



2010 ANNUAL REPORT

ENCOUNTER TECHNOLOGIES, INC.

DATED: May 9, 2011

CUSIP NUMBER: 29259J 105

Part A General Company Information

Item 1: The exact name of the issuer and its predecessor (if any)

The Company's name is Encounter Technologies, Inc. The issuer's predecessor name was Encounter.com Inc. The Company changed its name from Encounter.com to its current name on December 4, 2009.

Item 2: The address of the issuer's principal executive offices

6313 Corporate Court, Suite 110
Fort Myers, FL 33919
Office: 239-415-1525
www.encountertech.com
Investor Relations Contact: Sheri Cook
info@encountertech.com

Item 3: The jurisdiction(s) and date of the issuers' incorporation or organization

The Company was organized under the laws of the State of Colorado on June 6, 1986.

Part B Share Structure

Item 4: The exact title and class of securities outstanding

The Company has four classes of capital stock consisting of 7,671,348,421 shares of Common Stock, 11,135,000 shares of Preferred A Stock, 24,757,000 of Preferred B Stock, and 0 shares of Preferred C Stock. The Company's trading symbol is ENTI and CUSIP number is 29259J 105.

Item 5: Par or stated value and description of the security

The Common Stock has a par value of \$.001 and the Preferred Stock has no par value. The Common Stock has a one share one vote right with no other rights. There are currently no designations on the Preferred Stock.

Item 6: The number of shares or total amount of the securities outstanding for each class of securities authorized.

As of the fiscal quarter ended December 31, 2010:
Common Stock Authorized: 10,000,000,000
Common Stock Outstanding: 7,671,348,421
Public Float: 5,590,407,554
Preferred Stock Authorized: 97,000,000
Preferred Stock Outstanding: 35,892,000 (A = 11,135,000, B = 24,757,000, C = 0)

Number of Shareholders of Record: 526

As of the fiscal year ended December 31, 2010:

Common Stock Authorized: 10,000,000,000

Common Stock Outstanding: 7,671,348,421

Public Float: 5,590,407,554

Preferred Stock Authorized: 97,000,000

Preferred Stock Outstanding: 35,892,000 (A = 11,135,000, B = 24,757,000, C = 0)

Number of Shareholders of Record: 526

As of the fiscal year ended December 31, 2009:

Common Stock Authorized: 5,000,000,000

Common Stock Outstanding: 204,813,999

Public Float: 33,407,554

Preferred Stock Authorized: 97,000,000

Preferred Stock Outstanding: 0

Number of Shareholders of Record: 439

Part C Business Information

Item 7: The name and address of the transfer agent

Pacific Stock Transfer Company
4045 South Spencer Street, Suite 403
Las Vegas, NV 89119
Telephone: 702-361-3033

Our transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

Item 8: The nature of the issuer's business

A. Business Development. The Company is currently in operations and is a provider of cutting edge technologies for its corporate partners and clientele. Our strategic mission is to identify and solve the challenges facing today's businesses that utilize the internet for online video streaming, distribution, and networking. We develop and program these solutions for the management of these processes as well as within social network and distribution platforms. Our proprietary and customizable platforms also allow our partners to private label our technology to meet their needs and goals.

1. The form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.);

The organizational form of the issuer is a Corporation.

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

The issuer was organized in 1986.

3. The issuer's fiscal year end date

The issuers' fiscal year end date is 12/31.

4. Whether the issuer has been in bankruptcy, receivership or any similar proceeding

The issuer has never been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets

There has not been any material reclassification, merger, consolidation, or purchase of a significant amount of assets.

6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangements requiring the issuers to make payments

There has not been any default of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.

7. Any change of control

There has not been any change of control.

8. Any increase of 10% or more of the same class of outstanding equity securities?

In January, 2010 there was an increase of more than 10% of the outstanding common stock.

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

The company has declared a 1% stock dividend payable in each quarter of 2011.

The Company was originally organized as a Colorado corporation on June 4, 1986 as a corporation under the name Sure Hair, Inc. The Company changed its name on September 3, 1997 to Palmer Medical, Inc. and then on February 3, 1999 to Edatenow.com, Inc. The Company changed its name to Encounter.com,

Inc. on June 1, 1999 and finally to Encounter Technologies, Inc. on December 4, 2009.

10. Any delisting of the issuers securities by any securities exchange or deletion from the OTC Bulletin Board

There has not been any delisting of the issuers securities by any securities exchange or deletion from the OTC Bulletin Board.

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

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 any current, past or pending trading suspensions by a securities regulator. State the names of the principal's parties, the nature and current status of the matter, and the amounts involved.

B. Business of Issuer.

Encounter Technologies, Inc. provides end-to-end technology and online marketing services, including design, build, hosting, and online marketing support. We specialize in social media, video technology, and online entertainment web solutions. Encounter Technologies, Inc. utilizes their pre-built applications to provide the platforms in which to base solutions for businesses looking to utilize video technology to increase online collaboration and interaction. Our goal is to provide our clients with the best methods to increase user value and achieve desired business results. In striving to achieve our goals we have acquired RTR Media, Inc. and Camera Crew Inc. which operate as wholly owned subsidiaries and bring to Encounter, expertise in web based structure and video filming/production respectively. Currently there are no governmental or environmental regulations affecting our business. At this time we have ten full time employees and our primary SIC code is 519130.

The Company is not and has never been a "shell" as defined by Rule 144,(i) of the Securities Act of 1933.

Item 9: The nature of the products and services offered

The legal name of the Corporation is Encounter Technologies, Inc. a Colorado Corporation, and is traded on the pinksheets.com, stock Symbol, "ENTI.PK". The

Company is also doing business under the name "MusicMatrix.com" which is its flagship music video oriented social networking site. Its primary products & services encompass website subscriptions for our flagship site MusicMatrix.com.

MusicMatrix.com is a fully integrated social community which will allow users to participate in music video editing competitions in order to win both prizes and recognition. Encounter Technologies has developed a cutting edge, innovative, and simple to use platform for MusicMatrix.com which facilitates the video uploading, editing, sharing, and viewing experiences. In addition, users not interested in editing music videos will be given incentive to drive traffic to the site and promote the featured artist or song.

MusicMatrix offers 3 memberships:

-**Free**-Users will have the ability to vote for their favorite videos, join director groups, post comments on videos, and receive updates on new videos & active projects.

-**Gold**-\$9.99 per month. Users will be entitled to the following: ability to create profile and have mailbox, upload and share videos and pictures, edit videos, participate in video competitions, and have 5GB of space.

-**Platinum**-\$14.99 per month. Users will have all features of Gold members. In addition, they will also have the ability to receive a payout on promotions and will have 10GB of space.

Item 10: The nature and Extent of the Issuer's Facilities

The business is based in Fort Myers, Florida and is operated from an office located at 6313 Corporate Court, Suite 110. The office is approximately 2,000 square feet. The Company pays \$1,200 per month for the office and the term of the lease is 3 years ending in May 2011.

Part D Management Structure and Financial Information

Item 11: A. The name of the chief executive officer, members of the board of directors, as well as control persons

The business address for all officers and directors is:
6313 Corporate Court, Suite 110
Fort Myers, FL 33919

Anthony DiBiase – Chief Executive Officer and Chairman of the Board of the Directors.

Mr. DiBiase holds 50,000,000 shares of Preferred A Stock; 200,000,000 shares of restricted common stock and 10,000,000 shares of Preferred B stock in the Company. His current compensation is \$120,000 per year.

Over the last five years, Anthony DiBiase has owned and operated companies in the medical news, education, and publishing industries.

These companies included:

MEV Healthcom, Inc.

Established in 1995 as a full service medical communications and publishing company for the purpose of developing Continuing Medical Education (CME) programs and publications for medical professionals.

Promotions in Medicine, Inc.

Established in 1991 as a full service advertising sales and publishing firm which represented major medical publishers for the purpose of selling advertising space to the pharmaceutical industry for their medical journals.

Scientific News International, Inc.

Established in 1997 as a medical news reporting company which reports on cutting edge medical information from major medical society meetings throughout the world.

Strategic Rare Earth Metals, Inc.

Mr. DiBiase was CEO from July-November, 2010 for the purpose to start up the development of new business ventures in online publishing and mobile applications for the Company.

B. Legal/Disciplinary History.

None 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);
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;

3. A finding or judgment 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

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.

There are no family relationships in the company and there have been no related party transactions.

Item 12: Financial information for the issuer's most recent fiscal year

The financial statements for the year ended December 31, 2010 are attached hereto and incorporated in this disclosure statement by reference.

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

No financial information from predecessors is available for fiscal years past nor will they have any bearing on the new company's financial statements. The Company was acquired in the fourth quarter of 2009 and there were no material transactions which occurred before January 1, 2010.

Item 14: Beneficial Owners

There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Common Stock. There are no shareholders known to the Company who beneficially own more than five percent (5%) of any class of the Company's Preferred Stock, other than Anthony DiBiase, Chief Executive Officer and Chairman of the Board of Directors and Richard DiBiase former Chief Executive Officer.

Item 15: The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure.

Counsel - Vincent & Rees, L.C.
175 East 400 South
15th Floor
Salt Lake City, UT 84111
Telephone (801) 303-5730

Chris Davies, Esq.
2234 N. Federa Highway Suite 300

Boca Raton, FL 33431
Telephone (561) 289-9780

Accountant – H & R Block Professional Services
4600 Summerlin Road
Fort Myers, FL
Telephone (239) 278-4300

Item 16: Management's Discussion and Analysis or Plan of Operation

Plan of Operation

Over the next twelve months, the Company will maintain its business operations. The Company intends to expand its online promotions beyond "Interactive Music Videos" to encompass a broader range of video editing promotions for its web site MusicMatrix.com. The Company will also be pursuing artists and bands in a wide variety of genres in order to capture a more rounded audience. In addition, the company's technology will be marketed into the Internet Yellow Pages Advertising Industry, its SEO/SEM Enterprise, and also will re-launch of Filmrookie.com.

Item 17: List of securities offerings and shares issued for services in the past two years

NONE

Item 18: Material Contracts

The Company has no material contracts that will be required of or performed by them that are not in the normal course of business.

Item 19: Articles of Incorporation and Bylaws

The Company's Articles of Incorporation and Bylaws were uploaded to www.otcmarkets.com on September 24, 2010 as part of the Initial Company Information and Disclosure Statement.

Item 20: Purchase of Equity Securities by the Issuer and Affiliated Purchasers

Neither the Company nor any "Affiliated Purchasers" made any purchases of the Company's equity securities.

Item 21: Issuers Certifications

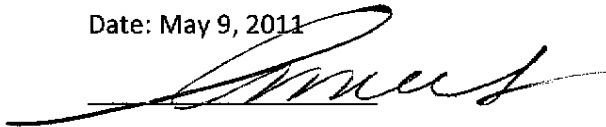
I, Anthony DiBiase, certify that:

1. I have reviewed this Amended Issuer Information and Disclosure Statement of Encounter Technologies, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of 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: May 9, 2011

A handwritten signature in black ink, appearing to read 'Anthony DiBiase', written over a horizontal line.

Name: Anthony DiBiase

Title: CEO/Chairman

Item 12: Financial information for the issuer's most recent fiscal year

ENCOUNTER TECHNOLOGIES, INC.			
Consolidated Statement of Assets, Liabilities, and Equity			
December 31, 2010			
UNAUDITED			
<u>ASSETS</u>			
Current Assets			
Cash & Cash Equivalents		\$	17,138
Due from Shareholders			555,226
Total Current Assets			572,364
Property Plant and Equipment (Net)			148,341
Product Development Costs			2,794,312
Notes Receivable			1,750,000
Total Assets		\$	5,265,017
<u>LIABILITIES & SHAREHOLDERS EQUITY</u>			
Current Liabilities			
Accounts Payable & Accrued Liabilities			17,862
Total Current Liabilities			17,862
Long-Term Debt			
Note Payable			92,799
Note Payable			1,017,625
			1,110,424
Total Liabilities			1,128,286

Shareholders' Equity					4,136,731
Total Liabilities & Shareholders' Equity				\$	5,265,017

ENCOUNTER TECHNOLOGIES, INC.					
Consolidated Statement of Revenues and Expenses					
For the year ended December 31, 2010					
UNAUDITED					
Revenues				\$	25,482
Expenses					
	Vehicle				10,707
	Bank Charges				1,893
	Creative Services				4,400
	Depreciation				17,760
	Insurance				6,946
	Licenses and Taxes				462
	Filing Fees				75
	Internet and Servers				500
	Investor Relations				3,000
	Marketing and Advertising				79,835
	Office Expense				11,324
	Public Relations				750
	Rent				19,224
	Repairs and Maintenance				96
	Software				6,321
	Subscriptions				246
	Telephone				6,022
	Travel				14,089
	Meals and Entertainment				10,466
	Utilities				3,630
	Video Production				50,264
	Consulting Fees				71,500
	Legal				878
	Website Maintenance				13,756
	Postage				1,102
	Supplies				125

	Miscellaneous							2,395
		Total Expenses						337,766
Net Loss							\$	(312,284)

ENCOUNTER TECHNOLOGIES, INC.
Consolidated Statement of Cash Flow
For the year ended December 31, 2010
UNAUDITED

CASH FLOWS FROM OPERATING ACTIVITIES

Net loss for the year	\$	(312,284)
Adjustment for :		
Depreciation		17,760
Cash used in operations		(294,524)
Decrease (increase) in working capital items		
Accounts payable and accrued liabilities		(17,862)
Due from Shareholders		(756,239)
Cash flows from operating activities		(1,068,625)

CASH FLOWS FROM INVESTING ACTIVITIES

Cash flows from investing activities		-
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CASH FLOWS FROM FINANCING ACTIVITIES

Investments in Stock		68,138
Acquisition of (repayment of) long-term debt		1,017,625
Cash flows from financing activities		1,085,763

NET INCREASE (DECREASE) IN CASH RESOURCES		17,138
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CASH (DEFICIENCY) RESOURCES - Beginning of Quarter		-
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CASH RESOURCES (DEFICIENCY) - End of Year	\$	17,138
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ENCOUNTER TECHNOLOGIES, INC.

Consolidated Statement of Changes in Shareholders' Equity

For the year ended December 31, 2010

UNAUDITED

Beginning Balance	\$	-		
Plus: Increases to Shareholders' Equity		4,449,015		
Less: Net Loss		(312,284)		
Ending Balance	\$	4,136,731		

1. SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION

Nature of Business

The Company is currently in operations and is a provider of cutting edge technologies for its corporate partners and clientele. The Company is organized in the State of Colorado and is a publicly traded pink sheets company traded under the symbol ENTI.PK.

Significant Accounting policies

Product Development Costs

Product Development Costs are capitalized and carried on the books at cost.

Property, Plant and Equipment

Property, Plant and Equipment is stated at cost less accumulated depreciation. Depreciation is recorded at rates designed to depreciate the cost of capital assets over their estimated useful lives.

2. CASH AND EQUIVALENTS

Cash and equivalents consist of cash which is currently sitting in the company checking account. The checking account bears interest at 1% annually. There are currently no money accounts however the Company is considering opening a money market account to earn more interest on its cash.

3. DUE FROM SHAREHOLDERS

The amount due from shareholders bears interest at a rate determined annually and has no fixed terms of repayment.

4. PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment is stated at cost less accumulated depreciation.

Depreciation rates are as follows:

- Furniture and equipment 20% declining balance
- Vehicle 30% declining balance
- Computer equipment 30% declining balance
- Leasehold improvements straight-line 5 years

5. PRODUCT DEVELOPMENT COSTS

Product development costs are carried at cost and consist of software and web development for Encounters proprietary applications.

6. NOTES RECEIVABLE

This amount pertains to sales and licensing of technologies.

7. ACCOUNTS PAYABLE

Accounts payable are monies owed by the Company to third parties. These accounts payable have been converted to promissory notes due one after demand.

8. LONG-TERM DEBT

The Company classifies loans and financial obligations with a due date past one year as Long-Term Debt. In the fourth quarter of 2010 the Company has long-term promissory notes as follows:

Spire Investment Group, Inc.	\$ 537,625
Flash Voice and Data Corp.	<u>\$ 480,000</u>
Total	<u>\$1,017,625</u>