

GECKOSYSTEMS INTERNATIONAL CORPORATION



AMENDED ISSUER INFORMATION STATEMENT & ANNUAL REPORT

(for the period ending June 30, 2009)

October 23, 2009

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Amended Issuer Information Statement

Part A General Company Information

Item I The exact name of the issuer and its predecessor (if any).

The name of the issuer is GeckoSystems International Corporation (the "Company" or "Issuer"), a Delaware corporation. The Issuer's predecessor was Gecko Systems of Georgia, Inc., a Georgia corporation, incorporated on December 20, 1999. On February 28, 2007, the Company and GeckoSystems of Georgia, Inc. entered into Plan of Merger pursuant to which GeckoSystems of Georgia, Inc. merged with and into the Company, with the Company being the surviving corporation. The effective date of the merger was March 1, 2007.

Item II The address of the issuer's principal executive offices.

1640 B Highway 212, SW
Conyers, GA 30094-4255
(678) 413-9236 (phone)
(678) 413-9247 (fax)
Investor Relations Contact: Martin Spencer
www.geckosystems.com
investors@geckosystems.com

Item III The jurisdiction(s) and date of the issuer's incorporation or organization.

The Company's predecessor, GeckoSystems of Georgia, Inc., was incorporated under the laws of the state of Georgia on December 20, 1999 and the successor entity was incorporated under the laws of the state of Delaware on February 28, 2007. For further information on the Company's merger, please see Item I of this Part A.

Part B Share Structure

Item IV The exact title and class of securities outstanding.

Common stock, par value \$0.001 per share. Cusip No. 3684OU 101
Trading Symbol GCKO.

Item V Par or stated value and description of the security.

A. Par or stated value.

Common stock, par value \$0.001 per share.

B. Common or Preferred Stock.

- 1 & 3. Common equity: Each holder of a common share shall be entitled to cast one vote per share at a meeting of the shareholders. Dividends upon the capital stock of the

Company, if any, may be declared by the Board of Directors at any regular or special meeting, and may be paid in cash, in property, or in shares of the capital stock of the Company. There are no preemption rights available to shareholders. For further information, including material rights of shareholders, please consult the Company's By-Laws, filed on October 16, 2008 with the OTC Disclosure and News Service which is hereby incorporated by reference and also the amended Articles of Incorporation attached herein as Exhibit "A".

2. The Company does not have any class of preferred shares authorized or issued.
4. The Issuer does not have any provision in its charter or by-laws that would delay, defer, or prevent a change of control of the issuer.

Item VI The number of shares or total amount of securities outstanding for each class of securities authorized.

As of June 30, 2009, there were:

- 246,520,675 shares of common stock issued and outstanding;
- 250,000,000 shares authorized with 53,522,405 shares in the public float;
- three beneficial shareholders owning more than 5% of any class of the Company's equity securities; and
- a total number of 190 shareholders of record.

As of June 30, 2008, there were:

- 37,615,675 shares of common stock issued and outstanding;
- 50,000,000 shares authorized with 3,251,500 shares in the public float;
- three beneficial shareholders owning more than 5% of any class of the Company's equity securities; and
- a total number of 178 shareholders of record.

Part C Business Information

Item VII The name and address of the transfer agent.

Continental Stock Transfer and Trust Co.
17 Battery Place, 8th Floor
New York, NY 10004
Tel: (212) 509-4000

Continental Stock Transfer is a registered transfer agent with the U.S. Securities and Exchange Commission under the Exchange Act.

Item VIII The nature of the issuer's business.

A. Business Development.

1. GeckoSystems International Corporation is a Delaware corporation.

2. The Issuer was incorporated in the State of Delaware in February of 2007 and the Company's predecessor, GeckoSystems of Georgia, Inc., was incorporated in Georgia on December 20, 1999.
3. The fiscal year end is June 30;
4. The Issuer, including its predecessor, has not been in bankruptcy, receivership or any similar proceeding;
5. On February 28, 2007, the Company and GeckoSystems of Georgia, Inc. entered into Plan of Merger pursuant to which GeckoSystems of Georgia, Inc. merged with and into the Company; with the Company being the surviving corporation. Other than the merger consummated as indicated herein, there have been no material reclassifications, mergers, consolidations, or purchases or sales of a significant amount of the Company's assets;
6. The Issuer is not in default on any of the terms of any note, loan, lease or other indebtedness or financing agreement requiring the Company to make payments;
7. There has not been any change in control;
8. There has been an increase of 10% or more of the same class of outstanding equity securities, as reflected in the amendment to the Articles of Incorporation hereby attached as Exhibit "B";
9. There has not been any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization except the merger with GeckoSystems of Georgia, Inc., as indicated herein;
10. The Company has never been delisted by any securities exchange or been otherwise deleted from the OTC Bulletin Board; and
11. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have a material effect on the Issuer's business, financial condition, or operations and there have not been any current, past or pending trading suspensions by a securities regulator.

B. Business of the Issuer.

GeckoSystems International Corporation is a developer of mobile robot solutions based in Conyers, Georgia. The company specializes in supplying mobile service robots ("MSRs") that automatically self-navigate a home, office, or business for errand running, patrolling, and other useful tasks without human assistance or intervention.

1. The issuer's primary SIC Code is 3577; secondary SIC code is 3537.
2. The issuer is in the development stage.
3. The issuer should not be considered a "shell company."

4. The issuer has no parent, subsidiary or affiliate company.
5. To the Company's knowledge, there are no existing or probable governmental regulations which may have a material impact on the business.
6. The amount spent during the last two fiscal years on research and development activities has been approximately \$632,044. This cost was not borne directly by customers.
7. Based on the nature of the Company's activities at this time, the Company is not aware of a need for compliance with environmental laws.
8. The total number of employees is eight with four of those eight designated as full-time employees.

Item IX The nature of products and services offered.

A. Principal products or services, and their markets;

The Company is a developer of mobile robot solutions based in Conyers (Atlanta metro), Georgia, specializing in supplying service robots that automatically (autonomously) navigate, or patrol, homes, offices, or places of business or leisure.

Since incorporating in late 1997, the Company has developed a suite of proprietary, complimentary hardware and software technologies that which, in aggregate, enable many cost effective, utilitarian user benefits. The flagship technology, the GeckoNav™ PC software, uses several proprietary artificial intelligence ("AI") technologies to enable the Company's product line of Mobile Service Robots ("MSRs") to self-navigate (for errand running and patrolling) without human assistance or intervention.

Other internally developed application software technologies such as GeckoZap™ (a necessary MSR test, calibrate, and diagnostic utility) and GeckoChat™ (a verbal interaction software suite enabling voice control and response from the MSR) have been developed. Cost effective hardware technologies such as the CompoundedSensorArray™ (a type of machine vision system) and GeckoMotorController™ (which manages the drive wheels) have also been developed.

The CareBot MSR is a man-rated servant class mobile robot capable of automatic self-navigation. It can provide caregivers remote surveillance and monitoring capabilities by way of Internet webcam (video conferencing) technology. It has a battery life of 15 to 25 hours, without recharging. It may carry payloads up to an additional 100 pounds. It may provide a cost effective alternative to babysitters, nursing homes, assisted living and other environments where loved ones need "looking in on." This MSR product is developed and ready for marketing and manufacturing.

The Company recognizes a number of target markets and has developed, or is in the process of developing, MSRs appropriate for the following markets. They are:

- Consumer (family care and home security);
- Business (healthcare, commercial vacuuming, and security); and

- Government (Law Enforcement/Homeland Security).

The CareBot MSR can be equipped with sensitive microphones, body heat IR detectors, and sonar equipment that can be set to detect the presence of an intruder. The robot can station itself on patrol, near potential entry points, and listen for the sounds of breaking glass, locks being picked, or doors being broken.

The CareBot's radio frequency computer network (WiFi) link to the base personal computer allows a wide variety of powerful responses to any attempted break-in. The robot can sound a loud alarm or even give a spoken warning to a potential thief. If the base PC is equipped with a modem, the police can be called automatically. The owner of the home can also be paged. If this CareBot is equipped with an optional digital video camera, it may also record the break-in on the computer giving the police evidence of the crime in progress as well as images of the thief.

The Company's MSRs augmented for telemedicine allows health care professionals to remotely consult with patients and health care providers thereby giving vital, cost effective, confidential medical services at virtually any location, rural or urban, national or international. All the basebot technologies are developed for this product. Add on upgrades for enhanced functionality, such as high resolution pan/tilt video cameras, are available "off the shelf." (Ready for usage from long standing and numerous suppliers.) Channel partners in the professional healthcare industry may value add with the addition of blood analysis and fax machines such that doctors may remotely request the nurse to draw the blood for analysis on board the DocBot™. Results would be sent by way of the Internet to the physician such that they might review. Using an onboard fax machine, the doctor could then send written medical orders and prescriptions to the patient's bedside in a timely and cost effective manner. The DocBot reseller may also add their own custom software integrating the DocBot's data into the main Information System of the healthcare provider.

Using high quality cameras and data transfer, medical data, radiological images, sounds and patient records can be transferred from one site to another, thereby permitting physicians to consult with colleagues and others.

Applications:

- Patient consultation, remote diagnosis and patient care;
- Interactive distance learning medical programs;
- Patient education seminars;
- Administrative medical support with access to on-line records;
- Home health care; and
- Enhance health care for patients in rural or remote locations.

The Company's SecurityBot™ MSR platform will be able to perform with a high degree of reliability and accuracy the following tasks with "off the shelf" upgrades:

- Customs inspections and detection of illegal/suspicious materials and containers. The Company's SecurityBot can be fitted with technologically advanced single and multiple sensor atmospheric monitors, smoke detectors, and sampling pumps suited for use in the detection, identification and response to chemicals and

vapors associated with weapons of mass destruction, chemical warfare agents, and toxic industrial chemicals. These are frequently called volatile organic compound (VOC) detectors and when used in fixed locations tend to be very expensive due to limited "reach."

- Battlefield Applications - remote reconnaissance, persistent surveillance, actionable situational awareness.
- Walking patrol or beat with a programmed or freeform patrol path.
- Airport Security & Surveillance will be able to utilize the mobility of the SecurityBot to help patrol concourses including assisting with passenger screening and identification. All the basebot technologies are developed for this product. Add on upgrades for enhanced functionality, such as VOC detectors, are available "off the shelf."
- The SecurityBot reseller may also add their own custom software integrating the SecurityBot's data into the main Information System of the security company's commercial client for enhanced surveillance by the security force.

B. Distribution methods of the products or services;

Several vertical markets in commercial security and commercial health care seem to be appropriate for significant sales. Distribution in these markets will be primarily strategic relationships as licensed original equipment manufacturers ("OEMs") and value added resellers ("VARs"). Additionally, the consumer retail market for home security and family care also seem to be proximate. Distribution in the retail market place will be through personal computer retailers.

The Company's product distribution plan has several facets. Perhaps the most easily understood analogy is an automotive manufacturer that produces automobiles and trucks in many degrees of completion. For their retail dealer structure they produce complete cars and trucks. For the recreational industry they may produce truck chassis's for firms like Winnebago and others. For the Federal Government they often produce specialized automotive solutions.

Given this base level of complete and demonstrable functionality, several markets will be approached in the following manner:

In the vertical professional healthcare marketplace, the Company will solicit existing firms to value add and resell our DocBot and SuperDocBot™ MSR platforms. In the commercial security marketplace, the Company will solicit existing firms to add value and resell our SecurityBot MSR platforms through their distribution channels. In the defense industry the Company will solicit existing firms to add value and resell our MSR platforms to the Federal Government.

Vertical markets such as commercial healthcare, security and cleaning will be sold to commercial customers using OEM licensing and private labeling. These firms will presently have distribution in place for reselling to their customer base in that particular vertical marketplace. For example, Pyxis, Stryker, and EnvaCare presently sell into the vertical marketplace of commercial healthcare. They would value add by integrating our MSRs into their customer's (professional healthcare organizations) existing information systems, providing training, maintenance, upgrades, etc. Security firms such companies

as Brinks, Cenuco, etc., would value add by integrating our MSRs into their customer's (commercial, non healthcare, organizations) existing information systems, providing training, maintenance, upgrades, etc.

A commercial account for the Company would be a business purchasing an MSR for their own internal usage, and not for resale to their customers. Management believes similar vertical market reseller opportunities exist in commercial security and cleaning as well.

In the consumer electronics industry, The Company will retain manufacturer's representatives to sell our product line of CareBot MSR's to their dealers. These representatives will be paid a straight commission for their performance. These dealers will sell directly to the consumer. These retail dealers will value add by selling and servicing our MSRs much like they do in selling copiers, laser printers, and other personal computer peripherals.

Consumer markets will be sold through personal computer retailers identified, qualified, and trained by Company personnel and manufacturers' representatives. They will be qualified according to their ability to effectively promote, sell, and service our product line of CareBot MSRs. Their employees will be trained, initially at their store location by Company personnel, and later at convenient regional and Company home office seminars. The sales training will include effective communication and demonstration of the features and benefits of ownership and usage of a CareBot MSR. The level of skill necessary for such training to be successful would be that of an appliance store, or consumer electronics, sales person of two years or more. The service training will include the maintenance, troubleshooting, upgrading, and general repair of CareBot MSRs. The level of skill necessary for such training to be successful would be that of a copier, or laser printer repairman or technician with two or more years of experience.

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

As of June 30, 2009, there are no publicly announced new products or services.

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

The Company's competitors (such as Honda, Toyota, Tmsuk, Siasun, Hitachi, iRobot, Mobile Robots, Fujitsu, Raytheon, Willow Springs Garage, Ford, Red Zone Robotics, Samsung, Aetheon, Matsushita, Mitsubishi, NEC, Evolution Robotics, Skilligent, Toshiba, John Deere, Husqvarna, Dyson, Robosoft, Microsoft, Robowatch, etc.) could develop products or technologies that could make our products or technologies non-competitive, which could negatively affect sales, financial results from operations and stockholder value. The retail market that the Company plans to enter is a relatively new and emerging market with a number of competitors and potential competitors. The Company is aware of certain entities that have developed or are developing products that are technologically advanced and may be competitive with our products. These competitors generally have greater research, marketing and financial resources than the Company does. The Company expects that the number of similar products competing with our product may increase as such products become more widely recognized and

available. In the event that a competitor's products receives market recognition and approval before our products, such competitor will likely have a competitive advantage over us in selling its products into the market. Further, there can be no assurance that the Company will ever be able to compete successfully in our potential market even if a competitor does not gain an advantage over us.

Rapid technology changes may result in inability to stay competitive and innovative. Our products are subject to risks associated with technological change in an area targeted by large companies in a major industry for new products. There can be no assurance that our competitors will not succeed in developing and patenting products that are more effective than any which have been or are being developed by the Company, or improvements to our product (thus impeding further development of the products by the Company). In addition, the technology incorporated in the Company's products is characterized by change, and developing industry standards may result in product obsolescence or short product life cycles. Accordingly, the Company's ability to compete will be dependent on introducing future products to the market place in a timely manner and on enhancing and improving such products. There can be no assurance that the Company will be able to develop innovative new products to keep pace with technological developments or that the products will not become obsolete.

The Company's competitive research illustrates that the immaturity of the emerging domestic service robot industry yields factors favorable to early entrants such as GeckoSystems:

- First, the bargaining power of buyers is minimal due to the scarcity of viable alternatives at a particular price point.
- Second, the bargaining power of suppliers is also minimal since none own the dominant position for the various hardware subsystems required.
- Finally, software is the largest component in the manufacture and deployment of service robots.

The difficulty with building a mobile robot that will function reliably in any unstructured and variable environment lies not in the hardware or manufacture of the mobile robot itself, its motion controller, or its input devices, but rather in the sophistication, robustness, and efficiency of its controlling artificial intelligence (AI) software.

In the software domain, the Company has two proximate competitors, Mobile Robots, Inc. (aka Activmedia) in the U.S. and Robosoft in France. Both firms have been founded by academics that have very little education and/or experience in sales and marketing. Given the Company's demonstrable breadth and depth in sales and marketing and "first mover" position in the marketplace, a competitive advantage is presently enjoyed.

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

Raw materials for the manufacture of the Company's product line have been secured from major suppliers not presently focused on the mobile service robot industry. They produce commodity systems and subsystems for the personal computer industry, automotive industry, healthcare, or others. The largest supplier is DigiKey, which has numerous

competitors with like goods and quantity pricing. Virtually no supplier is channel captain to the Company.

F. Dependence on one or a few major customers;

Since negligible sales have been realized to date, the Company has no major customers.

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

Due to lack of funds, the Company has been unable to secure any patents to date. As part of our operating procedures, The Company utilizes confidentiality and nondisclosure agreements with each of our employees and consultants and limits access to, and the distribution of, our technology and related documentation and information. The Company's confidentiality and non-disclosure agreements include provisions with regard to maintaining ownership of technological developments. All of our technologies have been developed internally. No technologies have been purchased, assigned or licensed from a third party, or any related party.

Confidentiality and nondisclosure arrangements will only give the Company limited protection. If other companies make use of the Company's technology for pecuniary gain, this could be detrimental to our profitability and stockholder value. The Company expects to rely on confidentiality and nondisclosure arrangements with our product development suppliers, employees, directors, consultants, licensees and other entities engaged in development of our MSRs and expects to continue to enter into confidentiality agreements with our employees and suppliers. Nonetheless, there can be no assurance that the Company will be able to obtain confidentiality and nondisclosure agreements from all persons from whom we seek them; that courts would grant us remedies under them that are necessary to protect the Company, or hold that they are enforceable, in critical circumstances; that other companies will not acquire and make use of information which the Company considers to be proprietary; that the Company will then have the resources to enforce these agreements; or that any attempt to enforce them would be successful.

Although the Company is not aware of any claim made to date, there is a risk that our technology infringes upon the proprietary rights of third parties. In addition, whether or not our technology infringes on proprietary rights of third parties, infringement or invalidity claims may be asserted or prosecuted against the Company and significant expenses could be incurred in defending them. If any claims or actions are asserted against the Company, we may be required to modify our technology or seek licenses for these intellectual property rights. The Company may not be able to modify our technology or obtain licenses on commercially reasonable terms, in a timely manner or at all. Failure to do so could adversely affect the business.

The Company has not secured any patent intellectual property rights due to the historical lack of funds sufficient to secure those protections. The Company has secured numerous trademarks such as CareBot™, CareBotPrto™, SecurityBot™, and DocBot™ for our platforms. In the software domain the Company has secured trademarks such as GeckoNav™, GeckoZap™, GeckoChat™ and GeckoTrak™. In the hardware domain,

the Company has secured trademarks such as CompoundedSensorArray™, GeckoOrient™, GeckoTactileShroud™, and GeckoMotorController™. The Company plans to secure patents in both hardware and software technologies that the Company has developed that have potential economic value and are not obvious to skilled practitioners in those disciplines. Management believes that keeping them confidential as trade secrets may best protect some software technologies.

H. The need for any governmental approval of principal products or services and the status of any requested government approvals;

At this time no government approval that management is aware of is needed. In the event that a need arises, there can be no assurance that the Company will be able to satisfy any new government approval requirements.

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

The Company operates out of a 1,200 square foot residential facility in Conyers, Georgia; which the Company utilizes for office, research and development space. For financial reporting purposes, the Company does not account for a rental expense for the use of this facility.

Part D Management Structure and Financial Information

Item XI: The name of the chief executive officer, members of the board of directors, as well as control persons.

A. Officers and Directors

<u>Name</u>	<u>Title</u>
R Martin Spencer	President, CEO and Director
Elaine G. Spencer	Secretary/Treasurer and Director
Mark B. Peele	Vice President, Research and Development

The above referenced officers and directors can be reached at the Company's main address, as provided on page 1 of this information statement. Please see Item XI for information on compensation of officers and directors and Item XIV for information on beneficial ownership holdings.

R. Martin Spencer. Since founding GeckoSystems over ten years ago, Mr. Spencer has led the invention of a comprehensive and complementary suite of robotics hardware and software technologies. Mr. Spencer was instrumental in the successful design and development of the first walking, bipedal robot in the world, known as "CURBi" (for Clemson University Robotic Biped); which was introduced in 1987. His professional involvement in robotics started in the mid 1960's when he began studies as an electrical engineering student. As Vice President and General Manager, he grew a single consumer electronics store to four locations. Mr. Spencer holds a bachelor's degree in mathematics with minors in physics and marketing. He also earned a master's degree in business administration from Georgia State University's J. Mack Robinson College of Business.

Elaine G. Spencer. Ms. Spencer brings over thirty years of business administration expertise to the Company. She is responsible for managing the daily operations, including corporate communications, assisting with facilities management, and maintaining all corporate records. Prior to joining the Company, Ms. Spencer's career includes over twenty years of responsible administrative positions with Pratt and Whitney Aircraft, Delta Airlines, Atlanta, Georgia; California State University-Northridge; and Southwestern University, Georgetown, Texas. Ms. Spencer holds a bachelor's degree in psychology from Georgia State University with a minor in management.

Mark B. Peele. Subsequent to graduation from college, and prior to joining the Company, worked as a free lance embedded systems consultant. He brings contemporary engineering practices to the Company. He has performed with several notable achievements during his nearly four years with the Company such as the GeckoMotorController™, GeckoOrient™, GeckoSPIO™, GeckoTrak™, and other potentially patentable mobile robot solutions. Due to his demonstrable performance, competence and value to the Company, he was promoted to Vice President, Research and Development in late 2008. Mr. Peele graduated with honors from North Carolina State University with degrees in computer engineering and electrical engineering with special emphasis on entrepreneurial ventures.

B. Legal/Disciplinary History

The foregoing persons have not been, within the prior five years, (i) convicted in a criminal proceeding or named in a pending criminal proceeding (excluding minor traffic violations and other minor offenses), (ii) been subject to 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, (iii) been found by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated, or (iv) have been subject to the entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Disclosure of Certain Relationships.

Martin and Elaine Spencer are husband and wife. Mark Peele is of no relationship to the Spencers and is known due to his employment with the Company.

D. Disclosure of Related Party Transactions.

Other than compensation provided pursuant to an employment agreement or transaction involving an executive officer or director and any related compensation solely resulting from that employment relationship or transaction, there have not been any transactions, during the Issuer's last two full fiscal years and the current fiscal year, nor are any transactions currently proposed, in which the amount involved in a related party transaction exceeds the lesser of \$120,000 or one percent of the average of the Issuer's total assets at

year-end for its last three fiscal years and/or a transaction which a related person had or will have a direct or indirect material interest.

E. Disclosure of Conflicts of Interest.

The Company, its officers and directors are not aware of any conflicts of interest and/or any executive officer or director with competing professional or personal interests.

Item XII: Financial information for the issuer's most recent fiscal period.

The Company filed its annual report via the OTC Disclosure and News Service, for the period ending June 30, 2009. The accompanying unaudited financials were prepared by R. Martin Spencer, who holds a master's degree in business administration, in accordance with generally accepted accounting principles ("GAAP"), are hereby incorporated by reference:

- Balance Sheet for the period ending June 30, 2009;
- Statement of Income (Loss) for the period ending June 30, 2009;
- and
- Notes to Financial Statements for the periods ending June 30, 2008 and June 30, 2009.

The following unaudited financials, also prepared by R. Martin Spencer, in accordance with generally accepted accounting principles ("GAAP"), are hereby attached, in addition to the above-referenced financials, as Exhibit "A" and incorporated by reference:

- Statement of Cash Flows and Statements of Changes in Stockholders Equity for the periods ending June 30, 2008 and June 30, 2009.

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

The Company filed its Initial Company Information and Disclosure Statement on October 16, 2008, via the OTC Disclosure and News Service, which included financial statements for the period ending June 30, 2008. The accompanying unaudited financials, which have been prepared in accordance with generally accepted accounting principles ("GAAP") by R. Martin Spencer, who holds a master's degree in business administration, are hereby incorporated by reference:

- Balance Sheet for the period ending June 30, 2008;
- Statement of Income (Loss) for the period ending June 30, 2008;
- and
- Notes to Financial Statements.

Item XIV: Beneficial Owners.

R. Martin Spencer	78,779,330 shares	31.96%
Elaine G. Spencer	57,793,750 shares	23.40%
Mark B. Peele	31,500,000 shares	12.78%

Percent ownership is based on 246,520,675 shares of common stock issued and outstanding as of June 30, 2009.

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

The Company has engaged the following law firm in preparation of this Information Statement and with respect to its disclosure obligations and the firm will succeed in representation of the Company on its corporate and securities matters:

Jonathan D. Leinwand, P.A.
17501 Biscayne Boulevard
Suite 430
Aventura, FL 33160

Tel: (954) 903-7856
Fax: (954) 252-4265

Item XVI: Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation

1. i. While the Company can satisfy its cash requirements for the next quarter, it will have to raise additional funds in the next twelve (12) months.
- ii. The Company will continue to perform product research and development for its suite of mobile service robot technologies. Existing products such as GeckoNav™, GeckoChat™, GeckoTrak™, GeckoScheduler™, GeckoSPIO™, GeckoOrient™, GeckoTactile™, GeckoCSA™, and GeckoMotorController™ will continue to be improved. Several other R&D projects cannot be prudently revealed due to competitive reasons.
- iii. In the next twelve months, the Company does not expect any sale of plant and/or significant equipment, other than the sale of mobile service robots. The Company does not expect to purchase any physical plant. The Company does expect to purchase one or two vehicles for towing trailers transporting mobile service robots to various trade shows, vendors, prospective dealers and/or distributors, etc. The Company also expects to purchase one or two more trailers custom designed for efficient transport for its product line of mobile service robots.
- iv. As monies raised and prudent cash flow forecasting permits, the Company expects significant growth in the number of employees. However, there are no immediate plans to significantly change the number of employees.

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

Intentionally Omitted. The Issuer has not had revenues from operations in each of the last two fiscal years, or the last fiscal year and any interim period in the current fiscal year for which financial statements are furnished in this disclosure statement.

C. Off-Balance Sheet Arrangements.

Not Applicable.

D. Risk Factors.

The following risk factors are provided by the Company to help identify some of the materials risks with investment in the Company. The following list is not comprehensive and does not include those risks which may not be foreseeable to management at this time. Should any questions arise as to the existence of a particular risk or concern about the information provided herein, the Company is available to answer any questions through the contact information provided in the cover page of this Information Statement.

Operating losses may continue, which could negatively affect financial results and stockholder value.

We are a development stage company that has generated negligible revenues and has incurred losses since our formation on December 20th, 1999 through June 30, 2009, aggregating approximately \$5,882,202. We have a limited operating history upon which an evaluation of our prospects can be made. Such prospects must be considered in light of the risks, expenses and difficulties frequently encountered in the establishment of a new company and the development of a new product in an emerging market in a continually evolving industry, as well as the risks, expenses and difficulties encountered in the shift from development to commercialization of a new product based upon innovative technology. We have developed, manufactured, and sold our mobile service robots on a limited basis. There can be no assurance that we will be able to implement successfully its manufacturing and marketing strategies, generate revenues, or ever achieve profitable operations.

We may need additional financing and, if we are unable to get additional financing when needed, we may not be able to continue as an operating business. Implementing the business plan will require significant amounts of capital.

Our capital requirements are expected to be ongoing and significant. We have insufficient funds on hand to fund our activities for the next twelve months. In the event our plans change, our assumptions change or prove inaccurate, or other capital resources and projected cash flow prove to be insufficient to fund operations, we could find it necessary to seek additional financing sooner than currently anticipated. Nonetheless there is no assurance that we could successfully obtain additional financing beyond that minimal commitment. Because we are in our early stages of market development, it is quite possible that our anticipated milestones will not be timely met, and our budget may incur

substantial cost overruns and delays. Furthermore, our budget does not provide for any unanticipated growth or strategic acquisitions which, although not contemplated, would likely require substantial additional funds should they arise. Without securing additional financing, we may not be able to continue as an operating business.

Our product (Mobile Service Robots) is a new commercial product and failure of our product to gain significant market acceptance could hurt sales, which would cause negative financial results from operations and stockholder value.

Our mobile service robots have not been commercially available in any quantity within the industry. Even if the results of the existing and planned pilot projects for the product are entirely satisfactory, there can be no assurances that our products will be perceived as viable with sufficiently broad application to result in its widespread use, or that any significant market for the products will ultimately be achieved. There can be no assurance that the products will ultimately prove effective or attractive enough to ever produce significant revenues or profits for us.

Increased production costs of the Mobile Service Robots (MSRs) could affect our ability to produce the product at a commercially competitive cost and could cause a detrimental result on or revenues and earnings as well as a decrease in stockholder value.

Even if the mobile service robot can be adequately and timely manufactured, there can be no assurance that the cost of commercial production of the product can be kept sufficiently low to make the product economically viable or competitive. It is expected to be a continuous challenge to management to keep the costs of production of the product sufficiently low to allow it to be competitively priced but with a sufficient gross margin to obtain a suitable level of profitability for us. Any inability to successfully produce the product at a commercially competitive cost, particularly in instances in which we have made significant capital expenditures, could have a material adverse effect on us, possibly even leading to its ultimate failure.

Our competitors could develop products or technologies that could make our products or technologies non-competitive, which could negatively affect sales, financial results from operations and stockholder value.

The retail market that we plan to enter is a relatively new and emerging market with a number of competitors and potential competitors. We are aware of certain entities that have developed or are developing products that are technologically advanced and may be competitive with our products. These competitors generally have greater research, marketing and financial resources than we do. We expect that the number of similar products competing with our product may increase as such products become more widely recognized and available. In the event that a competitor's products receives market recognition and approval before our products, such competitor will likely have a competitive advantage over us in selling its products into the market. Further, there can be no assurance that we will ever be able to compete successfully in our potential market even if a competitor does not gain an advantage over us.

Rapid technology changes may result in inability to stay competitive and innovative. Our products are subject to risks associated with technological change in an area targeted by

large companies in a major industry for new products. There can be no assurance that our competitors will not succeed in developing and patenting products that are more effective than any which have been or are being developed by the Company, or improvements to our product (thus impeding further development of the products by the Company). In addition, the technology incorporated in the Company's products is characterized by change, and developing industry standards may result in product obsolescence or short product life cycles. Accordingly, the Company's ability to compete will be dependent on introducing future products to the market place in a timely manner and on enhancing and improving such products. There can be no assurance that the Company will be able to develop innovative new products to keep pace with technological developments or that the products will not become obsolete.

We depend on skilled personnel to operate our business effectively in a rapidly changing market, and if we are unable to retain existing or hire additional personnel, our ability to develop and sell our products could be harmed.

Our success will be largely dependent on the personal efforts of our officers, directors and other key personnel. Competition within the industry for qualified employees and consultants is substantial, and the loss of key personnel or the inability to attract and retain additional skilled personnel required for our activities could put us out of business. There can be no assurance that we will be able to hire or retain such necessary personnel.

Due to lack of funds, the Company has been unable to secure any patents to date.

If the Company is unable to adequately protect its intellectual properties, third parties may be able to use their own technology, which could damage the Company's ability to compete in the market, and lower financial results from operations and stockholder value. The Company expects to rely in part on patents, trade secrets, non-disclosure agreements and copyrights for protection of the intellectual property rights surrounding our Mobile Service Robots and its peripheral software. There can be no assurance that the crucial claims under any future patent applications will ultimately be granted or that the patents will issue, either domestically or internationally, protection; that all critical aspects of our products will be covered by patents; that our products do not and will not infringe on the patent rights and copyrights of others; or that others will not make use of certain of the Company's technologies. There can be no assurance that future patents and copyrights, if any, would be deemed valid if tested or that the Company would have sufficient resources to adequately prosecute claims against those who may infringe upon any patents that may be granted to the Company. The Company has not filed any intellectual property patent applications to date.

The Company has no product liability insurance and, if the Company is held liable in a products liability lawsuit for amounts in excess of our insurance coverage, the Company could be rendered insolvent.

Management expects that the Company may be subject to product liability claims. The Company does not have product liability insurance coverage and there can be no assurance that an adequate amount of insurance coverage will be available at reasonable rates, or indeed at all, when the Company commences commercial production of its product. Accordingly, the Company will continue to be subject to various types and degrees of product liability risks for the indefinite future. Should the Company be subject

to a major product liability claim without adequate insurance coverage, the financial condition would be adversely affected, perhaps significantly so.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the last two years.

The Company continually issues shares, in reliance on one or more of the available exemptions from registration provided under the Securities Act of 1933, as compensation for the officers and directors. The following table illustrates all share issuances within the prior two years:

<u>Recipient</u>	<u>Approximate Date of Issuance</u>	<u>Shares Issued</u>	<u>For Services Rendered</u>
R. Martin Spencer	November 29, 2007	875,000 common shares	Acting President and CEO from June 30, 2006 through November 29, 2007.
	March 17, 2008	600,000 common shares	Acting President and CEO from November 29, 2007 through March 17, 2008.
	February 23, 2009	10,500,000 common shares	Acting President and CEO from March 17, 2009 through February 23, 2009.
	February 23, 2009	10,500,000 common shares	Retention Bonus for Services Rendered between 2008 through 2009.
Elaine G. Spencer	November 29, 2007	325,000 common shares	Acting Secretary and Treasurer from June 30, 2006 through November 29, 2007.
	March 17, 2008	275, 000 common shares	Acting Secretary and Treasurer from November 29, 2007 through March 17, 2008.
	February 23, 2009	7,000,000 common shares	Acting Secretary and Treasurer from March 17, 2008 through February 23, 2009.
	February 23, 2009	45,000,000 common shares	Retention Bonus for Services Rendered between 2008 through 2009.
Mark B. Peele	November 29, 2007	50,000 common shares	Compensation for all intellectual property work done through November 29, 2007.
Mark B. Peele	March 17, 2008	75,000 common shares	Compensation for work done on GeckoTrac 2.6 and Company website.
Mark B. Peele	February 23, 2009	3,500,000 common shares	Compensation for all work done from November 29, 2007 through February 23, 2009.
Mark B. Peele	February 23, 2009	7,500,000 common shares	Retention Bonus for Services Rendered between 2008 thru 2009.

A restrictive legend has been placed on the certificates or other documents stating that the shares have not been registered under the Securities Act of 1933 and

GeckoSystems International Corporation
Issuer Information Statement
October 23, 2009

setting forth the restrictions on transferability on the sale of the shares for compliance with applicable securities laws.

Similarly, the Company has engaged in a series of private securities offerings, in reliance on one or more of the available exemptions from registration provided under the Securities Act of 1933, as both compensation to independent consultants providing service for the benefit of the Company and private investors. The following table illustrates such share issuances within the prior two years:

<u>Recipient</u>	<u>Approximate Date of Issuance</u>	<u>Shares Issued</u>	<u>Consideration Provided</u>
Mark B. Peele	November 29, 2007	50,000 common shares	\$20,000
Marvin Gauger	September 19, 2007	25,000 common shares	\$10,000
Maummer Hacıoglu	September 19, 2007	62,500 common shares	\$25,000
Elliott Polatoff	September 19, 2007	25,000 common shares	\$10,000
Robert Baker	September 19, 2007	187,500 common shares	\$75,000
Mazuma Corp.	September 19, 2007	70,000 common shares	\$28,000
Prodec Networks	September 19, 2007	125,000 common shares	\$50,000
Balfour Comm.Ltd	September 19, 2007	187,500 common shares	\$75,000
Erin Linaberry	November 29, 2007	25,000 common shares	Compensation for work on assembling robots
	March 17, 2008	75,000 common shares	Compensation for work on Gecko SPIO
Martin Erkel	November 29, 2007	125,000 common shares	International investor relations
BMA Securities	November 29, 2007	150,000 common shares	Remuneration for sponsoring GSIC's 15c2-11.
	November 29, 2007	5,625 common shares	Broker-dealer commission.
David Jimenez	November 29, 2007	50,000 common shares	Compensation for graphics work/Gecko logo.
	February 26, 2009	18,500,000 common shares	Debt conversion (continued)
	March 26, 2009	16,000,000 common shares	Debt conversion

GeckoSystems International Corporation
Issuer Information Statement
October 23, 2009

Chens, LLC	March 17, 2008	125,000 common shares	Consulting services with SIASUN
Wakabayashi Fund, LLC	March 17, 2008	375,000 common shares	International investor relations
Marvin Gauger	March 17, 2008	2,000 common shares	Services rendered
Ben Garcia	February 23, 2009	1,640,000 common shares	Consultant compensation for work on digital IO board
Chris Trickler	February 23, 2009	2,500,000 common shares	Consulting work on GeckoNav™
Paul Spencer	February 23, 2009	4,000,000 common shares	Compensation for consulting work, advising on business issues
	January 9, 2009	16,000,000 common shares	Debt conversion
	July 24, 2009	25,250,000 common shares	Debt conversion
Noah Clark	April 27, 2009	15,000,000 common shares	Services rendered - financial consulting
	May 28, 2009	7,500,000 common shares	Services rendered - financial consulting

Part F Exhibits

Item XVIII Material Contracts

Not Applicable.

Item XIX Articles of Incorporation and Bylaws

A. Articles of Incorporation.

A copy of the Issuer's original articles of incorporation are available online; as filed via the OTC Disclosure and News Service on October 16, 2008. A copy of articles of incorporation, as amended, are hereby attached as Exhibit "B". The original and amended articles of incorporation are hereby incorporated by reference.

B. By-Laws.

A copy of the Issuer's by-laws are available online and are hereby incorporated by reference; as filed via the OTC Disclosure and News Service on October 16, 2008.

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

GeckoSystems International Corporation
Issuer Information Statement
October 23, 2009

ISSUER PURCHASES OF EQUITY SECURITIES				
Period	Column (a) Total Number of Shares Purchased	Column (b) Average Price Paid per Share	Column (c) Total Number of Shares as Part of Publicly Announced Plans or Programs	Column (d) Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased Under the Plans or Programs
Months 1-12 (July 1, 2008 through June 30, 2009).	0	0	0	0
Total	0	0	0	0

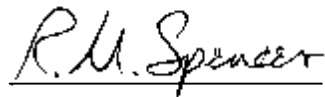
Item XX Issuer's Certifications

Certification from Issuer's CEO

I, **R. Martin Spencer**, certify that:

1. I have reviewed this Amended Disclosure Statement, for period ending June 30, 2009, of GeckoSystems International Corporation;
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: November 3, 2009

A handwritten signature in cursive script, reading "R. M. Spencer", written over a horizontal line.

R. Martin Spencer
President/CEO

Certification from Issuer's CFO

I, **Elaine G. Spencer**, certify that:

1. I have reviewed this Amended Disclosure Statement, for period ending June 30, 2009, of GeckoSystems International Corporation;
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: November 3, 2009



Elaine G. Spencer
Corporate Secretary/Treasurer

EXHIBIT "A"

Financial Statements (for the Periods Ending June 30, 2008 & 2009)

Unaudited financial statements for GeckoSystems International Corporation for the period ending June 30, 2008-9 have been prepared by management. Accordingly, the financial statements have not been reviewed by independent CPA's and do not include all of the information, presentation and footnotes required by generally accepted accounting principals (GAAP) for SEC compliant audited financial statements.

Trading Symbol: GCKO
CUSIP Number: 3684OU101

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Balance Sheet
As of June 30, 2009
(Unaudited)

Assets

Current assets:

Cash	\$ 8,765
Supply inventory (frames, motors, electronics, etc.)	<u>59,875</u>
Total current assets	68,640

Equipment and furniture, net	21,247
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Other non-current assets

Employee advances	-
Other (See Note 1)	<u>171,593</u>
Total non-current assets	171,593

Total Assets	<u>\$ 261,480</u>
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Liabilities and Stockholder's Equity

Current Liabilities:

Accounts Payable	2,147
Accrued Liabilities	<u>496,430</u>
Total current liabilities	\$ 498,577

Stockholder's Equity

Common Stock (\$0.001 par value; authorized 250,000,000 shares; outstanding 246,520,675 shares)	6,380,779
Deficit accumulated during the development stage	<u>(5,882,202)</u>
Total stockholders' equity	<u>(237,097)</u>

Total Liabilities and Stockholder's Equity	<u>\$ 261,480</u>
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Note 1: Compliance with GAAP precludes capitalization of any and all R&D expenses, including prototypes. The Company has 4-5 MSR prototypes that should be valued upwards of \$250,000 each due to materials and labor invested in them. However, compliance with GAAP necessitates their valuation being an artificially low \$171,593 for their CareBot MSR prototypes.

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statement of Income (Loss)
For the Year ended June 30, 2009
(Unaudited)

	<u>Year Ended June 30, 2009</u>	<u>Cumulative during the Development Stage</u>
Revenues	\$ -	\$ 11,828
Expenses		
Selling, general and administrative	241,990	2,451,480
Research and development	233,112	3,380,713
Advertising and marketing	1,230	12,874
Depreciation	<u>7,256</u>	<u>48,962</u>
Total Expenses	<u>483,589</u>	<u>5,894,030</u>
Net Loss	<u>\$ (483,589)</u>	<u>\$ (5,882,202)</u>

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statement of Changes in Stockholder's Equity
For the Year ended June 30, 2009
(Unaudited)

	Common Stock	Deficit Accumulated During the Development Stage	Total Stockholder's Equity
Balance at Beginning of Year	<u>5,448,906</u>	<u>(5,398,613)</u>	<u>(219,407)</u>
Common stock issued for:			
Cash	-	0	778,514
Compensation	442,947	0	4,768,917
Net Income	<u>-</u>	<u>(483,589)</u>	<u>(5,398,613)</u>
Balance at End of Year	<u>\$ 6,119,299</u>	<u>\$ (5,882,202)</u>	<u>\$ (237,097)</u>

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statements of Cash Flows
For the Year ended June 30, 2009
(Unaudited)

	<u>Year Ended June 30, 2009</u>	<u>Cumulative during the Development Stage</u>
Cash flows from operating activities:		
Net loss	\$ (483,589)	\$ (6,258,289)
Adjustments to reconcile net loss to net cash used by operating activities:		
Common stock issued for services rendered	\$ 437,189	\$ 5,398,613
Common stock issued for stock of predecessor	-	197,172
Depreciation	7,256	39,744
(Increase) decrease in:		
Supply inventory	1,458	(78,425)
Employee advances	-	-
Other assets	2,965	(161,527)
Increase (decrease) in:		
Accounts payable	2,147	-
Accrued liabilities	26,816	496,430
Total adjustments	<u>477,831</u>	<u>5,892,007</u>
Net cash provided by operating activities	<u>(5,758)</u>	<u>(891,665)</u>
Cash flows from investing activities:		
Purchase of equipment and furniture	-	(60,359)
Net cash used by investing activities	<u>-</u>	<u>(60,359)</u>
Cash flows from financing activities:		
Proceeds from issuance of common stock	-	965,820
Net cash provided by financing activities	<u>-</u>	<u>965,820</u>
Net increase (decrease) in cash	(5,758)	13,796
Cash, beginning of year	<u>14,523</u>	<u>-</u>
Cash, end of year	<u>\$ 8,765</u>	<u>\$ 8,765</u>
Supplemental disclosure of non-cash investing activities:		
Common stock issued for services rendered	<u>\$ 437,189</u>	<u>\$ 5,835,802</u>
Common stock issued for equipment	<u>-</u>	<u>\$ 10,000</u>

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Balance Sheet
As of June 30, 2008
(Unaudited)

Assets

Current assets:

Cash	\$ 14,523
Supply inventory	<u>75,127</u>
Total current assets	89,650

Equipment and furniture, net	32,566
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Other non-current assets

Employee advances	-
Other	<u>181,264</u>
Total non-current assets	181,264

Total Assets	<u>\$ 303,480</u>
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Liabilities and Stockholder's Equity

Current Liabilities:

Accounts Payable	0
Accrued Liabilities	<u>522,887</u>
Total current liabilities	\$ 522,887

Stockholder's Equity

Common Stock (\$0.001 par value; authorized 50,000,000 shares; outstanding 37,615,675 shares)	5,179,206
Deficit accumulated during the development stage	<u>(5,398,613)</u>
Total stockholder's equity	<u>(219,407)</u>

Total Liabilities and Stockholder's Equity	<u>\$ 303,480</u>
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See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statement of Income (Loss)
For the Year ended June 30, 2008
(Unaudited)

	<u>Year Ended June 30, 2008</u>	<u>Cumulative during the development stage</u>
Revenues	\$ -	\$ 11,828
Expenses		
Selling, general and administrative	428,067	2,209,490
Research and development	512,966	3,147,601
Advertising and marketing	1,856	11,644
Depreciation	8,168	41,706
Total Expenses	<u>951,057</u>	<u>5,410,441</u>
Net Loss	<u>\$ (951,057)</u>	<u>\$ (5,398,613)</u>

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statement of Changes in Stockholder's Equity
For the Year ended June 30, 2008
(Unaudited)

	Common Stock	Deficit Accumulated During the Development Stage	Total Stockholder's Equity
Balance at Beginning of Year	<u>4,299,620</u>	<u>(4,447,556)</u>	<u>(147,936)</u>
Common stock issued for:			
Cash	238,000	0	778,514
Compensation	781,943	0	4,325,970
Net Income	<u>-</u>	<u>(781,943)</u>	<u>(5,398,613)</u>
Balance at End of Year	<u><u>\$ 5,448,906</u></u>	<u><u>\$ (5,229,499)</u></u>	<u><u>\$ (219,407)</u></u>

See accompanying notes.

EXHIBIT "A," Continued

GeckoSystems International Corporation
(A Development Stage Company)
Statements of Cash Flows
For the Year ended June 30, 2008
(Unaudited)

	<u>Year Ended June 30, 2008</u>	<u>Cumulative during the Development Stage</u>
Cash flows from operating activities:		
Net loss	\$ (951,057)	\$ (6,202,256)
Adjustments to reconcile net loss to net cash used by operating activities:		
Common stock issued for services rendered	\$ 781,943	\$ 4,774,220
Common stock issued for stock of predecessor	-	197,172
Depreciation	8,168	31,576
(Increase) decrease in:		
Supply inventory	4,674	(73,751)
Employee advances	-	-
Other assets	3,678	(74,747)
Increase (decrease) in:		
Accounts payable	-	-
Accrued liabilities	152,594	522,887
Total adjustments	<u>951,057</u>	<u>5,377,357</u>
Net cash provided by operating activities	<u>-</u>	<u>(891,665)</u>
Cash flows from investing activities:		
Purchase of equipment and furniture	-	(60,359)
Net cash used by investing activities	<u>-</u>	<u>(60,359)</u>
Cash flows from financing activities:		
Proceeds from issuance of common stock	<u>238,000</u>	<u>1,203,820</u>
Net cash provided by financing activities	<u>-</u>	<u>1,203,820</u>
Net increase (decrease) in cash	727	14,523
Cash, beginning of year	<u>13,796</u>	<u>-</u>
Cash, end of year	<u>\$ 14,523</u>	<u>\$ 14,523</u>
Supplemental disclosure of non-cash investing activities:		
Common stock issued for services rendered	<u>\$ 781,943</u>	<u>\$ 5,556,163</u>
Common stock issued for equipment	<u>-</u>	<u>\$ 10,000</u>

See accompanying notes.

EXHIBIT "B"

Amendments to Articles of Incorporation

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of
GeckoSystems International Corporation

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

The total authorized capital stock of the Corporation shall be 250,000,000 shares of Common Stock, \$0.001 par value.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 30th day of December, 2008.

By: Elaine G. Spencer
Authorized Officer

Title: Corporate Secretary/Treasurer

Name: Elaine G. Spencer
Print or Type