

ACTIONVIEW INTERNATIONAL, INC.

A Nevada Company

September 30, 2011

www.wcfc.com

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

ActionView International, Inc.
477 Morning Canyon Rd.
Corona Del Mar, CA 92625
Phone: (714)396-1902
URL: www.wcfc.com

Investor Relations: Gemini Communications
951-200-4107
investors@actionviewint.com

Cusip #00506R208

Item 2. Shares outstanding.

Common Stock:

(i) For the period ending September 30, 2011:
Shares Authorized: 2,000,000,000
Shares Outstanding: 1,375,000,630
Public Float: 1,115,000,561
Number of Shareholders of Record: 229

Preferred Stock

(i) For the period ending September 30, 2011:
Shares Authorized: 50,000,000
Shares Outstanding: 100,000 Series A
Number of Shareholders of Record: -3-

Item 3. Interim Financial Statements.

See attached Balance Sheet, Statement of Operations, Statement of Cash Flow, and Notes to the Financial Statements for the three months ending September 30, 2011, attached to the end of this Quarterly Update.

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

The following discussion and analysis should be read in conjunction with our financial statements and the notes referenced in Item 3 above.

Company Organization & Background

ActionView International, Inc. is the parent company of MatchFights, LLC, a wholly-owned operating subsidiary that engages in the promotion and production of live mixed martial arts sporting events under the brand name "World Championship Full Contact" or "WCFC." Since its inception in 2009, the WCFC has staged several live events in the Salt Lake City, Utah and Boise, Idaho areas.

MatchFights, LLC intends to commence aggressively marketing its brand in both the domestic and international markets. The Company is able to broadcast its events live over the Internet in television quality format, which commenced in December 2010.

The Company has executed an 8-episode contract with cable television channel, FightNowTV, pursuant to which FightNowTV will air WCFC content to its subscribed viewers. Under the terms of the contract, the Company has the right to sell 50% of all advertising for each aired WCFC program. As of November 30, 2011, the Company had delivered two episodes with a third episode expected to be delivered by the end of December. On January 20, 2012, the Company will hold a WCFC tournament in Salt Lake City which is expected to yield another four episodes which will be delivered to FightNowTV in February 2012.

The Company expects to focus on creating additional, unique content for FightNowTV over the short term as that avenue promises to yield the greatest level of exposure for the WCFC brand while also generating advertising revenues. WCFC intends to focus on its tournament-style live events to better differentiate its product from other mixed martial arts events with a 2012 goal of expanding the tournaments into major regions in the US and also creating an amateur tournament league.

Revenue recognition

Revenues are recognized by our operating subsidiary, MatchFights, LLC, which stages live mixed martial arts events. Revenues derive from the sale of tickets, concessions and sponsorships in addition to the sale of advertising on television rebroadcasts of recorded programming. We consider amounts to be earned once tickets or hard items are sold. Sponsorships revenues typically relate to advertising leading up to the event and are therefore recognized as monies are received.

Cash and cash equivalents

We consider all liquid investments with a maturity of three months or less from the date of purchase that are readily convertible into cash to be cash equivalents. We maintain our cash in bank deposit accounts which, at times, may exceed federally insured limits. We have not experienced any losses in such accounts and believe we are not exposed to any significant credit risk on cash and cash equivalents.

Concentration of Risk

All of our revenues are generated from mixed martial arts events and associated revenue streams. Regulatory changes and consumer tastes may affect our ability to sustain operations.

Property - office equipment

Office equipment is depreciated on a straight-line basis over the estimated useful life of the asset of three to five years. Office equipment is stated at cost net of accumulated depreciation and is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable.

Long-Lived Assets

Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or group of assets may not be recoverable. Recoverability of long-lived assets or groups of assets is assessed based on a comparison of the carrying amount to the estimated future net cash flows. If estimated future undiscounted net cash flows are less than the carrying amount, the asset is considered impaired and expense is recorded at an amount required to reduce the carrying amount to fair value. At September 30, 2011, long-lived assets consisted of capitalized web-design and computer equipment.

Off- Balance Sheet Arrangements

Issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the financial condition:

None.

Item 5: Legal proceedings

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 and any current, past or pending trading suspensions by a securities regulator:

None except as noted in the financial statements.

Item 6: Defaults upon senior securities

Any material default in the payment of principal, interest, a sinking or purchase fund installment, or any other material default not cured within 30 days, with respect to any indebtedness of the issuer exceeding 5% of the total assets of the issuer:

None except as noted in the financial statements.

Item 7: Other information

None.

Item 8: Exhibits. Material Contracts

There were no material contracts outside of the normal course of business as September 30, 2011.

Item: 9 Issuer's Certifications

1. I, Joe Wooten, certify that I have reviewed this annual disclosure statement of ActionView International, 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

Date: _____, 2011

Joe Wooten
Chief Executive Officer

ACTIONVIEW INTERNATIONAL, INC.

CONSOLIDATED FINANCIAL STATEMENTS

As of September, 2011

(Unaudited)

ActionView International, Inc
Consolidated Balance Sheet
(Unaudited)

		<u>September 31,</u> <u>2011</u>
<u>ASSETS</u>		
<i>Current Assets</i>		
Cash	\$	4,393
Inventory		2,230
		<hr/>
Total Current Assets		6,623
<i>Long Term Assets</i>		
Equipment		3,613
Other assets		18,000
		<hr/>
Total Long Term Assets		21,613
		<hr/>
Total Assets	\$	<u><u>28,236</u></u>

LIABILITIES AND STOCKHOLDERS' EQUITY

<i>Current Liabilities</i>		
Accounts payable and accrued liabilities	\$	10,896
Due to related parties		14,276
Notes Payable		38,000
		<hr/>
Total Current Liabilities		63,172
		<hr/>
Total Liabilities		63,172
<i>Stockholders' Equity</i>		
Common Stock, Authorized 2,000,000,000 Shares, \$0.001 Par Value, 1,375,000,630 Shares Issued and Outstanding		1,375,000
Preferred Stock, 50,000,000 Authorized, Par Value \$0.001, 100,000 shares Issued and Outstanding		100
Additional Paid in Capital		(777,824)
Retained Deficit		(632,212)
		<hr/>
Total Stockholders' Equity		(34,936)
		<hr/>
Total Liabilities and Stockholders' Equity	\$	<u><u>28,236</u></u>

The accompanying notes are an integral part of these consolidated financial statements

ActionView International, Inc.
Consolidated Statement of Operations
(Unaudited)

	<u>For the Three Months Ended September 30, 2011</u>	<u>For the Nine Months Ended September 30, 2011</u>
<i>Revenues</i>		
Sales	\$ 16,888	40,162
<i>Operating Expenses</i>		
Event expense	34,345	99,373
Office and general administration	24,295	138,572
Total Operating Expenses	<u>58,640</u>	<u>237,945</u>
Net Operating Loss	(41,752)	(197,783)
Net Loss	<u>\$ (41,752)</u>	<u>(197,783)</u>
Net Loss Per Share	<u>\$ (0.0001)</u>	<u>(0.0002)</u>
Weighted Average Shares Outstanding	<u>942,276,000</u>	<u>920,114,000</u>

ActionView International, Inc.
Statement of Shareholders Deficit
(Unaudited)

	Common Shares		Preferred Shares		Additional Paid-In Capital	Accumulated Deficit
	Shares	Amount	Shares	Amount		
Balance at December 31, 2009	54,000,000	54,000	100,000	100	196,342	(227,675)
Shares issued in exchange for cash	200,000	200	-	-	800	-
Shares issued for services	57,735,669	57,736	-	-	-	-
Shares issued on conversion of preferred stock	263,729,957	263,730	(100,000)	(100)	(208,630)	-
Shares issued on conversion of debt	89,562,223	89,562	-	-	(34,562)	-
Net Loss	-	-	-	-	-	(242,418)
Balance at December 31, 2010	465,228,430	465,228	-	-	(46,050)	(470,093)
Shares issued in exchange for cash	897,208,000	897,208	-	-	(754,208)	-
Shares issued for debt	11,217,000	11,217	-	-	22,434	-
Shares issued for services	1,347,200	1,347	-	-	-	-
Shares issued for intellectual property	-	-	100,000	100	-	-
Net loss	-	-	-	-	-	(197,783)
Balance at Sept. 30, 2011	1,375,000,630	1,375,000	100,000	100	(777,824)	(650,044)

ActionView International, Inc.
Statement of Cash Flows
(Unaudited)

For the Nine
Months Ended
September 30, 2011

Net Loss	\$ (197,783)
Adjustment to reconcile net loss to Cash received from operations:	
Increase in inventory	(400)
Decrease in accounts payable	(6,021)
Shares issued for services	<u>1,348</u>
Cash used in operations	(202,856)
<i>Cash used in investing activities:</i>	
Purchase of fixed assets	<u>(1,861)</u>
Net cash used in investing activities	(1,861)
<i>Cash from financing activities:</i>	
Issuance of debt	27,000
Payment of related party debt	25,758
Stock issued for cash	<u>143,000</u>
Net cash from financing activities	195,758
Change in Cash	(8,959)
Cash at December 31, 2010	\$ <u>13,352</u>
Cash at September 30, 2011	\$ <u><u>4,393</u></u>

Non-Cash Activities:

Stock issued for services	\$ 1,348
Stock issued to acquire intellectual property	100
Stock issued on conversion of debt	33,651

ACTIONVIEW INTERNATIONAL, INC
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2011
(Unaudited)

NOTE 1 -BASIS OF PRESENTATION

Unaudited Interim Consolidated Financial Statements

The accompanying unaudited interim consolidated financial statements have been prepared in accordance with United States generally accepted accounting principles. They may not include all information and footnotes required by United States generally accepted accounting principles for complete financial statement disclosure. In the opinion of Management, all adjustments considered necessary for a fair presentation, consisting solely of normal recurring adjustments, have been made. These consolidated financial statements should be read in conjunction with the Company's financial statements for the year ended December 31, 2010, previously filed.

Going concern

These unaudited consolidated financial statements have been prepared in accordance with United States generally accepted accounting principles, on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business. The continuing operations of the Company are dependent upon the ability of the Company to obtain necessary financing to fund its working capital requirements, and upon future profitable operations. The accompanying financial statements do not include any adjustments relative 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. There can be no assurance that capital will be available as necessary to meet the Company's working capital requirements or, if the capital is available, that it will be on terms acceptable to the Company. The issuances of additional equity securities by the Company may result in dilution in the equity interests of its current stockholders. Obtaining commercial loans, assuming those loans would be available, will increase the Company's liabilities and future cash commitments. If the Company is unable to obtain financing in the amounts and on terms deemed acceptable, the business and future success may be adversely affected. Management intends to finance operating costs over the next twelve months with private placement of capital stock and loans.

Share Exchange

In August 2009, ActionView consummated a share exchange with MatchFights, LLC. ("MatchFights"), a privately-held sports entertainment promoter. As a result of the transaction, ActionView agreed to issue a total of 100,000 new shares of Preferred Stock in exchange for 100% of MatchFights ownership units. Since ActionView was essentially a non-operating shell immediately prior to the share exchange, the Company has treated the transaction as a reverse merger for accounting purposes. Accordingly, all financial information presented prior to the date of the share exchange is that of MatchFights exclusive of ActionView operations or assets. In addition, shares held by ActionView shareholders at the time of the share exchange have been treated as shares issued by MatchFights. The accompanying financial statements represent the consolidated operations of ActionView and MatchFights, collectively referred to hereafter as "the Company."

NOTE 2 – DUE TO RELATED PARTIES

The Company periodically receives short-term working capital loans from its officers and directors. As of September 30, 2011, the Company had received \$14,276 from officers of the Company for working capital purposes. The amount has been treated as a short-term, non-interest bearing loan.

NOTE 3 – LOANS PAYABLE

As of September 30, the Company had convertible loans payable of \$38,000 which were due and payable to an unrelated third party.

NOTE 4- COMMON STOCK ISSUANCES

During the nine months ended September 30, 2011, the Company sold a total of 897,208,000 shares of restricted common stock to an unrelated third party in exchange for \$143,000 which, at the time, represented a 50% discount on the then-market price of free-trading shares.

The Company converted debt totaling \$33,651 for 11,217,000 shares of restricted common stock.

The Company issued 1,347,200 shares of restricted common stock for services valued at \$1,347.

NOTE 5 – PREFERRED STOCK ISSUANCES

The Company issued 100,000 shares of Series A Preferred Stock, 80,000 of which were issued to officers of the Company in exchange for the assignment of intellectual property rights, and 20,000 to a debt holder of the Company to resolve a default condition.