



OTC Pink Basic Disclosure Guidelines

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

US Biodefense, Inc. Effective May 2003

Elysium Internet, Inc. Effective May 2008

TheDirectory.com, Inc. Effective May 2011

2) Address of the issuer's principal executive offices

Company Headquarters

15100 Hutchison Rd, Suite 125, Tampa, Florida 33625

1-727-417-7807

Info@TheDirectory.com

www.TheDirectory.com

IR Contact

Attn: Scott Gallagher

15100 Hutchison Rd, Suite 125

1-272-417-7807

Investors@TheDirectory.com

www.TheDirectory.net

3) Security Information

Trading Symbol: SEEK

Exact title and class of securities outstanding: Common

CUSIP: 88337U102

Par or Stated Value: .001

Total shares authorized: 3,501,000,000 as of: 11/11/2013

Total shares outstanding: 2,847,521,297 as of: 09/01/2013

Additional class of securities (if necessary):

Trading Symbol: None

Exact title and class of securities outstanding: Series A Preferred

CUSIP: None

Par or Stated Value: .001

Total shares authorized: 1,000,000 as of: 09/01/2013

Total shares outstanding: 270,000 as of: 09/01/2013

Transfer Agent

Name: Standard Registrar and Transfer Company

Address 1: 12528 South 1840 East, Draper, Utah 84020

Phone: 801-571-8844

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

List any restrictions on the transfer of security:

None

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

None

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

None

4) Issuance History

Dividends

We have never declared or paid any cash dividends on our capital stock, and we do not currently intend to pay any cash dividends on our common stock in the foreseeable future. At present, we intend to retain our earnings, if any, to finance research and development and expansion of our business.

Securities Authorized for Issuance under Equity Compensation Plans

As of November 30, 2012 we do not have an active outstanding equity compensation plan.

Securities Issuances

On November 29, 2010, we issued 150,000,000 shares of common stock to an institutional investor relating to the conversion of \$20,000 of interest on debt at a price of \$0.00013 per share.

On December 1, 2010, we issued 150,000,000 shares of common stock to an institutional investor relating to the conversion of \$20,545 of debt at a price of \$0.00013 per share.

On January 11, 2011 we issued 166,666,667 shares of common stock to an institutional investor relating to the conversion of \$20,455 of debt at a price of \$0.00012 per share.

On June 29, 2011 we issued 200,000,000 shares of common stock to an institutional investor relating to the conversion of \$50,000 of debt at a price of \$0.00025 per share.

On February 8, 2012 we issued 19,444,500 shares of common stock to an institutional investor relating to the conversion of \$4,016 of debt at a price of \$0.0002 per share.

On March 5, 2012 we issued 38,888,833 shares of common stock to an institutional investor relating to the conversion of \$8,033 of debt at a price of \$0.0002 per share.

On April 9, 2012 we issued 37,500,000 shares of common stock to an institutional investor relating to the conversion of \$7,746 of debt at a price of \$0.0002 per share.

On May 7, 2012 we issued 37,500,000 shares of common stock to an institutional investor relating to the conversion of \$7,746 of debt at a price of \$0.0002 per share.

On May 23, 2012 we issued 2,222,222 shares of common stock to an institutional investor relating to the conversion of \$459 of debt at a price of \$0.0002 per share.

On August 1, 2012 we issued 50,000,000 shares of common stock to an institutional investor relating to the conversion of \$10,000 of debt at a price of \$0.0002 per share.

On November 30, 2012 we issued 100,000,000 shares of common stock to an institutional investor relating to the conversion of \$20,000 of debt at a price of \$0.0002 per share.

On January 7, 2013 we issued 100,000,000 shares of common stock to an institutional investor relating to the conversion of \$5,000 of debt at a price of \$0.00005 per share.

On February 21, 2013 we issued 40,000,000 shares of common stock to an institutional investor relating to the conversion of \$2,000 of debt at a price of \$0.00005 per share.

On July 29, 2013 we issued 125,000,000 shares of common stock to an institutional investor relating to the conversion of \$12,500 of debt at a price of \$0.0001 per share.

The securities issued in the foregoing transactions were made in reliance upon Rule 506 of Regulation D under the Securities Act of 1933, as amended, by the fact that:

- the sale was made to a sophisticated or accredited investor, as defined in Rule 502;
- we gave the purchaser the opportunity to ask questions and receive answers concerning the terms and conditions of the offering and to obtain any additional information which we possessed or could acquire without unreasonable effort or expense that is necessary to verify the accuracy of information furnished;
- at a reasonable time prior to the sale of securities, we advised the purchaser of the limitations on resale in the manner contained in Rule 502(d)2;
- neither we nor any person acting on our behalf sold the securities by any form of general solicitation or general advertising; and
- we exercised reasonable care to assure that the purchaser of the securities is not an underwriter within the meaning of Section 2(11) of the Securities Act of 1933 in compliance with Rule 502(d).

5) Financial Statements

See full financial statements attached at the end of this document

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

Our Business

We are an online local search and directory company. We own and operate a network of online local business directories. Our directories and websites provide business listings, directory information, and user generated reviews to consumers who are searching online for services from local businesses.

Consumers can access any website in our network and receive free local search results, generated according to the consumer's search query s which can include geographic area, zip code, and city name, for listings of business professionals, providers and contractors in the consumer's respective community. Our search results consist primarily of local business listings that we aggregate, index and distribute over our network using our sophisticated technology platform. We generate revenue from subscriptions paid by our subscribers to list on our city guides or directories, and from third party ads placed alongside our search results, which include pay-per-click, pay-per-call, and display (banner)

ad units. We also receive revenue from ad products and certain advertising and identity management services rendered for small- and medium-sized businesses, or SMBs.

Our goal is to help SMBs reach local customers through our platform of comprehensive business profiles and listings, which we call “The Directory.” We use search technology, optimization and innovative site features to connect consumers with the most relevant local business professionals, providers and contractors in their area. We provide direct 365/24/7 access, free of charge for consumers, to certain local business information in the form of business profiles and listings, and our content is provided by our paid subscribers. Our flagship website and primary local business search engine is www.TheDirectory.com. Our network of directories and city guides generate approximately 6 million unique visitors each month, and we believe TheDirectory.com has the ability to become a leading brand in the local business search space. It is our goal that the website’s descriptive name, “The Directory,” and extensive reach of our network become synonymous as a website for consumers to find information on local businesses.

We also operate several targeted vertical directories, including:

- www.Chiropractor.net,
- www.Therapists.net,
- www.PodiatristProfiles.com,
- www.Dietitians.net, and
- www.DentistAppointments.com.

Each website is intended to serve as a source of targeted local business information for their respective industry. We believe that by owning and operating these important domain names, we control websites which can become a targeted Internet destination and widely used alternative to find local businesses on the Internet due to their descriptive, memorable Internet domain name.

We launched TheDirectory.com in November of 2010. In October 2013, we acquired one of the largest online city guide networks in the world, Hyper-Local(TM) City Guide Network. This network of more than 1,500 city guides reaches over 5 million unique visitors per month. The city guides are branded under the www.HelloNetwork.com brand. We now own and operate a ‘Hello’ branded city guide site for every major market in the United States, including New York City, Los Angeles, Chicago, and several international markets including Paris, Dublin, Tokyo, Sydney and Toronto. We generate revenue from business listings and advertisements placed on the Hyper-Local(TM) City Guide Network, similar to TheDirectory.com.

Industry Overview

The Local Search Market

According to a report by BIA/Kelsey, an independent market researcher and trusted advisor to media and technology companies, U.S. online/interactive advertising revenue totals approximately \$42 billion annually. In particular, BIA/Kelsey noted that an increase in overall local advertising revenue was tied to the growth of digital media. Digital media is defined as advertising delivered to consumers through mobile, Internet or other electronic methods, and continues to gain traction with local advertisers. Our Company specializes in “local search,” which is defined as searches for products, services and businesses within a geographic region and has become an increasingly significant segment of the online advertising industry. Local search allows consumers to search for local businesses’ products or services by including geographic area, zip code, city and other geographically targeted search parameters in their search requests, such as by entering “podiatrist” in “Tampa, Florida” in the search field. According to a September 2012 study, BIA/Kelsey estimates that the local search market in the United States alone will grow from \$6.1 billion in 2011, to \$13.4 billion by 2016.

Why Local Search Matters

Consumers who conduct local searches on the Internet (“local searchers”) tend to convert into buying customers at a higher rate than other types of Internet users. As a result, advertisers often pay a significant premium to place their ads in

front of local searchers on websites like TheDirectory.com or our vertical directories like Chiropractor.net. Additionally, SMBs that would not normally compete at the national level for advertising opportunities are increasingly engaging in and competing for local advertising opportunities, including local search and mobile search to promote their products and services.

The Local SMB Advertising Market

Small- and medium-sized businesses, or SMBs, serving local markets represent significant economic activity, control substantial purchasing power and address the needs of hundreds of millions of consumers. These SMBs include businesses and professionals such as lawyers, physicians, car dealers, dentists, plumbers, florists, and therapists. To generate and sustain their businesses, SMBs spend money to market their services and to acquire, maintain and retain customers, and the associated expenditures are critical components of the operating budget for many SMBs, particularly given the potential value of each customer over the lifetime of the relationship. For example, a new dental patient may generate several hundred dollars in revenue during the customer's first visit, thousands of dollars in subsequent visits and make referrals to friends and family that generate significant additional revenue. In addition to their customer acquisition efforts, increasingly SMBs are looking for platforms that enable them to transact with their customers online. These efforts to manage the entire customer experience online—from lead generation to transaction execution to overall customer management—are key to the success of SMBs.

Over the past decade, the local advertising market for SMBs and other local businesses has undergone rapid and fundamental changes. The delivery and consumption of local advertising, like all media, is becoming increasingly fragmented and digitized. Many consumers who used to search for a local business in the yellow pages or the local newspaper are now going online and searching on Google, checking reviews on Yelp and Citysearch, buying coupons on Groupon and LivingSocial, and asking their friends for their opinions through Facebook and Twitter. We aim to address the unique needs of the SMB and re-create the simplicity and effectiveness with which SMBs have traditionally purchased offline advertising as they transition into online and digital media advertising. Ultimately, our goal is to drive traffic to our subscribers' websites and gain exposure for SMBs that they would not have been able to have on their own.

Our Strategy

We believe that we are in the early stages of a large and long-term business opportunity presented by the shift of local and national marketing budgets away from traditional media outlets such as the yellowpages, newspapers and radio to Internet and digital media formats. Our strategy for pursuing this opportunity includes the following key components:

- *Increase growth drivers to TheDirectory.com.* We are focused on the expansion of both our reach, the number of consumers who use our network of directories and city guides, and the monetization of that reach, how much ad revenue we generate from those users. We also aim to increase the number of SMB customers listing on the TheDirectory.com network.
- *Optimize monetization of our network.* As an ongoing initiative, we continuously look to optimize our ability to monetize the traffic reaching our domains.
- *Consolidate and Integrate the Highly Fragmented Local Search Space.* Other than the major search engines like Google, Yahoo and Bing the local search space remains highly fragmented with no clear leader. Over the coming years as our Company and our capabilities grow, we plan to consolidate key sites in selected verticals under our brand TheDirectory.com to create the leading local search destination in the United States..

Our Business Model

We currently operate TheDirectory.com under a "Build, Buy or Partner" business model. We believe focusing our management's attention on forming strategic partnerships and acquisitions will allow us to create a profitable, sustainable enterprise over both the short and long term. This type of business model allows us the flexibility to partner with industry leading technology companies and integrate their best in class products and services into our core local business offerings without incurring the significant development expenses and uncertainty associated with creating new products. By partnering with companies and not attempting to build our own products in certain instances, we gain a certain level of

flexibility to diversify our product offering as technology and techniques change. Going forward, we expect to grow our business by making strategic acquisitions and opportunistically acquiring and building new online destinations in key vertical categories.

Principal Products and Services

Our business revolves around two key initiatives: building out our local search platform known as TheDirectory.com, of which we have several member directories including our recent acquisition of the Hyper-Local(TM) City Guide Network, and assisting SMBs acquire, maintain and retain customers using technology and the Internet.

Local Search Platform

Our Company is focused on building Internet destinations where consumers can obtain targeted information about local businesses. We developed our local search platform, TheDirectory.com, as a network that focuses on connecting local businesses with local customers via a custom built user interface that promotes enhanced user actions and engagements. We contract with SMBs to provide their business listing information content on our network, the terms of such agreements vary from subscriber to subscriber based on the services we provide. We build a professional, detailed business profile for each of our subscribers and market to consumers in the subscriber's local area. On our network of directories and city guides, consumers can locate relevant search results for local businesses, products and services which translates into new customers for our subscribers. In areas or categories that we don't have direct subscriber's we distribute and monetize listing information supplied from our partners.

Through our local search platform, we're able to provide SMBs with complete transparency and measurability of the results of our efforts via a set of reports they can access. These reports provide our subscribers with detailed data including: traffic statistics, number and recording each all calls generated, number of forms filled out and submitted from their website or directory listing and fully integrated management of their social media pages and reviews sites like Facebook and Yelp.

We provide some of this data to our clients through partnerships and business relationships we have with industry leading technology Companies like Yext, Duda Mobile, Google and others. We partner with a variety of third party vendors to provide specific functionality within our local search platform to further track consumers' visits, including call tracking and recording services. We believe by partnering with third party vendors, the "partner" aspect of our platform, that we have a critical advantage within the fast paced Internet advertising space. By partnering with top technology firms to provide certain functionality instead of building out our own proprietary software products, we gain a level of flexibility relating to these products that other companies using proprietary products do not have. Additionally, we eliminate the massive cost and uncertainties typically associated with many development programs.

Small Business Online Advertising

Our other primary initiative, which is also linked to our local search platform, is to help local SMBs acquire, maintain and retain customers using technology and the Internet. We aim to drive traffic to our subscribers' websites using such techniques as search engine optimization, social media, and customer-driven marketing.

In addition to the design, development and deployment of our subscribers' business listings and profiles on our local search directories, we provide our customers with an array of services designed to promote, control and enhance their corporate identity and brand management. We specialize in providing a comprehensive suite of online marketing and branding solutions, including search engine marketing, display advertising, Web presence, and online media and social networking products that allow our SMB clients to control and increase their online exposure and identity over websites that cover over 95% of all US-based Internet traffic, including Google, Yahoo!, Bing, Facebook and Twitter. We design, develop and deploy custom-built search engine optimized business websites for our subscribers and helped to manage the site content and site design. We can also design online pay-per-click campaigns for our subscribers, based upon our access to expertise in the area of analyzing and creating relevant keyword and content driven search engine optimized ad

campaigns. Utilizing our expertise in the areas of search engine optimization and search engine marketing services, which can be a confusing and complicating space, we can typically drive improved results while saving our subscribers money.

We also assist in the management of our subscribers' online identity, Internet presence and brand by utilizing a mix of proprietary techniques and third party software products to scan, claim and repair business listings and reviews on hundreds of websites across the Internet that collectively account for more than 95% of all US-based Internet traffic.

7) Describe the Issuer's Facilities

We currently lease 1,500 square feet of office space in Tampa, Florida, which serves as our principal executive offices. We believe that our properties will be adequate to meet our needs through November 31, 2014.

8) Officers, Directors, and Control Persons

Set forth below is certain information with respect to the individuals who are our directors and executive officers as of October 25, 2013.

Name	Age	Position(s) or Office(s) Held
Scott Gallagher	46	Chief Executive Officer and Chairman of the Board of Directors
W. Scott McBride	42	Director

Biographies and Qualifications of Our Executive Officer and Directors. The biographies of our executive officer and directors and certain information regarding each individual's experience, attributes, skills and/or qualifications that led to the conclusion that the individual should be serving as an executive officer and/or director of our Company are as follows:

Scott Gallagher-President, Chief Executive Officer & Chairman of the Board of Directors.

Mr. Gallagher has served as our President, Chief Executive Officer, Acting CFO and Chairman of the Board of Directors since January 10, 2008. During his 25 year business career Mr. Gallagher founded several public and privately held companies and was Chairman of the board of directors of FTS Group, Inc. Prior to the year 2001 Mr. Gallagher was the Chief Investment Officer and a general partner with the Avalon Investment Fund, a private hedge fund based in New York City and Philadelphia. Mr. Gallagher previously held SEC licenses series 7, 63 and 24, all of which were retired in good standing.

W. Scott McBride-Director

Mr. McBride has served as a member of the board of directors of our Company since 2008. He has served as a director of several public and private Companies during his professional career including serving as a director of FTS Group, Inc. a publicly traded Company. Mr. McBride also founded several ventures that have had successful exits. He currently works for a privately held Company handling Grants. He is currently developing an online news Company scheduled for launch in the fall of 2014. He holds a master's degree from Western University in Colorado.

Other Involvement in Certain Legal Proceedings

None of our directors or executive officers has been involved in any bankruptcy or criminal proceedings, nor have there been any judgments or injunctions brought against any of our directors or executive officers during the last ten years that we consider material to the evaluation of the ability and integrity of any director or executive officer.

Security Ownership of Certain Beneficial Owners and Management as of September 1st, 2013

The following table sets forth as of September 1, 2013, certain information regarding the beneficial ownership of our common stock by (1) Each person who is known to us to be the beneficial owner of more than 5% of the common stock, (2) Each of our directors and executive officers and (3) All of our directors and executive officers as a group.

Except as otherwise indicated, the persons or entities listed below have sole voting and investment power with respect to all shares of common stock beneficially owned by them, except to the extent such power may be shared with a spouse.

Title of Class	Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class (1)
Series A Preferred	Scott Gallagher, Chief Executive Officer 15100 Hutchison Rd, Suite 125 Tampa, Florida 33625	270,000 Series A Preferred Shares and 200,000 Series B Preferred Shares	74.71%
Common	W. Scott McBride	250,000	0 %
	All Officers and Directors(1)	10,000	74.71%

9) Third Party Providers

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

Legal Counsel

Name: Amy Trombly

Firm: Trombly Business Law

Address 1: 1320 Centre St, Suite 102, Newton Centre Ma 02459

Phone: 617-243-0060

Email: Amy@TromblyBusinessLaw.com

Accountant or Auditor

Name: Charlie Klein

Firm: DKM CAP's

Address 1: 2451 N McMullen Booth Rd., suite 308, Clearwater, FL 33759

Phone: 727-444-0931

Email: info@DKMCPAS.COM

Investor Relations Consultant

None

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

None

10) Issuer Certification

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

The certifications shall follow the format below:

I, Scott Gallagher certify that:

1. I have reviewed this nine-month disclosure statement of TheDirectory.com, Inc.;

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

11-11-2013

Scott Gallagher

Scott Gallagher
CEO/Interim CFO

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

Information for the Three and Nine Month Periods Ending August 31, 2013

Overview

TheDirectory.com, Inc. was incorporated under the laws of the State of in Utah on June 29, 1983 under the name Teal Eye, Inc. In 1984, it merged with Terzon Corporation and changed its name to Terzon Corporation. On September 7, 1984, the Company changed its name to Candy Strippers Candy Corporation and engaged in the business of manufacturing and selling candy and gift items to hospital gift shops across the country. In 1986, the Company ceased the candy manufacturing operations and filed for Chapter 11 Bankruptcy protection. After emerging from bankruptcy in 1993, the Company remained dormant until January 1998, when it changed its name to Piedmont, Inc. On May 12, 2003, the Company changed its name from Piedmont, Inc. to US Biodefense, Inc. On May 23, 2008 the Company changed its name to Elysium Internet, Inc. In May of 2011 the Company changed its name to TheDirectory.com, Inc. to better reflect its local search engine related business.

How We Generate Revenue

We generate revenue primarily by selling listings on our Local search network to Local businesses and professionals in select vertical markets primarily in the health, legal and finance sectors. Additionally, we derive revenue from building, hosting and managing websites, managing Local business listings and search engine marketing programs for clients.

Our Business Objectives

Further development of www.TheDirectory.com into the leading Local search destination for users seeking information relating to Local businesses and professionals.

Fully develop and launch additional vertical categories within the new platform.

Implement our Build, Buy or Partner growth strategy.

Continue to seek out and leverage both new and existing partnerships.

Achieve sustainable profitability and top line revenue growth on a run rate basis over the next 12-months.

Results of Operations for the Three and Nine Months Ending August 31, 2013, Compared to the Same Periods Ending August 31, 2012

Revenues

For the three month period ending August 31, 2013 revenue decreased to \$80,621 from \$121,537 for the three months ended August 31, 2012 for a decrease of \$40,916.

For the nine month period ending August 31, 2013 revenue declined to \$307,091 compared to revenue of \$404,959 during the same period in 2012 resulting in a decline of \$97,868 during the full nine month period.

The decline in revenue during both the three and nine month periods were related to the following two factors:

- 1) Our decision to cease new sales programs in Q1 in order to recode and redesign our local search platform and :
- 2) The reallocation of both human and financial resources dedicated towards closing an acquisition and financing transactions that had been ongoing since Q1. Those efforts proved fruitful as both the acquisition and financing transactions were closed in Q4.

As of the filing of this document revenue levels for Q4 and the full year are running at records levels.

Cost of Revenue

As an Internet Company we do not sell any physical products and therefore have no cost of goods sold.

Operating Expenses

General and Administrative Expenses for the three months ended August 31, 2013 increased to \$90,876 from \$87,803 for the three months ended August 31, 2012, representing an increase of \$3,073 or almost flat.

During the nine month period ending August 31, 2013 General and Administrative expenses dropped to \$289,952 from \$314,465 during the comparable period ending August 31, 2012, for a reduction in G&A of \$24,513.

The decrease in G and A Expenses is primarily attributable to decreased spending on sales and marketing activities associated with our decision to temporarily halt our

new client acquisition programs during the development period. The rise during the three month period is attributed to an increase in legal costs associated with the financing and acquisition transactions.

Net Operating Income

For the three month period ending August 31, 2013 net operating Income decreased from to a loss of (\$11,819) compared to net income of \$26,680 during the same period in 2012, resulting in a decrease in income of \$38,499.

For the nine month period ending August 31, 2013 net operating Income decreased from to \$6,880 compared to net income of \$75,686 during the same period in 2012, resulting in an decrease in income of \$82,566.

The decrease in net income was directly related to the following two factors:

- 1) Our decision to cease new sales programs in Q1 in order to recode and redesign our local search platform and :
- 2) The reallocation of both human and financial resources dedicated towards closing an acquisition and financing transactions that had been ongoing since Q1. Those efforts proved fruitful as both the acquisition and financing transactions were closed in Q4.

We are pleased to report that our efforts relating to both the acquisition and financing transactions were fruitful. Net income for Q4 and our full fiscal year are expected to be at record levels.

Liquidity and Capital Resources

The Company is currently financing its operations primarily through cash generated by revenue derived from its local online directory and marketing operations. Going forward to Company may need to raise additional capital through stock sales and or by loans from its officers and investors.

As of August 31, 2013, the Company had \$10,630 in cash. Historically, the Company's principal working capital needs have been met through the issuance of common and preferred shares, cash flows and loans from officers. As the Company grows and expands its operations, the need for working capital most likely increase. The Company expects to finance its internal growth with cash provided from operations, borrowings, debt or equity offerings, or some combination thereof.

We do not have any off balance sheet transactions.

TheDirectory.com, Inc.
Balance Sheets
August 31, 2013 and November 30, 2012

Assets	2013	2012
Current assets		
Cash and cash equivalents	\$ 10,630	\$ 3,721
Property and Equipment, Net	1,438	1,972
Other Assets		
Deposits	1,535	1,535
Software	83,617	83,617
Domain Portfolio	305,061	305,355
Current Total Assets	\$ 402,281	\$ 396,200
<hr/>		
Liabilities and Stockholders' Equity (Deficit)		
Accounts payable and accrued expenses	\$ 536,578	\$ 570,752
Notes payable to individuals	639,500	644,500
Notes payable to related parties	256,660	237,785
Total current Liabilities	1,432,738	1,453,037
Total liabilities	1,432,738	1,453,037
Stockholders' equity:		
Common stock 3,500,000,000 shares authorized, \$.001 par value, 2,972,521,297 and 2,707,521,297 shares issued and outstanding at August 31, 2013 and November 30, 2012	2,972,522	2,707,522
Additional paid in capital	4,499,896	4,745,396
Accumulated deficit	(8,502,875)	(8,509,755)
Total stockholders' equity (deficit)	(1,030,457)	(1,056,837)
Total Liabilities and stockholders' equity (deficit)	\$ 402,281	\$ 396,200

The Directory.com, Inc.
Statement of Operations
For the Nine Months Ended August 31, 2013 and 2012

	Three Months Ended August 31,		Nine Months Ended August 31,	
	2013	2012	2013	2012
REVENUES	\$ <u>80,621</u>	\$ <u>121,537</u>	\$ <u>307,091</u>	\$ <u>404,959</u>
EXPENSES				
General and administrative expenses	90,876	87,803	289,952	314,465
Impairment of assets	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total Expenses	<u>90,876</u>	<u>87,803</u>	<u>289,952</u>	<u>314,465</u>
Income from operations	<u>(10,255)</u>	<u>33,734</u>	<u>17,139</u>	<u>90,494</u>
OTHER INCOME (EXPENSE)				
Interest expense	1,564	7,054	10,259	14,808
	<u>1,564</u>	<u>7,054</u>	<u>10,259</u>	<u>14,808</u>
NET INCOME (LOSS)	\$ <u>(11,819)</u>	\$ <u>26,680</u>	\$ <u>6,880</u>	\$ <u>75,686</u>
Weighted average number of shares outstanding	<u>2,892,358,254</u>	<u>2,703,686,163</u>	<u>2,837,101,589</u>	<u>2,607,223,123</u>
Basic and diluted net income (loss) per common share	\$ <u>-</u>	\$ <u>-</u>	\$ <u>-</u>	\$ <u>-</u>

TheDirectory.com, Inc.
Statements of Cash Flows
For The Nine Months Ended August 31, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Cash flows from operating activities:		
Net income (loss)	\$ 6,880	\$ 75,686
Adjustments to reconcile net income (loss) to net cash from operating activities:		
Depreciation	534	534
Change in current assets and liabilities		
Accounts payable and accrued expenses	<u>34,174</u>	<u>68,298</u>
Total cash flows from operating activities	<u>41,588</u>	<u>144,518</u>
Cash flows from investing activities:		
Purchase of domain names	<u>(294)</u>	<u>(4,533)</u>
Cash flows from financing activities:		
Repayment of note payable	-	(30,617)
Advances from (repayments to) individuals, net	(5,000)	-
Advances from (repayments to) related parties, net	<u>(29,385)</u>	<u>(112,160)</u>
Total cash flows from financing activities	<u>(34,385)</u>	<u>(142,777)</u>
Increase (decrease in) cash and cash equivalents	6,909	(2,792)
Cash and cash equivalents, beginning of period	<u>3,721</u>	<u>5,448</u>
Cash and cash equivalents, end of period	<u>\$ 10,630</u>	<u>\$ 2,656</u>
 Income taxes paid	 \$ -	 \$ -
Interest expense paid	\$ 10,259	\$ 14,808

TheDirectory.com, Inc.
Statements of Stockholders' Equity
For The Nine Months Ended August 31, 2013

	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Accumulated Deficit	Total
Balance December 1, 2012	2,707,521,297	\$ 2,707,522	\$ 4,745,396	\$ (8,509,755)	\$ (1,056,837)
Stock issued for debt and interest	140,000,000	140,000	(133,000)	-	7,000
Stock issued for debt and interest	125,000,000	125,000	(112,500)	-	12,500
Net income for the nine months ended August, 2013	<u>-</u>	<u>-</u>	<u>-</u>	<u>6,880</u>	<u>6,880</u>
	<u><u>2,972,521,297</u></u>	<u><u>\$ 2,972,522</u></u>	<u><u>\$ 4,499,896</u></u>	<u><u>\$ (8,502,875)</u></u>	<u><u>\$ (1,030,457)</u></u>

TheDirectory.com, Inc.
Notes to Financial Statements

Note 1 - Background and Summary of Significant Accounting Policies

The Company

TheDirectory.com, Inc. (the "Company"), a Utah Corporation, its primary business mailing address is PO Box 992, Oldsmar Florida 34677.

The Company originally incorporated under the name Teal Eye, Inc. in Utah on June 29, 1983. The Company then merged with Terzon Corp. and changed its name to Terzon Corp. On September 7, 1984, the Company changed its name to Candy Stripers Corporation, Inc. In 1986, the Company ceased operations and filed for Chapter 11 Bankruptcy protection. After emerging from bankruptcy in 1993, the Company remained dormant until January 1998, when it changed its name to Piedmont, Inc. on January 6, 1998. On May 31, 2003, the Company changed its name to US Biodefense, Inc.

Effective January 10, 2008, the Company experienced a change in control as the result of a series of transactions. Effective on that date, the Company executed an employment agreement with Scott Gallagher pursuant to which he became the Chairman of the board of directors and Chief Executive Officer of the Company. Simultaneously, the former Chairman, David Chin, resigned as an officer and director of the Company leaving Mr. Gallagher as its sole director. As a result of these transactions Mr. Gallagher assumed control of the Company.

On April 4, 2008, the Company acquired 100% of the assets of Elysium Internet, Inc., a direct navigation Internet media company, in exchange for stock and a \$1,500,000 promissory note to FTS Group, Inc. FTS Group, Inc. is an issuer traded on the Over-the-Counter Bulletin Board. In 2008, the Company amended its Articles of Incorporation, as amended, and effective July 28, 2008, changed its name to Elysium Internet, Inc. and began trading under its new ticker symbol "EYSM". In May of 2011 the Company amended its articles of incorporation to change its name to "TheDirectory.com, Inc.". As of August 31, 2013 the Company's ticker symbol to "SEEK".

Control By Principal Shareholder

The Chief Executive Officer of the Company owns, beneficially and in the aggregate, the majority of the voting power of the outstanding shares of the common stock of the Company. Accordingly, the Chief Executive Officer has the ability to control the approval of most corporate actions, including increasing the authorized capital stock of the Company and the dissolution, merger or sale of the Company's assets or business.

Basis of Presentation

The accompanying financial statements have been prepared in conformity with accounting

principles generally accepted in the United States of America, which contemplate continuation of the Company as a going concern.

Fair Value of Financial Instruments

The Company's financial instruments, including cash and capital leases, approximate fair value due to their short maturities.

Revenue Recognition

The Company recognizes revenue when it makes a sale through one of its online its directory business. Sales revenues generated from third-party aggregators (such as 2checkout.com and First Data) are recognized in the month that payments are received. Revenues from services are recognized upon provision of services to the customer. Unearned service revenue is deferred and recognized ratably over the duration of the service term.

Accounts receivable are reviewed to determine if their carrying value has become impaired. The Company considers assets to be impaired if the balances are greater than six months old. Management regularly reviews accounts receivable and will establish an allowance for potentially uncollectible amounts when appropriate. When accounts are written off, they will be charged against the allowance. Receivables are not collateralized and do not bear interest.

Concentration of Credit Risk

Financial instruments that subject the Company to concentrations of credit risk include cash and cash equivalents.

The Company maintains its cash in a well-known regional bank, which is selected based upon management's assessment of the bank's financial stability. Balances may periodically exceed the \$100,000 federal depository insurance limit. However, the Company has not experienced any losses on deposits. The Company extends credit based on an evaluation of the customer's financial condition, generally without collateral. Exposure to losses on receivables is principally dependent on each customer's financial condition. The Company monitors its exposure for credit losses and maintains allowances for anticipated losses, as required.

Cash Equivalents

For purposes of reporting cash flows, the Company considers all short-term investments with an original maturity of three months or less to be cash equivalent.

Fixed Assets

Fixed assets are stated at cost, less accumulated depreciation. Depreciation is provided

principally on the straight-line method over the estimated useful lives of the assets, which are generally 3 to 10 years. The cost of repairs and maintenance is charged to expense as incurred. Expenditures for property betterments and renewals are capitalized. Upon sale or other disposition of a depreciable asset, cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in results of operations.

The Company will periodically evaluate whether events and circumstances have occurred that may warrant revision of the estimated useful lives of fixed assets or whether the remaining balance of fixed assets should be evaluated for possible impairment. The Company uses an estimate of the related undiscounted cash flows over the remaining life of the fixed assets in measuring their recoverability.

Intangible Assets

The Company's intangible assets, which consist of its portfolio of generic domain names, have been determined to have an indefinite life and as a result are not amortized. Management has determined that there is no impairment of the carrying value of intangible assets during the periods ending August 31, 2013.

Income Taxes

The Company accounts for income taxes under SFAS 109, "Accounting for Income Taxes." Under the asset and liability method of SFAS 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

In July, 2006, the FASB issued FASB Interpretations No. 48, *Accounting for Uncertainty in Income Taxes - an interpretation of FASB Statement No. 109* ("FIN 48"), which clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a return. FIN 48 provides guidance on the measurement, recognition, classification and disclosure of tax positions, along with accounting for the related interest and penalties. FIN 48 became effective as of January 1, 2007 and had no impact on the Company's consolidated financial statements.

Note 2 – Acquisition Related Term Sheet

Target Acquisition Term Sheet-In March of 2013 we entered into an agreement to acquire a network of local search destinations from a privately held Company for a total of \$1.9 million in cash and notes. As of August 31, 2013 we have been unable to raise the funds required to close this transaction. Our term sheet expired in May of 2013. We continue to pursue this acquisition target and are taking actions relating to our reporting status to increase our chances to raise the funds required to close this transaction. As of August 31, 2013 we had no formal agreement with the seller. See subsequent events note for further details.

Note 3-BusinessList.com Acquisition

In November of 2011 we acquired certain assets of BusinessList.com from Gus Thomas Skarlis Jr. for a total of \$150,000 in cash and non-convertible notes. In July of 2012, after making payments of approximately \$78,500 in cash and being current on our note with the seller, the seller refused to provide services per our contract and breached the agreement and breached the contract by taking control of the website. After numerous attempts to regain control of the site we decided to file an arbitration action against the seller pursuant to our agreement. We filed an action against Mr. Skarlis in January of 2013. In May of 2013 an arbitration hearing was held with Ms. Julee L. Milham as the arbitrator. A conflict of interest had been identified between Mr. Skarlis' lawyer and Ms. Milham prior to the hearing. After the hearing Ms. Milham agreed with our claim and wrote in her ruling that we had "established that the unresolved dispute between the parties is a breach under the contract and its exhibit A" yet she awarded us no damages even after affirming that indeed Mr. Skarlis had breached the contract. After the ruling, it was our and our attorney's opinion that based on the bizarre outcome the previous relationship apparently had an impact on the decision Ms. Milham rendered. We appealed the ruling which was denied and the matter is now settled. We have removed all arbitration language from all future agreements as the process seemed incestuous and limited as opposed to the court system.

Note 4 – Partnerships

During the period ending August 31, 2013 we disclosed that we have entered into or have existing partnerships with several Companies. We've disclosed the existence of these strategic partnerships to help investors understand our business model as well to be in full compliance with SEC Regulation FD. Regulation FD provides that when an issuer discloses material nonpublic information to certain individuals or entities—generally, securities market professionals, such as stock analysts, or holders of the issuer's securities who may well trade on the basis of the information—the issuer must make public disclosure of that information. In this way, the rule aims to promote full and fair disclosure.

Note 5 - Subsequent Events

Effective October 1, 2013, the Company closed on a \$5 Million revolving credit financing facility with TCA Global Fund. The initial draw down on the credit line \$1.3 Million, after fees the company netted approximately \$1.1 Million. At the same time the Company acquired certain assets from a privately held Company called Lets See What Sticks, LLC and CMS Domains, LLC (the "Seller"). The acquired assets included 1,580 Internet domain names branded under the moniker "Hello" then a city name as well as other selected assets. The Company paid the seller \$1 Million in cash and issued a 24 month promissory note in the amount of \$1,150,000.

Note-6 Going Concern

While the Company generated an operating profit for the nine month period ended August 31, 2013 of \$6,880. The Company has historically incurred operating losses and had an accumulated deficit of \$8,502,875 as of the period ending August 31, 2013. In addition, the Company historically has not generated enough revenue to cover its expenses. These conditions raise substantial doubt as to the Company's ability to continue as a going concern. These financial statements do not include any adjustments that might result from the outcome of this uncertainty. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of recorded asset amounts, or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Management plans to take the following steps that it believes will be sufficient to provide the Company with the ability to continue in existence: expand its top line sales level with the launch of its new local search platform, increase margins and profit levels by creating and leveraging new and existing partnerships, increasing national advertisers on its sites, raise funds through the issuance of its common or preferred stock, debt instruments, short term loans or other means that it deems necessary; and acquire or develop business and business assets related to its comprehensive acquisition strategy.

Changes in Internal Controls

There were no changes in our internal control over financial reporting that occurred during the second quarter covered by this quarterly report that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. This annual report does not include an attestation report of our registered public accounting firm regarding internal control over financial reporting. Management's report was not subject to attestation by our registered public accounting firm pursuant to the temporary rules of the Securities and Exchange Commission that permit us to provide only management's report in this quarterly report.

Code of Ethics

We have not adopted a Code of Ethics that applies to our principal executive officer, principal accounting officer or controller or persons performing similar functions in that our sole officer and director serves in all of the above capacities.

Nominating Committee

Each member of our Board participates in the consideration of director nominees. Stockholders may submit the names and five-year backgrounds for the Board's consideration in its selection of nominees for directors in writing to TheDirectory.com, Inc., PO Box 992, Oldsmar Florida 34677. Currently, our share ownership is concentrated in our directors and officers; as such, it is improbable that any Board nominee found to be unqualified or unacceptable by these majority stockholders could be selected as a member

of the Board. Accordingly, there is no nominating committee and we do not rely on preapproval policies and procedures for our nomination process. We intend to implement the necessary formation of a nominating committee and will establish policies and procedures upon such time as our share ownership is more diversified.

NOTE-7 RELATED PARTY TRANSACTIONS

Certain Relationships and Related Transactions

Our Chairman and CEO has made a number of loans to the Company that we depend on to continue as a going concern. Additionally we have not been able to pay him a consistent salary so much of his compensation remains accrued and unpaid.

Director Independence

We do not have any independent directors currently serving on our Board of Directors. We are seeking additional board members.