

Company Information and Disclosure Statement
Section One: Issuers' Quarterly Disclosure Obligations

GUARD DOG, INC.
OTCPK: GRDO

We previously were a shell company; therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.

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Section One: Issuers' Initial Disclosure Obligations

Part A General Company Information

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

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Exact Company Name: GUARD DOG, INC. (hereinafter referred to as "we", "us", or "our" or "the Issuer").

Name used by predecessor entities in the past five years:

Formerly known as: FSBO Media Holdings, Inc. until 9-2008

Formerly known as: Discover Capital Holdings Corp. until 11-2005

Formerly known as: Technologies Corp. until 11-2001

Formerly known as: Concepts, Inc. to 1-1990

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

In answering this item, please also provide (i) the telephone and fax number of the issuer's principal executive offices, (ii) if applicable, the URL of each website maintained by or on behalf of the issuer, and (iii) if applicable, the name, phone number, email address, and mailing address of the person responsible for the issuer's investor relations.

- (i) The address and telephone number is:
3810 Murrell Road, #215
Rockledge, Florida 32955
Phone 866.960.9576

- (ii) The website for the company is: www.15sof.com

(iii) The company does not employ an investor relations firm. All inquiries may be addressed to our president, John Bonaccorso, CEO, at the Company's address above.

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

Provide the issuer's jurisdiction(s) of incorporation or jurisdiction(s) of organization (if the issuer is not a corporation) and the date on which it was incorporated or organized.

Guard Dog, Inc. was incorporated in Nevada on September 27, 2005, under its prior name of FSBO Media Holdings, Inc.

Part B Share Structure

Item IV The exact title and class of securities outstanding.

In answering this item, provide the exact title and class of each class of outstanding securities. In addition, please provide the CUSIP and trading symbol.

CUSIP Number: 40121V 109

Trading Symbol: OTCPK: GRDO

Item V Par or stated value and description of the security

A. Par or Stated Value. Provide the par or stated value for each class of outstanding securities.

Common Stock par value \$0.0001 and Preferred Stock par value \$0.001.

B. Common or Preferred Stock.

The company has the following classes of stock:

- a. Common Stock (Class A), par value \$0.0001
- b. Common Stock (Class B), par value \$0.0001, no voting rights. Convertible 1:5,000 to common stock Class A.
- c. Preferred Class A, par value \$0.001, voting rights 1:10,000, not convertible to common stock.
- d. Preferred Class B, par value \$0.001, voting rights 1:1, not convertible to common stock.

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

In answering this item, provide the information below for each class of securities authorized. Please provide this information (i) as of the end of the issuer's most recent fiscal quarter and (ii) as of the end of the issuer's last two fiscal years.

Class A Common Stock

	Most Recent Fiscal Quarter	Last Fiscal Year	Previous to Last Fiscal Year
(i) Period end date;	9/30/11	12/31/10	12/31/09
(ii) Number of shares authorized;	6,000,000.000	1,490,000,000	649,500,000
(iii) Number of shares outstanding;	5,476,998,068 (**)	1,044,498,068	649,498,068
(iv) Freely tradable shares (public float); and	5,476,998,068 (**)	1,044,498,068	649,498,068
(v) Total number of shareholders of record.	397	381	377

Class B Common Stock

	Most Recent Fiscal Quarter	Last Fiscal Year	Previous to Last Fiscal Year
(i) Period end date;	9/30/11	12/31/10	12/31/09

(ii) Number of shares authorized;	10,000,000	10,000,000	10,000,000
(iii) Number of shares outstanding;	163,478	303,478	378,478
(iv) Total number of shareholders of record.	4	4	3

Class A Preferred Stock

	Most Recent Fiscal Quarter	Last Fiscal Year	Previous to Last Fiscal Year
(i) Period end date;	9/30/11	12/31/10	12/31/09
(ii) Number of shares authorized;	5,000,000	5,000,000	5,000,000
(iii) Number of shares outstanding;	5,000,000	5,000,000	5,000,000
(iv) Total number of shareholders of record.	1	1	1

Class B Preferred Stock

	Most Recent Fiscal Quarter	Last Fiscal Year	Previous to Last Fiscal Year
(i) Period end date;	9/30/11	12/31/10	12/31/09
(ii) Number of shares authorized;	525,000	525,000	525,000
(iii) Number of shares outstanding;	521,413	521,413	521,413
(iv) Total number of shareholders of record.	35	35	35

(**) Note that transfer agent has not issued these shares.

Part C Business Information

Item VII The name and address of the transfer agent*

*In answering this item, please also provide the telephone number of the transfer agent, indicate whether or not the transfer agent is registered under the Exchange Act, and state the appropriate regulatory authority of the transfer agent. *To be included in OTCQX or the Current Information OTC Market Tier, the issuer's transfer agent must be registered under the Exchange Act.*

Madison Stock Transfer
PO Box 145
Brooklyn, NY 11229

Phone: 718-627-4453

Fax: 718-627-6341

The transfer agent is registered under The Exchange Act and is under the regulatory authority of the Securities and Exchange Commission

Item VIII The nature of the issuer's business

In describing the issuer's business, please provide the following information:

- A. **Business Development.** Describe the development of the issuer and material events during the last three years so that a potential investor can clearly understand the history and development of the business. If the issuer has not been in business for three years, provide this information for any predecessor company. This business development description must also include:

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

The issuer is a Nevada corporation.

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

The issuer was organized on September 27, 2005. The issuer has no predecessor.

3. **the issuer's fiscal year end date;**

December 31st

4. **whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding;**

None

5. **any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;**

On June 2, 2001, the individual who owned the control block of Class A Preferred Stock sold his shares to John Bonaccorso, now the Company's CEO. Concurrent with this, the Company purchased 100% of the shares of 15 Seconds of Fame.

6. **any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments;**

None

7. **any change of control;**

On June 2, 2011, the Company entered into an Agreement with 15 Seconds of Fame, Inc. ("15 SOF") pursuant to the terms of which, 15SOF merged with and into GRDO on or about June 2, 2011. In conjunction with the Merger, John Bonaccorso, purchased a control block of stock (i.e. 5,000,000 shares of Class A Preferred Stock from the Company's former CEO, James Watson.

8. **any increase of 10% or more of the same class of outstanding equity securities;**

In connection with the merger, the Company issued 3,650,000,000 shares of Common A stock to the former shareholders of 15 SOF.

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

Aside from the merger referenced above, there have not been any past or pending stock splits, stock dividends, recapitalizations, mergers, acquisitions, spin-offs, or reorganization except as otherwise noted herein.

10. any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board; and

None

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 parties, the nature and current status of the matters, and the amounts involved.

None

B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:

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

Primary Code: 7323.

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

The Issuer is currently conducting operations.

3. whether the issuer is or has at any time been a "shell company"

The issuer was a shell company within the definition of the Securities Act Rule 405.

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

15 Seconds of Fame, Inc.

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

None

6. 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;

\$100,000

7. costs and effects of compliance with environmental laws (federal, state and local); and

The Issuer does not expect to incur any costs or effects resulting from compliance with federal, state, and local environmental laws.

8. the number of total employees and number of full-time employees.

Number Total Employees: 6

Number of Full-time Employees: 4

Item IX The nature of products or services offered

In responding to this item, please describe the following so that a potential investor can clearly understand the products and services of the issuer:

A. principal products or services, and their markets;

15 Seconds of Fame operates a website with the capabilities to create contests and payout prizes to winners for the talented, or even those who want only their 15 seconds of fame. The contests can take multiple digital forms including video, audio, mobile uploads, music and pictures. The website runs multiple contests simultaneously, each with thousands of entries and votes.

B. distribution methods of the products or services;

The website is distributed over the internet.

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

None

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

At the current time, there is no known national leader or brand concentrating on talent and fame competitions. There are other companies that offer contests, but their focus appears to be on a different market. Primary competition will come from new entrants into the market.

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

There are multiple suppliers of programmers and website hosts.

F. dependence on one or a few major customers;

None

G. patents, trademarks, licenses, franchises, concessions,

None

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

None

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

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, 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 or control 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.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Issuer occupies approximately 2,000 square feet of leased office space, at the rate of \$2,000 US per month.. The lease is for one (1) years commencing in September 2010. The Issuer believes that the space is in good condition and properly insured.

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Officers and Directors. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement:

1. Full name;
2. Business address;
3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);
4. Board memberships and other affiliations;
5. Compensation by the issuer; and
6. Number and class of the issuer's securities beneficially owned by each such person.

John Bonaccorso, President and CEO

Business address: 3810 Murrell Road, #215, Rockledge, Fl. 32955

Employment history / Board Memberships & other affiliations: Mr. Bonaccorso has been founder and CEO of 15 Seconds of Fame since March 2009. Prior to that point, Mr. Bonaccorso built the 9th Exchange, a website through which owners of digital content could license their content and earn royalties.

Compensation by the issuer: Salary is \$6,000 per month.

Number, Class & Percentage of Outstanding Shares of the Issuers Securities Beneficially Owned: Person Named above owns 5,000,000 shares of Class A Preferred common stock (100% of Outstanding) and 1,330,867,000 shares of Class A common stock (26% of Outstanding).

B. Legal/Disciplinary History. Please 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 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

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

C. Disclosure of Family Relationships. Describe any family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the issuer's equity securities.

None

D. Disclosure of Related Party Transactions. Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved 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 (ii) any related person had or will have a direct or indirect material interest.

None.

E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

None.

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

Instruction to Item XII: The issuer shall post the financial statements required by this Item XII through the OTC Disclosure and News Service under the appropriate report name for the applicable period end. (If the financial statements relate to a fiscal year end, publish it as an "Annual Report," or if the financial statements relate to a quarter end, publish it as a "Quarterly Report" or "Interim Report") The issuer must state in its disclosure statement that such financial statements are incorporated by reference. The issuer must also (i) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (ii) clearly explain where the incorporated documents can be found, and (iii) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents.

The issuer shall provide the following financial statements for the most recent fiscal period (whether fiscal quarter or fiscal year).

1. balance sheet;
2. statement of income;
3. statement of cash flows;
4. statement of changes in stockholders' equity;
5. financial notes; and
6. audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with generally accepted accounting principles (GAAP) by persons with sufficient financial skills.

Information contained in annual financial statements will not be considered current more than 90 days after the end of the issuer's fiscal year immediately following the fiscal year for which such statement are provided, or with respect to quarterly financial statements, more than 45 days after the end of the quarter immediately following the quarter for which such statements are provided.

The following Financial Statements have been posted to the OTC Markets for the Quarter ending September 30, 2011 and are incorporated herein by reference..

1. balance sheet;
2. statement of income;
3. statement of cash flows;
4. statement of changes in stockholders' equity; and
5. financial notes;

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

Please provide the financial statements described in Item XII above for the issuer's two preceding fiscal years. Instruction to Item XIII: The issuer shall either (i) attach the financial statements required by this Item XIII to its initial disclosure statement or (ii) post such financial statements through the OTC Disclosure and News Service as a separate report under the name of "Annual Report" for the applicable fiscal year end. The issuer must state in its disclosure statement that such financial statements are incorporated by reference. The issuer must also (x) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (y) clearly explain where the incorporated documents can be found, and (z) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents.

The following Financial Statements have been posted to Pink Sheets for the Fiscal Years ending December 31, 2009 and 2010.

1. balance sheet;
2. statement of income;
3. statement of cash flows;
4. statement of changes in stockholders' equity; and
5. financial notes;

Item XIV Beneficial Owners

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities. To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

<i>Name & Address</i>	<i>Number of Beneficially Shares Owned</i>	<i>Percentage Beneficially Owned</i>
Name: John Bonaccorso Preferred Series A*	5,000,000	100.0%
Name: John Bonaccorso Common Series A	1,330,867,000	26.2%
Name: Mohcine Dehbi Common Series A	722,770,625	14.2%
K&L International Enterprises, Inc. 1375 State Road 436 Casselberry, FL 32707 Common Series B **	239,478	98.4%

* The Preferred Series A stock has voting rights of 10,000 votes for each one share of stock.

** Each Common Series B share has the voting rights of 1,000 votes for each one share of stock.

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 the operations, business development and disclosure

1. Investment Banker

None.

2. Promoters

None.

3. Counsel

Name: Kimberly L. Graus
Address: 4654 SR 64 E, #133, Bradenton, Fl. 34208
Phone: (941) 747-5290
Email: kgraus@tampabay.rr.com

4. Accountant or Auditor - the information shall clearly (i) describe if an outside accountant provides audit or review services, (ii) state the work done by the outside accountant and (iii) describe the responsibilities of the accountant and the responsibilities of management (i.e. who audits, prepares or reviews the issuer's financial statements, etc.). The information shall include the accountant's phone number and email address and a description of the accountant's licensing and qualifications to perform such duties on behalf of the issuer.

None

5. Investor and Public Relations Consultant

None

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.

We have consulted with the following advisor regarding the financial statement information provided within this Disclosure Statement:

Nperspective, LLC.
5971 Brick Court
Suite 10B
Winter Park, Florida 32792
Phone 407-679-7600
Fax 407-442-0680
email info@nperspective.net

Nperspective's services are limited to providing accounting assistance to management and internal accounting personnel to assist with financial statement assumptions and balances. The management of Guard Dog, Inc. is responsible for the financial information and disclosures included in the financial statements contained in this Disclosure Statement. The financial statements contained in this Disclosure Statements are the representations of Guard Dog, Inc and not those of Nperspective, LLC.

Item 16. Management's Discussion

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

Instructions to Item XVI

Issuers that have 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 the disclosure statement, shall provide the information in paragraphs A and C of this item. All other issuers shall provide the information in paragraphs B and C of this item.

The discussion and analysis shall focus specifically on material events and uncertainties known to management that would cause reported financial information not to be necessarily indicative of future operating results or of future financial condition.

Issuers are not required to supply forward-looking information. This is distinguished from presently known data that will impact upon future operating results, such as known future increases in costs of labor or materials. This latter data may be required to be disclosed.

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

1. Full fiscal years. Discuss the issuer's financial condition, changes in financial condition and results of operations for each of the last two fiscal years. This discussion should address the past and future financial condition and results of operation of the issuer, with particular emphasis on the prospects for the future. The discussion should also address those key variable and other qualitative and quantitative factors that are necessary to an understanding and evaluation of the issuer.

Prior to November 2010, the Company operated on the premise that entries into the contests would pay \$1 per entry, with no advertising. In November 2010, the Company changed its business model to focus upon generating revenues from advertisers on the Company's website. As such, the Company added various components to its website which would allow for advertising by multiple parties on a web page. Additionally, we had to determine a selling methodology which would enable us to achieve our objectives.

2. Interim Periods. Provide a comparable discussion that will enable the reader to assess material changes in financial condition and results of operations since the end of the last fiscal year and for the comparable interim period in the preceding year.

Income: The Company generated no revenues in either the three months or nine months ended September 30, 2011. The Company generated no revenues in either the three months or nine months ended September 30, 2010.

Cost of Sales: The Company incurred cost of sales of \$12,203 and \$2,484 for the three months ended September 30, 2011 and 2010, respectively. The Company incurred cost of sales of \$27,880 and \$2,514 for the nine months ended September 30, 2011 and 2010, respectively.

Operating Expenses: The Company incurred operating expenses of \$159,978 and 59,062 for the three months ended September 30, 2011 and 2010, respectively. The Company incurred cost of sales of \$279,535 and \$82,495 for the nine months ended September 30, 2011 and 2010, respectively.

Net Profit (Loss): The Company suffered a Net Loss of (\$172,167) and \$(61,546) for three months ended September 30, 2011 and 2010, respectively. The Company suffered a Net Loss of (\$310,084) and \$(85,011) for the nine months ended September 30, 2011 and 2010, respectively.

C. Off-Balance Sheet Arrangements.

1. In a separately-captioned section, discuss the issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors.

NONE

2. As used in paragraph C of this Item XVI, the term off-balance sheet arrangement means any transaction, agreement or other contractual arrangement to which an entity unconsolidated with the issuer is a party, under which the issuer has:

- i. Any obligation under a guarantee contract that has any of the characteristics identified in paragraph 3 of FASB Interpretation No. 45, Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Indirect Guarantees of Indebtedness of Others (November 2002) ("FIN 45"), as may be modified or supplemented, and that is not excluded from the initial recognition and measurement provisions of FIN 45 pursuant to paragraphs 6 or 7 of that Interpretation;**
- ii. A retained or contingent interest in assets transferred to an unconsolidated entity or similar arrangement that serves as credit, liquidity or market risk support to such entity for such assets;**

- iii. Any obligation, including a contingent obligation, under a contract that would be accounted for as a derivative instrument, except that it is both indexed to the issuer's own stock and classified in stockholders' equity in the issuer's statement of financial position, and therefore excluded from the scope of FASB Statement of Financial Accounting Standards No. 133, Accounting for Derivative Instruments and Hedging Activities (June 1998), pursuant to paragraph 11(a) of that Statement, as may be modified or supplemented; or
- iv. Any obligation, including a contingent obligation, arising out of a variable interest (as referenced in FASB Interpretation No. 46, Consolidation of Variable Interest Entities (January 2003), as may be modified or supplemented) in an unconsolidated entity that is held by, and material to, the issuer, where such entity provides financing, liquidity, market risk or credit risk support to, or engages in leasing, hedging or research and development services with, the issuer.

NONE

Part E Issuance History

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

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year. The list shall include all offerings of securities, whether private or public, and shall indicate:

- (i) The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- (ii) Any jurisdictions where the offering was registered or qualified;
- (iii) The number of shares offered;
- (iv) The number of shares sold;
- (v) The price at which the shares were offered, and the amount actually paid to the issuer;
- (vi) The trading status of the shares; and
- (vii) Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The list shall also include all shares or any other securities or options to acquire such securities issued for services in the past two fiscal years and any interim periods, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

From Prior Ownership:

- In February 2011 Barbara Moran was issued 80,000,000 shares of unrestricted Class A common stock, converted from 16,000 shares of Class B common stock, in exchange for a \$100,000 promissory note.
- In September 2010 Shawn Andreas was issued 2,000 shares of restricted Class B common stock, as part of his compensation package.
- In September 2010 Kendra Todd was issued 1,000 shares of restricted Class B common stock, as part of her compensation package.
- In September 2010 Chadwick Gray was issued 2,500,000 shares of restricted Class A common stock, as part of his compensation package.
- In September 2010 Javacool Software, LLC was issued 2,500,000 shares of restricted Class A common stock, as part of its contractual agreement with the Company.

From Current Ownership:

- During 2010, multiple parties purchased shares of 15 Seconds of Fame. As adjusted for the acquisition, those parties purchased 124,861,925 shares for \$91,410.
- During 2010, multiple parties were issued share of 15 Seconds of Fame. As adjusted for the acquisition, those parties were issued 222,517,710 shares as part of their compensation.
- During 2010, one party was issued shares of 15 Seconds of Fame as payment for rent. As adjusted for the acquisition, that party was issued 27,425,545 shares as payment for rent for one year.
- Through May 2011, multiple parties purchased shares of 15 Seconds of Fame. As adjusted for the acquisition, those parties purchased 302,910,759 shares for \$292,500.
- During 2011, multiple parties were issued share of 15 Seconds of Fame. As adjusted for the acquisition, those parties were issued 127,267,694 shares as part of their compensation.
- During July 2011, one party was issued 400,000,000 shares of unrestricted Class A common stock, converted from 80,000 shares of Class B common stock.

Part F Exhibits

The following exhibits must be either described in or attached to the disclosure statement: NONE

Item XVIII Material Contracts

As the Company's third party Agreements contains pricing and proprietary information, the Company has opted not to attach its material contracts to this Disclosure Statement.

Item XIX Articles of Incorporation and Bylaws

- A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation or certificate of organization are filed, a complete copy of the articles of incorporation or certificate of organization as amended shall be filed.**

The Company's Articles of Incorporation and Amendment to Articles of Incorporation have been posted to Pink Sheets.

- B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.**

The Company's Bylaws have been posted to Pink Sheets.

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

- A. In the following tabular format, provide the information specified in paragraph (B) of this Item XX with respect to any purchase made by or on behalf of the issuer or any "Affiliated Purchaser" (as defined in paragraph (C) of this Item XX) of shares or other units of any class of the issuer's equity securities.**

None

ISSUER PURCHASES OF EQUITY SECURITIES				
Period	Column (a) Total Number of Shares (or Units) Purchased	Column (b) Average Price Paid per Share (or Unit)	Column (c) Total Number of Shares (or Units) Purchased as Part of	Column (d) Maximum Number (or Approximate Dollar Value) of Shares (or

			Publicly Announced Plans or Programs	Units) that May Yet Be Purchased Under the Plans or Programs
Month #1 (identify beginning and ending dates)	Not Applicable.	Not Applicable.	Not Applicable.	Not Applicable.
Month #2 (identify beginning and ending dates)	Not Applicable.	Not Applicable.	Not Applicable.	Not Applicable.
Month #3 (identify beginning and ending dates)	Not Applicable.	Not Applicable.	Not Applicable.	Not Applicable.
Total	Not Applicable.	Not Applicable.	Not Applicable.	Not Applicable

Item XXI Issuer's Certifications

I, John Bonaccorso, *certify that:*

I have reviewed this Annual Information and Disclosure Statement of Guard Dog, Inc.:

- 1. 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, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and not misleading with respect to the period covered by this disclosure statement; and*
- 2. 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.*

Signature: /s/ John Bonaccorso

Date: November 29, 2011

Name: John Bonaccorso

Title: Chairman, Board of Directors and Chief Marketing Officer