchange for debt.

## **NOTE 6 - RELATED PARTY TRANSACTION**

On or about July 29, 2011 the company entered into a License and Intellectual Property Acquisition Agreement with Kevin Buckman, M.D. the company's current Vice President and member of the Board of Directors. In consideration for Dr. Buckman's intellectual property the company issued 600,000,000 common shares and 3,500,000 Preferred Series B shares.

On December 18, 2012, the Company issued 50,000 shares of common stock to its newly appointed VP of Business Development. The shares were valued at \$0.33, the closing market price of the stock on the day of grant, for a total expense of \$16,500.

## **NOTE 6 – RESTATEMENT**

The financial statements for the year ended December 31, 2011 have been restated to correct errors in the equity accounts, Statement of Operations and Cash Flow Statement.

## **NOTE 8 - SUBSEQUENT EVENTS**

The Company has performed an evaluation of subsequent events in accordance with ASC Topic 855. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements other than the following.

Subsequent to December 31, 2012, the Company finalized the acquisition merger of Cancer.IM in exchange for \$6.2 million in Viratech restricted common stock. Cancer.im, Inc. owns and operates <http://cancer.im>, the world's first experienced-based social network resource site for cancer patients, survivors, advocates, and volunteers.

Subsequent to December 31, 2012 the Company issued 1,100,000 shares of common stock for total proceeds of \$55,000.

