

QED CONNECT, INC.

MARCH 31, 2011

www.qedconnect.com

Item 1. The exact name of the issuer and the address of its principal executive offices.

Effective August 8, 2008	QED Connect, Inc. (Symbol: QEDN)
Effective July 23, 2007	QED Connect, Inc. (Symbol: QEDC)
Effective May 18, 2007	QED Storage, Inc.
Effective December 8, 2006	Guwo Holdings, Inc.
Formerly	IX Systems, Inc.
Formerly	Smartcard International, Inc.

QED Connect, Inc.
P.O. Box 1027
Manchester, NH 03101-1027
(i) Phone: 603-425-8933
(ii) www.qedconnect.com

Item 2. Shares outstanding.

Common Stock:

(i) For the period ending March 31, 2011:

Shares Authorized:	10,000,000,000
Shares Outstanding:	9,749,425,280
Public Float:	9,636,723,512
Number of Shareholders of Record:	141

Preferred Stock

(i) For the period ending March 31, 2011:

Shares Authorized:	2,000,000,000
Shares Outstanding:	1,000,000,000
Public Float:	0
Number of Shareholders of Record:	1

Item 3. Interim Financial Statements.

See attached Balance Sheet, Statement of Operations, Statement of Cash Flow, and Notes to the Financial Statements for the period ending March 31, 2011, attached to the end of this quarterly report.

Item 4. Management’s discussion and analysis and or plan of operation.

Plan of Operation

About Nazz Production

In January 2010, QED Connect, Inc. (“QED” or the “Company”) executed a letter of intent with Nazz Productions (“Nazz”), whereby Nazz is to become a wholly-owned subsidiary of the Company. Nazz is an independent producer and distributor of film and television entertainment content.

Nazz is currently in post-production on its latest film *Good Day For It*, starring Academy Award nominee Hal Holbrook, Robert Patrick, Lance Henriksen, Robert Englund, Kathy Baker, Samantha Mathis, Mika Boorem, Joe Flanigan, Christian Kane and Richard Brake. Past NAZZ films include *The 24th Day*, starring Scott Speedman and James Marsden as well as *The Florentine*, which was a co-production with Francis Ford Coppola’s American Zoetrope.

Nazz intends to establish both national and international channels for distribution of films to both theaters and on television and to establish an entertainment library. It is expected that post-release distribution of the content of such a library will generate recurring revenues by distributing film directly to retailers, to the expanding online distribution network, and to television thereby supplementing further expansion of production activities.

Nazz focuses on producing artistic films that emphasize complex story-lines and character development. Nazz has purchased the screenplay “Nebraska Fish and Game” from acclaimed writer Neal Gumpel. Mr. Gumpel’s other works include, "Uncoupled" which was purchased by DreamWorks Studios with David Permut producing and George Gallo directing, and "Friends Again."

About Sofame Technologies, Inc.

In May 2010, the Company executed a Joint Venture Agreement (“JVA”) with Sofame Technologies, Inc. (TSX-V:SDW), a Montreal, Canada based company (“SOF”), forming a joint venture (the “Joint Venture”) in the U.S. for the exclusive marketing, distribution, sales, and support of SOF’s products within the United States. Pursuant to the JVA, “Sofame Energy, Inc.” was incorporated in the State of Nevada (“Sofame Energy”).

Under the JVA, QED has pledged to identify and facilitate financing of up to \$1,000,000 (the “Financing”) for the Joint Venture over the 12 months, commencing upon the parties’ agreement to a financing schedule which has not been agreed, and the appointment of management. Half of QED’s initial 50% ownership of Sofame Energy (or 25% of the total outstanding shares of Sofame Energy) shall immediately vest, and the remaining half (25% of the total outstanding shares of Sofame Energy) shall vest in proportion to the terms of the agreement. The financing for Sofame Energy is to support expansion into the U.S. market as well as further product development of SOF in Canada. QED will realize 50% of the net profits not otherwise reinvested into Sofame Energy. Under the JVA, QED and SOF will initially each be 50%

shareholders of the Sofame Energy, with SOF having the right to earn up to 80% of the equity of Sofame Energy based upon achievement of operating revenue goals during the initial 24 months of operations. Due to QED's inability to raise funding for the Joint Venture, none of the above obligations and procedures have been implemented and are delayed.

SOF custom engineers and manufactures unique, high-efficiency direct-contact industrial hot water systems which extract up to 99 percent of heat from flue gases depending on the application and return the energy in the form of high-temperature hot water or pre-heated make-up air. SOF's products enable hospitals, food processing plants, universities, central heating plants, utilities and many more large energy consumers to significantly reduce fuel costs and greenhouse gas emissions. Using world-leading, patented green technology, SOF serves industrial, institutional and commercial markets through a network of engineering representatives. For more information regarding SOF, visit <http://www.sofame.com>.

SOF has completed over 300 high efficiency, custom-engineered and manufactured, direct-contact heat recovery and hot water heating projects since 1984. SOF has obtained several patents including "Hybrid Percomtherm", awarded in 1994, which is a process that provides boiler flue gas heat recovery from existing boilers and its heat source to completely satisfy the demand for hot water. In addition to economically recovering heat from waste energy, SOF's products significantly reduce greenhouse gas emissions as well as fuel costs. SOF has won over 20 industry, technology and engineering awards in the United States and Canada. The capacities of recovered energy in a SOF system typically start at 1 MW per hour, which is the approximate equivalent of a 150-room hotel. The product integrates seamlessly into the customer's facility or process.

Prior to implementation of the JVA, SOF closed over \$1.6 million in orders in the United States, including: \$1 million to design and install a Sofame Stream Pump® at a well-known private university in New Jersey for a system that will reduce nitrogen oxide emissions while simultaneously increasing the overall efficiency of the large boiler plant, and a \$555,000 order from a major pharmaceuticals manufacturer for a custom Percotherm® heat recovery system that is designed to reduce natural gas consumption and carbon emissions.

The Board of Directors for Sofame Energy consists of one member each from QED and SOF: Tom Makmann (CEO and President of QED) and John Gocek (CEO and President of SOF). Additional directors of Sofame Energy include: Mr. James Murphy, a professional experienced in the renewable bioenergy sector with experience in options trading, project finance and management with extensive knowledge of the carbon credit market; and Mr. Thomas Gruber, a manager with more than 30 years of financial and general management experience ranging from start-ups to Fortune 500 companies in technology development and application; retail; distribution; franchising (national and international); financial and business services; real estate investment and management; and government contracting.

About Sonasoft Corporation

Sonasoft, founded in 2003, is a privately held developer and provider of archiving and business continuity software on the Microsoft Windows® platform specifically for small to medium size

businesses. Sonasoft's products target the growing concern of email as today it has become the primary business communication vehicle. They provide business continuity applications that offer a fully integrated solution including backup, disaster recovery, replication, and archiving while being server agnostic. Sonasoft offers full protection of mission critical data at all times providing intelligent email archiving solution to address the growing importance of compliance, litigation and eDiscovery. Sonasoft is headquartered in San Jose, California. For more information about Sonasoft, please visit www.Sonasoft.com.

QED signed a letter of intent ("LOI") with Sonasoft in February 2011 to provide for marketing, business development and financial support and to arrange for a capital investment or loan of \$500,000 in Sonasoft, in exchange for a royalty on sales and for the issuance of shares in an affiliated company.

On March 31, 2011, QED and Sonasoft signed the definitive agreements to implement the LOI.

About StockProfile.com

In February 2011, the Company has entered into a Letter of Intent to acquire 100% of the assets of StockProfile.com. In addition, QED Connect will acquire StockProfileTV.com and SPnewsWire.com as part of the acquisition.

StockProfile.com provides the investing public with a unique information portal for investors who like to conduct their own research as well as make their own investment decisions. The StockProfile.com platform allows users to discover dynamic publicly traded companies in a free, user-friendly environment.

SpnewsWire.com (powered by **StockProfile.com**) is a web portal displaying public news and information issued by, or related to, the companies that have displayed on the **StockProfile.com** platform.

StockProfileTV.com (powered by **StockProfile.com**) is a new website displaying certain videos related to publicly traded companies displayed on the StockProfile.com platform.

Under the LOI with Stock Profile, QED will acquire all of the common stock of StockProfile.com in exchange for restricted common shares of QED. As a result of the transaction, StockProfile.com will become a wholly owned subsidiary of QED.

The Asset Purchase Agreement between QED and StockProfile.com was signed on May 8, 2011.

Risk Factors, Statement of Operations, and Subsequent Events

The Company has been reviewing its strategy and has been working on revised plans to raise capital to support the various businesses which has delayed its ability to proceed on several opportunities.

At present, the Company has limited operations and no operating revenues. Revenues are expected to commence after the Company has satisfied its various obligations as established in

its LOIs and agreements with Nazz and StockProfile.com, its JVA with SOF, and its agreement with Sonasoft. The LOI with Nazz is not binding and there is no assurance that it will result in a binding agreement or will close.

The Company has a JVA with SOF but is in default of its obligation to lend \$100,000 to that company and in raising additional funds up to \$1,000,000. Revenues from the Sofame Energy JVA are expected to develop from all sales made in the United States. Revenues from the Nazz arrangement are expected to develop after the Company funds Nazz with \$50,000 and completes necessary post production tasks on *Good Day For It* and completes the distribution agreements. Currently, Nazz has one distribution agreement for Europe. Nazz has received \$25,000 advanced by QED to Nazz since the Letter of Intent was signed. Revenues from the potential Sonasoft transactions are expected to commence after the Company advances \$150,000 to Sonasoft. Revenues from the Stock Profile transaction are expected after the close of the definitive agreement and after QED assumes control of the assets.

As of March 31, 2011, the Company has no agreement with respect to raising the funds committed by the Company to any of its potential partners. The Company is currently working with a private investor to provide funding to support the QED business plan. The Company expects to raise sufficient funds during fiscal 2011 to satisfy administrative expenses (including all professional and consultant fees) without operating revenues through advances from its President or third parties. The Company's President will not draw a salary and the Company has no rent expense.

QED has been implementing its operational plan to become a parent company of targeted acquisitions and joint partners for the last two years. The Company has developed a solid portfolio of strategic partners and acquisitions; however, due to market conditions, funding has been difficult to obtain. Past efforts by the Company to raise capital have been severely hampered by the Company's present capital structure and market conditions. As a result, the Company revised its capital structure to better position the Company for future acquisitions and funding opportunities. On April 15, 2011, the Company effected a 1-for-5,500 reverse split of the Company's common stock and a 1-for-4 reverse split of the preferred stock. The new CUSIP number for the Company's common stock is 74732Q300.

In the event that the Nazz LOI does not result in a definitive agreements or the Company is unable or unwilling to advance the required funding for the Sonasoft or Sofame Energy transactions, these agreements could be cancelled and QED's anticipated revenues will be proportionally reduced. In the event the Company does not cure its default of the JVA with SOF, no operational revenues could be realized from the Joint Venture and the JVA could be adjusted, thereby resulting in further reduction of revenues. In the event the Company is unable to fund Sonasoft, the Company's expected revenues from the royalties could be reduced.

Off- Balance Sheet Arrangements.

None.

Item 5. Legal proceedings.

The Company is in a dispute with two computer equipment leasing companies that claim they are owed approximately \$40,000. No suit has been brought yet to recover these monies; however, in the event that these claims are not successfully resolved, then the Company may face legal action, be required to make payments, or to settle the claims in a matter adverse to the Company.

Item 6. Defaults upon senior securities.

During 2007, 2008 and 2009, the Company received \$600,000 of funding from various sources in the form of promissory notes that bear interest at various rates according to the terms and conditions of each note. These notes are due on demand and are unsecured. All of the notes have been classified as current liabilities and none have been repaid. The Company received a secured loan for \$100,000 in August 2008 that was due and payable in February 2009 and is now in default.

Item 7. Other information.

None.

Item 8: Exhibits.

Material Contracts

There were no material contracts outside of the normal course of business as of March 31, 2011, excepting (a) the Joint Venture Agreement between QED and SOF, as detailed above, and (b) the Asset Purchase Agreement with StockProfile.com.

Item 9: Certifications.

I, M. Thomas Makmann, certify that:

1. I have reviewed this quarterly disclosure statement of QED Connect, 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 period presented in this disclosure statement.

Dated: May 19, 2011



M. Thomas Makmann, CEO

Item III Interim Financial Statements

Balance Sheet: March 31, 2011

ASSETS

Current Assets		
Cash	(\$	685.71)
Accounts Receivable		28,683.50
Notes Receivable (Subsidiary)		10,000.00
Prepaid Expenses		500.00
Lease Deposits		<u>2,293.13</u>
Total Current Assets		40,790.92
Property and Equipment		
Furniture/Fixtures		21,555.68
Equipment		33,487.93
Leasehold Improvements		3,435.00
Accum. Depreciation		<u>(48,277.69)</u>
Total Property and Equipment		10,200.92
Total Assets		<u><u>\$ 50,991.84</u></u>

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable	\$	557,651.54
Notes Payable		1,818,429.47
Accrued Interest		372,478.26
Federal Payroll Taxes Payable		48,053.90
State Payroll Taxes Payable		325.30
Current Portion Long-Term Debt		<u>437.93</u>
Total Current Liabilities		2,797,376.40
Long-Term Liabilities		
Capital Lease Obligations		<u>24,839.28</u>
Total Long-Term Liabilities		<u>24,839.28</u>
Total Liabilities		2,822,215.68

Capital		
Retained Earnings	(3,575,014.62)	
Common Stock	226,234.41	
Additional Paid in Capital	400,981.03	
Treasury Stock	200,000.00	
Net Income	<u>(23,424.66)</u>	
Total Capital		<u>(2,769,484.98)</u>
Total Liabilities & Capital		<u>\$ 50,991.84</u>

Income Statement: For the Three Months Ending March 31, 2011

	Year to Date	
Cash Flows from operating activities		
Net Income	(\$	23,424.66)
Adjustments to reconcile net income to net cash provided by operating activities		
Accum. Depreciation		869.43
Accrued Interest		<u>22,555.23</u>
Total Adjustments		<u>23,424.66</u>
Net Cash provided by Operations		<u>0.00</u>
Cash Flows from investing activities		
Used For		<u> </u>
Net cash used in investing		<u>0.00</u>
Cash Flows from financing activities		
Proceeds From		<u> </u>
Net cash used in financing		<u>0.00</u>
Net increase <decrease> in cash	\$	<u><u>0.00</u></u>

Summary	
Cash Balance at End of Period	(\$ 685.77)
Cash Balance at Beg of Period	<u>685.77</u>
Net Increase <Decrease> in Cash	<u><u>\$ 0.00</u></u>

Cash Flow: For the Three Months Ending March 31, 2011

Year to Date

Total Revenues	<u>0.00</u>
Total Cost of Sales	<u>0.00</u>
Gross Profit	<u>0.00</u>
Total Expenses	869.43
Total Other Expenses	<u>22,555.23</u>
Net Income	<u><u>(\$ 23,424.66)</u></u>

Statement of Stockholders'

	Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount			
Balances December 31, 2005	<u>99,999,900</u>	<u>\$ 10,000</u>	<u>\$ (9,990)</u>	<u>\$ (128,389)</u>	<u>\$ (128,379)</u>
Balances December 31, 2006	<u>100,000,000</u>	<u>\$ 10,000</u>	<u>\$ (9,990)</u>	<u>\$ (1,484,468)</u>	<u>\$ (1,484,458)</u>
Balances December 31, 2007	<u>81,566,764</u>	<u>\$ 15,354</u>	<u>\$ 228,254</u>	<u>\$ (2,330,950)</u>	<u>\$ (2,087,342)</u>
Balances December 31, 2008	<u>209,425,280</u>	<u>\$ 104,712</u>	<u>\$ 400,981</u>	<u>\$ (3,362,914)</u>	<u>\$ (2,535,699)</u>
Balances Decemebr 31, 2009	<u>4,999,425,280</u>	<u>\$ 499,945</u>	<u>\$ 400,981</u>	<u>\$ (3,479,667)</u>	<u>\$ (2,652,452)</u>
Balances December 31, 2010	<u>9,749,425,280</u>	<u>\$ 974,942</u>	<u>\$ 400,981</u>	<u>\$ (3,557,892)</u>	<u>\$ (2,730,670)</u>
Balances March 31, 2011	<u><u>9,749,425,280</u></u>	<u><u>\$ 974,942</u></u>	<u><u>\$ 400,981</u></u>	<u><u>\$ (3,598,440)</u></u>	<u><u>\$ (2,769,485)</u></u>

NOTE 1 – ORGANIZATION AND BUSINESS

Liquidity and Going Concern

The accompanying financial statements are prepared using generally accepted accounting principles applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company experienced a loss through the period ending March 31, 2011 of \$(23,425). The Company had no revenue in the quarter and has not made a profit in the last five (5) years. The current financial condition of the Company raises substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount and classification of liabilities that might result from the outcome of this uncertainty. It is the intent of management to continue to raise additional funds to sustain operations and to pursue acquisitions of operating companies in order to generate future revenues for the Company.

NOTE 2 – BASIS OF PRESENTATION

The accompanying unaudited financial statements of QED Connect, Inc. have been prepared in conformity with accounting principles generally accepted in the United States of America. In the opinion of management, the accompanying unaudited financial statements contain all adjustments, consisting only of adjustments of a normal recurring nature, necessary for a fair presentation of the Company's financial position as of March 31, 2011, and its results of operations for the periods presented. These unaudited financial statements are not necessarily indicative of the results to be expected for future periods.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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 sales and expenses during the reporting period. Actual results could differ materially from those estimates and assumptions.

Certain amounts from prior periods have been reclassified to conform to current period presentation.

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Method

The financial statements are prepared using the accrual method of accounting. The Company has elected a December 31 year-end.

Use of Estimates

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 sales and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all cash and investments with original maturities of three months or less to be cash equivalents.

Equipment

Equipment is stated at cost less accumulated depreciation. Expenditures for minor replacements, maintenance and repairs which do not increase the useful lives of the property and equipment are charged to operations as incurred. Major additions and improvements are capitalized. Depreciation and amortization are computed using the straight-line method over estimated useful lives of 5 years.

Advertising

The Company follows the policy of charging the costs of advertising to expense as incurred.

Concentrations of Risk

Credit losses, if any, have been provided for in the financial statements and are based on management's expectations. The Company does not believe that it is subject to any unusual risks or significant risks in the normal course of its business.

Revenue Recognition

We recognize revenue in accordance with Staff Accounting Bulletin (“SAB”) No. 104, *Revenue Recognition, Corrected Copy*. Under SAB No. 104, revenue is recognized when persuasive evidence of an arrangement exists, delivery has occurred or services have been rendered, the seller’s price to the buyer is fixed or determinable, and collectibility is reasonably assured. Revenue is recognized net of sales tax. We apply the specific provisions of SFAS No. 48, *Revenue Recognition when Right of Return Exists*. Under SFAS No. 48, product revenue is recorded at the transfer of title to the products to a customer, net of estimated allowances and returns and sales incentives. Transfer of title occurs and risk of ownership passes to a customer at the time of acceptance by the customer, depending on the terms of our agreement with a particular customer. For transactions not satisfying the conditions for revenue recognition under SFAS No. 48, product revenue is deferred until the conditions are met, net of an estimate for cost of sales.

Provision for Income Taxes

No provision for taxes based on income has been recorded due to net operating loss carryforwards totaling approximately \$3,362,914 that will be available to be used to offset against future taxable income. The NOL carryforwards begin to expire in the year 2025.

Basic Loss per Share The computations of basic loss per share of common stock are based on the weighted average number of common shares outstanding during the period of the financial statements.

NOTE 4 – CONVERTIBLE NOTES PAYABLE

During 2005, 2006, and 2007, the Company received funds totaling \$701,500 pursuant to certain convertible notes payable. The notes bear interest at 7% per annum and are payable annually, commencing December 13, 2006 and in January 2010 the Company received \$25,000 from a 10% two year loan from a stockholder evidenced by a \$50,000 Convertible Note. The Company officers hold convertible notes from 2005 and 2006 for \$350,000 that bear 7% per annum interest.

The notes are subordinated obligations of the Company and are unsecured.

NOTE 5 – NOTES PAYABLE

During 2007, 2008 and 2009, the Company received \$600,000 of funding from various other sources in the form of loans evidenced by Notes that bear interest at various rates according to the terms and conditions of each note. These notes are due on demand and are unsecured. All of the notes have been classified as current liabilities and none has been repaid. The Company received a secured loan for \$100,000 in August of 2008 that was due and payable in February 2009 and is now in default.

NOTE 6 – COMMITMENTS AND CONTINGENCIES

Operating Lease Commitments

The Company leased its facility under an operating lease agreement, which expired January 1, 2010. The Company has terminated the lease.

Capital Lease Obligations

The Company entered into various lease agreements during 2006 and 2007 to acquire certain equipment. Future payments under these capital lease obligations at March 31, 2011 were \$23,176 per year which obligations are in default. The Company did not enter into any leases during the quarter ending March 31, 2011.

Service Agreements

Periodically, the Company entered into agreements for services including, but not limited to, public relations, financial consulting and sales consulting. These agreements have been terminated.

Employment Contract

The Company has not entered into any employment contracts.

Employee Retirement Plan

The Company does not currently offer any retirement plans.