

## **INFORMATION AND DISCLOSURE STATEMENT**

**\*THIS STATEMENT HAS NOT BEEN FILED WITH THE NASD OR ANY OTHER REGULATORY AGENCY**

All information contained in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 (a) (5) promulgated under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

Item 1: **The Exact Name of the Issuer.**

Homeland Safety International, Inc. (hereinafter referred to as "HSFI")

Item 2: **The Principal Executive Office of the Issuer.**

Homeland Safety International, Inc.  
5215 N. O'Connor, Suite 200  
Irving, Texas 75039

Ph: 972-868-9101

Fax: 972-868-9103

Website: [www.homelandsafetyintl.com](http://www.homelandsafetyintl.com)

**Investor Relations Contact for the Issuer:**

Homeland Safety International, Inc.  
5215 N. O'Connor, Suite 200  
Irving, Texas 75039

Ph: 972-868-9102

Fax: 972-868-9103

Item 3. **The State and Date of Incorporation.**

SNFX was incorporated in the State of Nevada on October 27, 2004 as SnissEx, LTD. On November 1, 2004 the board of Director approved an amendment to the Articles of Incorporation to amend the name of the company to Sniffex, Inc. On August 7, 2006 the Board of Directors approved another amendment to the Articles of Incorporation to amend the name of the company to Homeland Safety International, Inc.

On January 20, 2005 the company was terminated due to clerical errors by the State of Nevada. One February 14, 2005 the company Sniffex, Inc. was reincorporated with the Secretary of State of Nevada.

Item 4. The Exact Title and Class of the Security.

Security Symbol: HSFI  
CUSIP Number – 43741V 10 5  
Common Stock - \$0.001 par value  
Preferred Stock - \$0.001 par value (no CUSIP number)

Item 5. The Par or Stated Value of the Security.

Two Hundred Twenty Five Million (225,000,000) shares of stock authorized in the company's Articles of Incorporation filed within the State of Nevada. The authorized shares consist of Two Hundred Million (200,000,000) shares of Common Stock at par value \$.001 and Twenty Five Million (25,000,000) shares of Preferred Stock at par value \$.001.

Item 6. The Number of Shares Outstanding.

A. Year ending December 31, 2004:

(i) Authorized – 200,000,000 common at par value \$.001 and 25,000,000 preferred stock at par value \$.001

(ii) Total Outstanding – 4,000,000 common and 0 preferred.

(iii) Free Trading - 0 common and 0 preferred because the registration statement was not declared effective until April 6, 2005

(iv) Shareholders – 2 common and 0 preferred.

B. Quarter ending March 31, 2005:

(i) Authorized – 200,000,000 common at par value \$.001 and 25,000,000 preferred stock at par value \$.001

(ii) Total Outstanding – 64,000,000 common and 0 preferred.

(iii) Free Trading - 0 common and 0 preferred because the registration statement was not declared effective until April 6, 2005

(iv) Shareholders – 4 common and 0 preferred.

On March 18, 2005 the Company (“Licensee”) entered into a Patent Sublicense Agreement with TASC International Limited, (“Licensor”). TASC granted the company a non-exclusive license to practice, have made, use, offer to sell, sell, transfer, or dispose of explosives detection

equipment under the name Sniffex, to manufacture Sniffex products (“Products”) in the forms that are currently manufactured or will be manufactured during the term of the agreement by Licensor, use Sniffex images, product documentation, and marketing materials owned by Licensor. TASC is the Owner of all rights, title and interest in the Patent for an “apparatus and method for the detection of materials” (United States Patent Number 6 344 818 B1). The company agreed to issue 60,000,000 shares of restricted common stock as payment for the Exclusive Sub License Agreement currently valued at \$600,000.

(v) HSFI applied for a federal trademark with the US Patent and Trademark Office on December 18, 2006.

C. Information as of April 20, 2005:

(i) Authorized – 200,000,000 common at par value \$.001 and 25,000,000 preferred stock at par value \$.001

(ii) Total Outstanding – 64,010,000 common and 0 preferred.

(iii) Free Trading - 10,000 common and 0 preferred pursuant to the 90.490 Nevada Registration Statement Offering effective April 6, 2005.

(iv) Shareholders - 5 common and 0 preferred.

(v) The Company is conducting a Nevada Registration Statement offering for the sale of 15,000,000 shares of common stock at \$.01 in the State of Nevada pursuant to the Securities Act of 1933, Regulation D, rule 504 promulgated thereunder by the Commission and 90.490 of the Nevada Revised Statutes and opinion of counsel is herein attached as Exhibit “A”. Additionally, a waiver was issued on 3-2-05 by the Administrator of the Secretary of State of Nevada giving Paul Johnson, President of the Company a waiver to sell shares in the Company without a Series “63” license examination attached as Exhibit “C”. The Nevada Registration Statement was declared effective by the Nevada Securities Commission on April 6, 2005 as attached herein as Exhibit “B” and pursuant to opinion from counsel as herein attached as Exhibit “D”. There are currently 10,000 free trading shares issued and outstanding pursuant to the Nevada Registration Statement Offering.

D. Most current Information as of January 30, 2007:

(i) Authorized – 200,000,000 common at par value \$.001 and 25,000,000 preferred stock at par value \$.001

(ii) Total Outstanding – 107,839,987 common and 0 preferred.

(iii) Free Trading – 38,072,511 common and 0 preferred pursuant to the 90.490 Nevada Registration Statement Offering effective April 6, 2005.

(iv) Shareholders – 7,015 active common and 0 preferred according to the Company’s NOBO list dated 12/12/06.

(v) The company completed its first placement under their Nevada Registration Statement dated Feb 25, 2005 offering the sale of 15,000,000 shares of common stock at \$.01 in the State of Nevada. 15,000,000 free trading shares were issued and outstanding pursuant to said Nevada Registration Offering Statement.

(vi) The company completed its second placement under their Nevada Registration Statement dated June 9, 2006 offering the sale of 16,000,000 shares of common stock at \$.05 in the State of Nevada. 15,589,856 free trading shares were issued and outstanding pursuant to said Nevada Registration Offering Statement.

Item 7. The Name and Address of the Transfer Agent.

Routh Stock Transfer  
5700 West Plano Parkway  
Suite 1000  
Plano, TX 75093

Office: 972-381-2782  
Facsimile: 972-381-2783

Item 8. The Nature of the Issuer’s Business.

(A) Business Development: Headquartered in Irving, Texas, Inc., Homeland Safety International, Inc. (the “Company”) was organized by the filing of Articles of Incorporation with the Secretary of State of the State of Nevada in October 2004 as Sniffex, Inc. The Company was formed initially to sell Sniffex, a distance explosives and weapons detection device, exclusively in NAFTA countries and on a non-exclusive basis in most of the rest of the world. The company has now expanded its mission to include the marketing and sales of a variety of products and services related to the war on terror and on security solutions for people and physical assets. The Company changed its name on August 7, 2006

The Company believes that its success depends on continuing to develop its network of worldwide Representatives, providing them more products and services to promote, and support their sales efforts with

marketing and training services. To continue to develop the Company as a force in the homeland security industry, the Company must identify and sign distribution agreements with companies selling products in the Company's target markets. In addition, the Company must raise the necessary funds to make acquisitions of other companies in the homeland security industry.

The company believes there is an enormous untapped, worldwide market for products and services designed to fight the war on terror and/or add to the arsenal of products designed to reduce crime. At present, the Company is represented in over 30 countries around the world and it believes it can continue to develop its Representative network to over 100 countries in the next two years. In addition to its international Representatives, the company will utilize an internal sales staff and "commission only" external sales representatives to augment their sales.

The Company believes that the existing market and the strong demand for security related products requires that it move quickly to establish as many of the potential markets for its products and services as possible. Therefore, the Company will put particular focus on identifying larger, established companies who currently have a strong presence in the security and explosives detection market, and in related areas, who can serve as new, rapid additions to its sales channel.

Homeland Safety International, Inc. believes it can quickly become an international figure in the war on terror and crime through establishing sound business partnerships with its Representatives around the world, and then by providing those Representatives with the "best of breed" in products and services that are available in the US and abroad.

1. The form of organization of the issuer;

HSFI is a Nevada Corporation

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

Sniffex, Inc. (previously known as SnissEx, LTD.) was organized by the filing of the Articles of Incorporation with the Secretary of State of Nevada on October 27, 2004.

On November 1, 2004 the board of Director approved an amendment to the Articles of Incorporation to amend the name of the company to Sniffex, Inc. The Secretary of the State of Nevada approved the Amendment on November 1, 2004. On August 7, 2006 the Board of Directors approved an

amendment to the Articles of Incorporation to amend the name of the company to Homeland Safety International, Inc.

On January 20, 2005 the company was terminated by the Secretary of the State of Nevada due to clerical errors by the State. On February 14, 2005 the company, Sniffex, Inc. was reincorporated with the Secretary of State of Nevada.

3. Issuer's fiscal year end date:

The fiscal year end date is December 31.

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

The company has not, and is not, in the process of filing bankruptcy, receivership or any similar proceeding.

5. Whether the Issuer has made a material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;

On March 18, 2005 the company ("Licensee") entered into a Patent Sublicense Agreement with TASC International Limited, ("Licensor"). TASC granted the company a non-exclusive license to practice, have made, use, offer to sell, sell, transfer, or dispose of explosives detection equipment under the name Sniffex, to manufacture Sniffex products ("Products") in the forms that are currently manufactured or will be manufactured during the term of the agreement by Licensor, use Sniffex images, product documentation, and marketing materials owned by Licensor. TASC is the Owner of all rights, title and interest in the Patent for an explosives detection device (United States Patent Number 6 344 818). The company agreed to issue 60,000,000 shares of restricted common stock as payment for the Exclusive Sub License Agreement currently valued at \$600,000.

6. Has the Company had any default of any terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments:

No.

7. Has the Issuer had a change of control?

Chasity Thompson the previous President, Secretary, Treasurer and Sole Director of SNFX resigned on November 3, 2004 and appointed Paul Johnson to serve as President, Secretary, Treasurer and Sole Director of the company effective immediately. Paul Johnson remains the sole director of Homeland Safety International, Inc.

8. Has there been an increase of 10% or more of the same class of outstanding equity securities.

No

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

None

10. Whether the Issuer has been de-listed by any securities exchange or NASDAQ.

The Company's securities have not been de-listed and are not in the process of being de-listed by the Securities and Exchange Commission or the NASD.

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

No, there are no current, past, pending or threatening legal proceedings or administrative actions that would have a material effect on the Company.

(B) Business of Issuer. Homeland Safety Intl. is a developing company with 3 full-time and 3 part-time employees in the US. In addition the Company has signed Representative agreements with many companies around the world to represent their products in various countries. The Company also utilizes the resources of several outside consultants who provide technical support for the products they sell and for third party scientific testing.

Homeland Safety International, Inc. currently has agreements with five separate companies to distribute products that include international security services, anti terrorist chemical products, and

nuclear, biological, and chemical detection products. The Company signs both exclusive and non exclusive selling agreements and in all cases complements the existing sales organization of the provider.

At the present time the Company is focused on selling Sniffex, its explosives detection device, while at the same time acquiring a broad range of homeland security related products to sell through its existing market channels.

While the Company has already acquired the rights to sell additional products, and is in the process of negotiating to sell many more, Sniffex currently accounts for the majority of the Company's revenue.

The Company depends on TASC Bulgaria to manufacture Sniffex in the quantities and at the quality level required by the international market. It also depends on its Representatives around the world to effectively market and sell the products that the company brings to the market.

1. Please indicate the issuer's primary and secondary SIC Codes;

The Primary code is 3812 Search, Detection, Navigation, Guidance, Aeronautical, and Nautical Systems and Instruments.

The secondary group is not Elsewhere Classified.

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

Not applicable

3. State the names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document;

PLC Marketing, Inc.(PLC) is a corporation established in the state of Nevada in January of 2007. PLC was established to act as the consumer sales arm for the Company's chemical products. To date, there are no revenues in PLC and operations are still in the development stage. Funding for PLC is anticipated to be arranged through outside investments and not from proceeds of the Company. PLC is currently a wholly owned subsidiary of Homeland Safety

International, Inc. Investments in PLC will require the distribution of a minority position in PLC.

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

Not directly applicable to the Company and its proposed products and services at present.

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

All costs related to the development and testing of products is borne by the companies with whom the Company signs resale agreements. The Company serves primarily as a broker for products and services. It does not design or develop its own products.

The only exception to above stated arrangement is related to Sniffex. The company has invested approximately \$70,000 in additional field tests of the product and these expenses are included in the fixed expenses for the company's operations. No part of this research has been passed on to customers.

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

Not directly applicable to the Company and its planned products and services.

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

The company currently has a total of 3 full time employees, 3 part time employees and a group of consultants that provide services to the company.

(C) Investment Policies. Describe the issuer's policies with respect to each of the following types of investments. State whether there are any limitations of the percentage of assets which may be invested in any one investment, or type of instrument, and indicate whether such policy may be changed without a vote of security holders. State whether the issuer's policy is to acquire assets primarily for possible capital gain or primarily for income.

The Company plans to fund its efforts through sales of products and all revenues that will be acquired will be used to develop the company. The company does not own any property. None of the following questions are applicable in Section 8. Please continue on to Section 9.

1. Investments in real estate or interests in real estate. Indicate the types of real estate in which the issuer may invest, and describe the method (or proposed method) of operating and financing these properties. Indicate any limitations on the number or amount of mortgages that may be placed on any one piece of property.

2. Investments in real estate mortgages. Indicate the types of mortgages and the types of properties subject to mortgages in which the issuer plans to invest. Describe each type of mortgage activity in which the issuer intends to engage, such as originating, servicing and warehousing, and the portfolio turnover rate.

3. Securities of or interests in persons primarily engaged in real estate activities. Indicate the types of securities in which the issuer may invest, and indicate the primary activities of persons in which the issuer may invest and the investment policies of such persons.

Item 9: The nature of products or services offered.

In responding to this item, please describe the following:

1. Principal products or services, and their markets;

The Company's business is primarily acting as a broker for products and services of companies currently selling in the US, but whose products can be successfully sold on the worldwide market. Products and services that are represented are primarily categorized as "homeland security" related. These products can be sold to military, government, police, and private security companies. Products range from explosive detection devices, to anti terror chemical solutions, to security services for personnel or physical assets.

2. Distribution methods of the products or services;

The Company distributes its products primarily through an international network of Representatives. Most Representatives have established businesses and currently sell to the Company's target markets. Some Representatives are individuals, who sell on a "commission only" basis.

3. Status of any publicly announced new product or service;

The Company continually investigates and strives to acquire new products and services to represent, worldwide. A number of new companies are currently being investigated to expand the Company's offerings. There are no agreements pending that have not been announced publicly.

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

The Company holds a unique position in the homeland security market. It has exclusive rights to certain explosive detection technologies and at the same time has acquired rights to distribute numerous products and services that can be sold through the same sales channel. In addition the Company has developed a network of Representatives around the world that understands their country's culture, buying process, protocols, and purchasing power centers.

The market for products and services related to homeland security is expanding at a rate that is expected to double in expenditures, worldwide, by 2010. The exact size of the market is disputed, but the extraordinary growth in the market for these products is not disputed. Unfortunately, terrorist activities continue to increase in more and more countries and the countries that feel the real pain of terrorist attacks are the Homeland Safety's best opportunities for sales.

The Company will face competition from many of the largest corporations in the world who are selling products into the homeland security sector. These companies have almost limitless research and development funds, a worldwide reputation, and funding that far exceeds any funds that Homeland Safety could raise. However, these companies are usually focused on a single segment of the market and, in many cases are not able to sell effectively in many of the markets where the Company has Agents. The Company believes its local agents have much more "local knowledge" and are able to move more quickly than their larger competitors. The Company also believes that the products

they are selling, thus far, are “under the radar” of most large competitors.

The Company will focus on engaging the best quality agents with the best local country connections to advance their sales. In addition, the Company will depend on direct, daily agent and customer support to provide added-value to their sales. Additionally, where possible, the Company will negotiate exclusive selling agreements in various regions.

5. Sources and availability of raw materials and the names of principal suppliers;

The company currently has several sources and suppliers that have products and materials available upon request at all times within the United States and International markets.

6. Dependence on one or a few major customers;

The company currently has customers from several companies in countries around the world. The largest customer is the Company's agent in Lebanon, AZARCO Trading and Contracting, which made up approximately 56 percent of the Company's revenues in 2006. However, AZARCO depends on several sub agents that all generate sales independently.

7. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration; and

On March 18, 2005 the company (“Licensee”) entered into a Patent Sublicense Agreement with TASC International Limited, (“Licensor”). TASC granted the company a non-exclusive license to practice, have made, use, offer to sell, sell, transfer, or dispose of explosives detection equipment under the name Sniffex, to manufacture Sniffex products (“Products”) in the forms that are currently manufactured or will be manufactured during the term of the agreement by Licensor, use Sniffex images, product documentation, and marketing materials owned by Licensor. TASC is the Owner of all rights, title and interest in the Patent (United States Patent Number 6 344 818) and trademark in the name Sniffex. The company agreed to issue 60,000,000 shares of restricted common stock as payment for the Exclusive Sub License Agreement currently valued at \$600,000.

On January 11, 2005 Sniffex, Inc applied for a federal trademark with the Patent Trademark Office to trademark “Sniffex”.

On December 18, 2006 Homeland Safety International, Inc. applied for a federal trademark with the Patent Trademark Office to trademark Homeland Safety International, Inc.

8. The need for any government approval of principal products or services. Discuss the status of any requested government approvals.

Sniffex was originally assigned a licensing number by the Department of Commerce for Sniffex, its explosives detection device, but was notified in 2006 that the product was mistakenly categorized and in fact did not need a license. No other licenses have been required for any of the other products the company sells.

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

In responding to this item, please give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

The Company currently maintains modest corporate office facilities in Irving, Texas. The executive suites are owned by HQ Global is approximately 300 square feet in size and costs the Company approximately \$1,700 per month to lease. The Company signs annual leases for the space and feels the facility will meet its needs for the foreseeable future. Several of the Company's employees and consultants work from home offices as well.

Item 11: The name of the chief executive officer, members of the board of directors, as well as counsel, accountant and public relations consultant.

In responding to this item, please provide the full names, business addresses, employment histories, board memberships, other affiliations, and number of securities (and of which class) beneficially owned by each such person, which information must be no older than the end of the most recent fiscal year, for the issuer's:

A. Executive Officers;

The following list sets forth the name, address and position of each executive officer and director of the Issuer as of the date hereof:

Name

Position

Paul Johnson                      President, Secretary, Treasurer and Director  
 Sniffex, Inc.  
 5215 N. O'Connor, Suite 200  
 Irving, Texas 75039

The principal occupation and business experience during the last five years for each of the present directors and executive officers of the Issuer are as follows:

***Paul Johnson, President, Secretary, Treasurer and Director*** - Mr. Johnson specializes in designing and directing the implementation of new and innovative business strategies and in recruiting the best talent to develop and grow businesses. Over the past 20 years his companies have created major innovations in rapid business development strategies, knowledge management, and software interface design.

Mr. Johnson is President of Homeland Safety International, Inc. and is responsible for the strategic planning and business development for the Company. In addition, he is sits on the Board of Directors of LifeStyle Innovations (OTBC: LFSI), USN Corporation (OTBC: USNR), and serves as an executive consultant to several developing companies in the Dallas/Ft. Worth, TX area. Mr. Johnson is an active participant in strategic planning and business development in each of these companies. Over the past 15 years he has founded seven technology-related companies, the largest of which was Multimedia Learning, Inc. (ranked 154th on the "Inc. 500" in 1996). From 1991-1998, Mr. Johnson served as CEO of Multimedia Learning, Inc. Mr. Johnson is a graduate of City College of New York and is a veteran of the Viet Nam war.

The following table sets forth the ownership for each class of equity securities of the Issuer owned beneficially and of record by all directors and officers of the Issuer.

<u>Name and Position</u>	<u>Common Stock Owned</u>	<u>% Owned</u>
Paul Johnson President, Secretary, Treasurer and Director 5215 N. O'Connor, Suite 200 Irving, Texas 75039	1,600,000	1.665%

B. Directors:

The list is as set forth above.

C. General Partners:

This does not apply to the company.

D. Promoters:

This does not apply to the company.

E. Control Persons:

TASC International, Inc. owns 32.47% of the total outstanding common shares of the company and is currently under the control of Yuri Markov. Phoenix Acquisitions Limited owns 10.82% of the issued and outstanding shares of common stock of the company.

F. Counsel:

Law Offices of Gary I. Blum  
3278 Wilshire Blvd.  
Suite 603  
Los Angeles, CA 90010

Ph: 213-381-7450

Fax: 213-384-1035

G. Certified Public Accountant.

David Ross\*  
7633 E. 63<sup>rd</sup> Place, Suite 220  
Tulsa, OK 74133  
Ph: 918-461-1667  
Fax: 9180461-1671

\*Maintains the financial information of the company and is not certified.

H. Public Relations Consultant.

This does not apply to the company.

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

This does not apply to the company.

J. Investment Bankers:

This does not apply to the company.

K. Please also identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None.

L. Please describe any affiliations or relationships between the former Officers and Directors of the company and the current Officers and Directors of the company.

The current Officers and Directors of the company have had, in the past, a business relationship with the former Officers and Directors of the company where the previous Officer and Director provided various consulting work for the current Officer and Director of the company. The previous Officer and Director of the company was also consulted to assist with the original Nevada Registration Statement filing and the current disclosure statement for the company.

Item 12: The issuer's most recent balance sheet and profit and loss and retained earnings statements.

The most recent financial statements are separately attached on the Pinksheets website.

The company intends to post all reports on the Pinksheets website every quarter to disclose the financial condition of the company and any changes that have occurred since this statement.

Item 13: Similar financial information for such part of the 2 preceding fiscal years as the issuer or its predecessor has been in existence.

The financial statements of the company for the fiscal year ending 2004 are separately attached on the Pinksheets website.

Item 14: Whether any quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, or at the request of any promoter for the issuer, and, if so, the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person.

To the best of Company's knowledge, information and belief, quotations with respect to the Issuer's common stock are not being submitted or published, directly or indirectly, on behalf of the Issuer or on behalf of a director, officer or beneficial owners of more than ten 10% percent of the common stock that is issued and outstanding.

### **CERTIFICATION**

I, Paul Johnson, hereby certify that I have reviewed the Information and Disclosure statement, Exhibits, and all notes thereto and; I, having full authority to sign on behalf

of the company hereby certify that the information is complete and presented fairly, in all material respects.

Dated this 5<sup>th</sup> day of February, 2007:

Certified by: \_\_\_\_\_/s/ Paul Johnson  
Paul Johnson, President

**Exhibit "A"**

Rule 144k Opinion Letter from Counsel, Page 1

Opinion Letter of Proposed Sale of Common Stock by Sniffex, Inc.

February 25, 2005

Sniffex, Inc.  
Attn: Paul B. Johnson  
5215 North O'Connor Blvd., Suite 200  
Irving, Texas 75039

Re: Proposed Sale of Common Stock by Sniffex, Inc.

Dear Sirs:

At your request, we are rendering this opinion in connection with the proposed sale by Sniffex, Inc., a Nevada corporation (the "Company"), of up to 15,000,000 shares of common stock, \$0.01 par value (the "Common Stock"). The Common Stock is identified in the Registration Statement provided to the undersigned.

We have examined instruments, documents, and records, which we deemed relevant and necessary for the basis of our opinion hereinafter expressed. We have done so in light of an understanding of Texas and Nevada law. In such examination, we have assumed; (a) the authenticity of original documents and the genuineness of all signatures; (b) the conformity to the originals of all documents submitted to us as copies; and (c) the truth, accuracy and completeness of the information representations and warranties contained in the records, documents, instruments and certificates we have reviewed.

Based on such examination and the applicable laws of the State of Texas and the State of Nevada, we are of the opinion that the 15,000,000 shares of Common Stock to be sold by the Company pursuant to, and conditioned on the effectiveness of, the Registration Statement, are duly authorized shares of Common Stock, which, when sold, can be legally issued and will be fully paid and non-assessable.

We hereby consent to the filing of this opinion as an exhibit to the above-referenced Registration Statement and to the use of our name wherever it appears in said Registration Statement, as originally filed or as subsequently amended or supplemented.

**J. PAUL CAVER, P.C.**

By: /s/ J. Paul Caver  
J. Paul Caver, President

2724 Routh Street  
Dallas, Texas 75201  
Telephone: 214.468.8868

**Exhibit "B"**

Nevada Registration Statement Notice of Effectiveness

**STATE OF NEVADA**

**OFFICE OF THE  
SECRETARY OF STATE**

**NOTICE OF EFFECTIVENESS**

TO: PAUL JOHNSON  
SNIFFEX, INC  
5215 NORTH O'CONNOR #200  
IRVING, TEXAS 75039

DATE: 04/06/2005  
FILE NO.: R05-25  
FILE DATE: 02/28/2005

ISSUER: **SNIFFEX, INC.**

Please be advised that the registration statement of the above referenced issuer became effective in Nevada on 04/06/2005.

Such registration does not constitute a finding by the administration that any document filed under this chapter 90 of the Nevada Revised Statutes is true, complete and/or not misleading. Further, the administrator has not passed upon the merits or qualifications of or recommended or given approval to, any person, security, or transaction. Any representation to the contrary is a violation of NRS 90.610 and is subject to criminal and/or civil penalties.

The Securities Division requests a copy of the final prospectus when available together with any other post-effective amendment required by Nevada securities laws and/or regulations. The effectiveness of this registration statement expires on (1) year from the date of effectiveness in Nevada unless terminated at an earlier date.

This notice is applicable only to the securities involved in this offering. Broker-dealer and/or agents must be approved independently.

**ADDITIONAL COMMENTS**

Please address any inquiries to this office, at (702) 486-24740.

Yours Truly,

/s/ Edwin J. Apenbrink

Edwin J. Apenbrink  
Director of Registration & Licensing

**Exhibit "C"**  
Nevada Registration Statement  
Notice of Acceptance of Agent of Issuer Registration

**STATE OF NEVADA**

**OFFICE OF THE  
SECRETARY OF STATE**

**AGENT OF THE ISSUER REGISTRATION**

Mr. PAUL JOHNSON  
SNIFFEX, INC.  
5215 N. O'CONNOR BLVD., SUITE 200  
IRVING, TEXAS 75039

DATE: 03/02/2005

RE: PAUL JOHNSON  
ISSUER: SNIFFEX, INC.  
FILE#: S05-40

Dear Sir/Madam:

Please be advised that the ADMINISTRATOR hereby issues an ORDER waiving the USASLE (Series 63) examination requirement in Nevada, for Paul B. Johnson, pursuant to the authority of the Administrator to waive such requirement under NRS 90.370.3. This ORDER is based upon the representations contained in Petitioner's letter of February 28, 2005 to the Division, signed by Paul Johnson, showing good cause therein.

This ORDER is issued pursuant to a finding by the ADMINISTRATOR that this ORDER serves the public interest.

Dated this 2nd day of March 2005

BY ORDER OF THE ADMINISTRATOR,

/s/ Charles E. Moore  
Charles E. Moore  
Administrator

**Exhibit "D"**

Tradability Opinion Letter of Sniffex, Inc. Common Stock 15,000,000 shares

**RESKIN & ASSOCIATES**  
***Attorneys At Law***  
**Suite 400, The Marmaduke Building**  
**520 South Fourth Avenue**  
**Louisville, KY 40202-2577**  
**Telephone 502-561-0500 Facsimile 502-515-9201**  
**email: jreskin@marmaduke.com**

James A. Reskin\*  
Counsel

Michele Harlan, Of

March 14, 2005

Routh Stock Transfer Company, Inc.  
Attention: Legal Transfer  
2724 Routh Street, Suite A  
Dallas, TX 75201

Sniffex, Inc.  
Attention: Paul B. Johnson, President  
5215 North O'Connor Blvd, Suite 200  
Irving, TX 75039

RE: Proposed Stock Sale of Common Stock  
of Sniffex, Inc. One or more Certificates  
representing up to 15,000,000 shares held  
by various parties

To whom it may Concern:

I am an attorney admitted to practice law in the Commonwealth of Kentucky and the State of Illinois as well as the Federal Courts in the Western District of Kentucky and the Northern District of Illinois and have been requested to render an opinion in connection with the proposed sale by Sniffex, Inc., a Nevada corporation (the "Company"); of up to 15,000,000 shares of common stock, \$0.001 par value (the "Common Stock"). The Common Stock is identified in the Registration Statement provided to the undersigned. The certificates referenced above represent a total of 15,000,000 shares of common stock (the "Stock") in the captioned issuer (the "Company"), a corporation organized under the laws of the State of Nevada.

\*Licensed in Illinois and Kentucky/\*\*Licensed in Indiana and Kentucky

March 14, 2005

Letter of Opinion Regarding Certain Stock Registered or to be Registered

page 2

I have examined instruments, documents, and records, which I deemed relevant and necessary for the basis of my opinion hereinafter expressed. I have done so in light of an understanding of Texas and Nevada law although I am not licensed in either jurisdiction. In such examination, I have assumed the following: (a) the authenticity of original documents and the genuineness of all signatures; (b) the conformity to the originals of all documents submitted to me as copies; and (c) the truth, accuracy, and completeness of the information representations and warranties contained in the records, documents, instruments, and certificates I have reviewed. Based on such examination and the applicable laws of the State of Texas and the State of Nevada, I am of the opinion that the 15,000,000 shares of Common Stock to be sold by the Company pursuant to, and conditioned on the effectiveness of, the Registration Statement, are duly authorized shares of Common Stock, which, when sold, can be legally issued and will be fully-paid and non-assessable, and furthermore, may be issued without restrictive legend. I hereby give my consent to the filing of this opinion as an exhibit to the above-referenced Registration Statement and to the use of my name wherever it appears in said Registration Statement, as originally filed or as subsequently amended or supplemented.

This Opinion is strictly limited to the transactions contemplated and referenced herein and to the above representations and documentation presented to me by the Company and other parties to the transaction and their duly authorized representatives. I have made no independent verification of the fact asserted to be true and accurate by authorized representatives of said principals to the above transaction and this opinion is valid only as of the signature date. This opinion may not be published or assigned to any other parties other than those listed above without the consent of the undersigned. If further clarification is needed or an opinion need be expressed as to a transaction outside of the above scope, please feel free to call me.

Very truly yours,

*/s/ James A. Reskin*

James A. Reskin

JAR/lk

**Exhibit "E"**

Nevada Registration Statement Notice of Effectiveness

**STATE OF NEVADA**

**OFFICE OF THE  
SECRETARY OF STATE**

**NOTICE OF EFFECTIVENESS**

TO: PAUL JOHNSON, PRESIDENT  
SNIFFEX, INC  
5215 NORTH O'COMMOR #200  
IRVING, TEXAS 76039

DATE: 06/09/2006  
FILE NO.: R06-59  
FILE DATE: 05/04/2006

ISSUER: **SNIFFEX, INC.**

Please be advised that the registration statement of the above referenced issuer became effective in Nevada on 06/09/2006.

Such registration does not constitute a finding by the administration that any document filed under this chapter 90 of the Nevada Revised Statutes is true, complete and/or not misleading. Further, the administrator has not passed upon the merits or qualifications of or recommended or given approval to, any person, security, or transaction. Any representation to the contrary is a violation of NRS 90.610 and is subject to criminal and/or civil penalties.

The Securities Division requests a copy of the final prospectus when available together with any other post-effective amendment required by Nevada securities laws and/or regulations. The effectiveness of this registration statement expires on (1) year from the date of effectiveness in Nevada unless terminated at an earlier date.

This notice is applicable only to the securities involved in this offering. Broker-dealer and/or agents must be approved independently.

ADDITIONAL COMMENTS

Please address any inquiries to this office, at (702)486-2440.

Yours Truly,

/s/ Edwin J. Apenbrink

Edwin J. Apenbrink  
Director of Registration & Licensing

**Exhibit "F"**

Nevada Registration Statement  
Notice of Acceptance of Agent of Issuer Registration

**STATE OF NEVADA**

**OFFICE OF THE  
SECRETARY OF STATE**

**AGENT OF THE ISSUER REGISTRATION**

**PAUL JOHNSON  
SNIFFEX, INC.  
5215 N. O'CONNOR BLVD., SUITE 200  
IRVING, TEXAS 75039**

**DATE: 06/09/2006**

**RE: JOHNSON, PAUL B.  
ISSUER: SNIFFEX, INC.  
FILE#: S06-60**

**Dear Sir:**

**Please be advised that the above referenced sales representative registration is effective with the State of Nevada, Securities Division, as of 06/09/2006, and such registration remains in effect until December 31, 2006.**

**Also, please be aware of the fact that no solicitation or sales may be made until securities registration of the issuer has been approved with the Securities Division.**

**A renewal fee of \$110.00 must be paid by January 1, 2007. If the firm does not wish to renew the sales representative's registration, please terminate that registration by submitting a Form U-5 to this Division.**

**If you have any questions or need further assistance concerning the licensing of sales representatives in the State of Nevada, contact Terry Sanchez, Licensing Examiner, (702) 486-2440.**

**FOR THE ADMINISTRATOR**

**/s/ Edwin J. Apenbrink  
Edwin J. Apenbrink  
Director of Registration and Licensing**

**Exhibit "G"**

Tradability Opinion Letter of Sniffex, Inc. Common Stock 16,000,000 shares

**RESKIN & ASSOCIATES**

***ATTORNEYS AT LAW***

**Suite 400, The Marmaduke Building**

**520 South Fourth Avenue**

**Louisville, KY 40202-2577**

**Telephone 502-561-0500 Facsimile 502-515-9201**

**email: jreskin@marmaduke.com**

**James A. Reskin\***

**Counsel\*\***

**Michelle Harlan, Of**

**May 1, 2006**

**Routh Stock Transfer, Inc.  
Attention: Legal Transfer  
5700 West Plano Parkway, Suite 1000  
Plano, TX 75093  
Fax: 972-381-2783**

**Sniffex, Inc.  
Attention: Paul Johnson  
5215 N. O'Connor, Suite 200  
Irving, TX 76039**

**RE: Proposed Stock Sale of Common  
Stock of Sniffex, Inc. and issuance  
of one or more Certificates  
representing up to 16,000,000  
shares to be held by various parties.**

**To Whom It May Concern:**

I am an attorney admitted to practice law in the Commonwealth of Kentucky and the State of Illinois as well as the Federal Courts in the Western District of Kentucky and the Northern District of Illinois and have been requested to render an opinion in connection with the proposed sale by the above-captioned issuer, Sniffex, Inc., (the "Company"), a corporation organized under the laws of the State of Nevada; of up to 16,000,000 shares of common stock, \$0.001 par value (the "Common Stock"). The

Company has filed with or intends to file with the State of Nevada, a registration statement (which registration statement, as filed, is referred to herein as the “Registration Statement”) pertaining to the Common Stock which is identified in the Registration Statement provided to the undersigned. The certificates referenced above represent a total of 16,000,000 shares of Common Stock.

I have examined instruments, documents, and records, which I deemed relevant and necessary for the basis of my opinion hereinafter expressed. I have done so in light of an understanding of Nevada law although I am not licensed in that jurisdiction. In such examination, I have assumed the following: (a) the authenticity of original documents and the genuineness of all signatures; (b) the conformity to the originals of all documents submitted to me as copies; and (c) the truth, accuracy, and completeness of the information representations and warranties contained in the records, documents, instruments, and certificates I have reviewed.

Based on such examination and the applicable laws of the State of Nevada, I am of the opinion that the 16,000,000 shares of Common Stock to be sold by the Company pursuant to, and conditioned on the effectiveness of, the Registration Statement, are duly authorized shares of Common Stock, which, when sold, can be legally issued and will be fully-paid and non-assessable, and furthermore, may be issued without restrictive legend.

I hereby give my consent to the filing of this opinion as an exhibit to the above-referenced Registration Statement and to the use of my name wherever it appears in said Registration Statement, as originally filed or as subsequently amended or supplemented.

This Opinion is strictly limited to the transactions contemplated and referenced herein and to the above representations and documentation presented to me by the Company and other parties to the transaction and their duly authorized representatives. I have made no independent verification of the fact asserted to be true and accurate by authorized representatives of said principals to the above transaction and this opinion is valid only as of the signature date. This opinion may not be published or assigned to any other parties other than those listed above without the consent of the undersigned. If further clarification is needed or an opinion need be expressed as to a transaction outside of the above scope, please feel free to call me.

Very truly yours,

*/s/ James A. Reskin*

James A. Reskin

**JAR/ik**

**Exhibit “H”**

Common stock shareholders that own more than 5% of the outstanding common  
stock of the company

Shareholders Name	Percentage Owned	Common Stock Shares Owned
TASC International, Inc. 1213 Strait Street Valenta, Malta	32.47%	31,200,000
Phoenix Acquisitions Limited PO BOX 556 Main Street Charlestown Nevis	10.82%	10,400,000
Ivan Velichkov Coastal House, 180 Bridge Rd. Southampton, UK S031 7EH	8.61%	8,277,668