

# **Company Information and Disclosure Statement**

**PROTEK CAPITAL, INC.  
OTCPK: PRPM**

**Item I Exact name of the Issuer and the address of its principal executive offices.**

In answering this item, the issuer shall provide the information required by items I and II of the requirements for initial disclosure statements in Section One of these Guidelines.

Exact Company Name: ProTek Capital, Inc. (hereinafter referred to as “we”, “us”, or “our” or “the issuer”).

Name used by predecessor entities in the past five years:

- (a) Propalms Inc. until 9-10
- (b) Propalms USA, Inc. until 06-07
- (c) Formerly Jenna Lane, Inc. until 3-06

**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.

Address: 55 S. E. 2nd Ave, Suite 405, Delray Beach, FL 33444

E Mail: [info@protekcapital.com](mailto:info@protekcapital.com)

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

**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.**

ProTek Capital, Inc formerly Propalms, Inc. (the "Company"), formerly Jenna Lane, Inc. (Jenna Lane), was incorporated in 1995 under the laws of the State of Nevada.

Acute Systems LLP was incorporated in 2001 under the laws of the State of Florida.

**Part B Shares outstanding.**

**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: 743429102

Trading Symbol: PRPM

In answering this item, the issuer shall provide the information required by item VI of Section One of these Guidelines with respect to the fiscal quarter end.

**Common Stock Issued and Outstanding: (as of 10/31/12): 3,027,218,472 Shares**

**Restricted Common Stock: (as of 10/31/12): 565,751,285 Shares**

**Preferred Series C Stock Outstanding (as of 10/31/12): 0 Shares**

**Preferred Series C Convertible Stock Outstanding: (as of 10/31/12): 800,000 Shares**

**Preferred Series B Outstanding: (as of 10/31/12): 10,000 Shares**

**Preferred A Stock Outstanding (as of 10/31/12): 0 Shares**

**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.**

- Four Billion (4,000,000,000) Authorized shares of Common stock, \$0.0001 par value per share.
- One million (1,000,000) Authorized shares of Preferred Series C Stock, \$1.00 par value per share.
- One million (1,000,000) Authorized shares of Preferred Series C Convertible stock, \$1.00 par value per share.
- Ten Thousand (10,000) Authorized shares of Preferred Series B stock, \$1.00 par value per share.

**B. Common or Preferred Stock.**

1. For common equity, describe any dividend, voting and preemption rights.

The Company has not declared dividends and has no plans to declare dividends on the common stock in the foreseeable future. Holders of the common stock are not generally entitled to any specific preemptive rights, unless specified by contract.

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

- Preferred Series C is entitled to no voting or convertible rights.
- Preferred Series C Convertible stock is entitled to 1000 votes per share on any matter properly brought to a vote of the shareholders of the company. The preferred stock shall be convertible at the option of the holder, at any time after issuance, into common stock at a 1000 to 1 conversion rate, with a floor price of \$.01.
- Preferred Series B Stock has the right to vote on any matter with holders of Common stock voting together as one (1) class. The holders of Ten Thousand (10,000) shares of Preferred Series B Stock shall have the number of votes equal to that number of Common shares which is not less than 51% of the vote required to approve any action, which Nevada law provides may or must be approved by vote or consent of the holders of other series of voting preferred shares and the holders of Common Shares or holders of other securities entitled to vote, if any.

N/A

**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.**

**Common Stock**

	<b>Most Recent Fiscal Quarter</b>
<b>(i) Period end date</b>	10/31/12
<b>(ii) Number of shares authorized</b>	4,000,000,000
<b>(iii) Number of shares outstanding</b>	3,027,218,472
<b>(iv) Freely tradable shares (public float)</b>	2,461,467,187

(v) Total number of beneficial shareholders	2
(vii) Total number of shareholders of record	64

**Series C Preferred Stock**

	Most Recent Fiscal Quarter
(i) Period end date	10/31/12
(ii) Number of shares authorized	1,000,000
(iii) Number of shares outstanding	800,000
(iv) Total number of shareholders of record	1

**Series B Preferred Stock**

	Most Recent Fiscal Quarter
(i) Period end date	10/31/12
(ii) Number of shares authorized	10,000
(iii) Number of shares outstanding	10,000
(iv) Freely tradable shares	0
(v) Total number of beneficial shareholders	0
(iv) Total number of shareholders of record	1

**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 OTC.QX or the Current Information OTC Market Tier, the issuer's transfer agent must be registered under the Exchange Act.

Name: Pacific Stock Transfer Company  
Address: 4045 South Spencer Street, Suite 403, Las Vegas, NV 89119  
Phone: 702-361-3033  
Registered Under Exchange Act: Yes  
Regulatory Authority: Security Exchange Commission (SEC)

**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.**

ProTek Capital, Inc., is an East Coast based corporation that is focused in investing or acquiring software companies that are privately held or traded on the public markets.

Its sole asset is 80% ownership Acute Systems LLP, a Florida Limited Liability Company organized in October 2001.

The objective of ProTek Capital, Inc., is to provide the best possible risk-return value for all our shareholders by making direct investments or outright purchases into foreign and domestic private and public micro-cap

companies. This is done through the acquisition of stock, convertible debt, warrants, and other instruments from target companies at a substantial discount. ProTek Capital, Inc., will play a significant role in assisting acquired companies in raising funds and helping to significantly grow the business with the opportunity at a later stage to spin out through a variety of methods.

ProTek Capital, Inc, has established a network of world-wide deal sources and is positioned ProTek Capital, Inc, has established a network of world-wide deal sources and is positioned to capitalize on the growing number of opportunities outside of the United States. All investments are designed to maximize upside opportunity for our shareholders.

## **History:**

The Company was incorporated in Delaware as Jenna Lane in 1995. On December 8, 2006, shareholders of Propalms, Ltd. purchased 13,750,000 shares of Jenna Lane, which represented 50.1% of the outstanding shares. Jenna Lane immediately increased its authorized common to 500 million shares. On December 9, 2006, Jenna Lane entered into an agreement with all the shareholders of Propalms, Ltd. to exchange 230 million shares of Jenna Lane common equity for all the issued and outstanding stock of Propalms, Ltd. After the consummation of the agreement, the former shareholders of Propalms, Ltd. owned 243,750,000 shares of common stock of Jenna Lane, which represented 89.35% of Jenna Lane's outstanding shares.

In December 2006, the Company incorporated in the state of Nevada. In March 2007, Jenna Lane changed its name to Propalms USA and its trading symbol to PRPM in order to better reflect the Company's international sales and global presence. Further, in June 2007, the Company filed Articles of Merger with the State of Nevada merging Propalms USA into the Company. The merger was effected to make the Company a public company in order to be able to provide the Company with other business options for making acquisitions, other business growth opportunities, provide potential share trading liquidity to the Company's existing shareholders and to avail itself of the more favorable corporate tax laws in Nevada.

In October 2008 Propalms, Inc. received from FINRA clearance to begin quotations on the OTC Bulletin Board, and its ticker symbol changed to PRPM.OB. In June 2009 Propalms, Inc filed a form 15-12G to cease filing periodic reports with the SEC and delist from the OTC Bulletin Board (OTCBB). Propalms was and is in good standing with the SEC, being current with all of its required filings.

The Propalms Board of Directors approved a capital restructuring in September 2009, whereby the Company increased its authorized common stock to 950,000,000 shares.

In October 2009, the company purchased Focus Systems Inc., a software service provider based in Washington State. On April 20, 2010 the Company completed and signed the sale of Focus Systems Inc to IFRS.OB.

Upon completion of the sale of the Company's wholly owned subsidiary Focus Systems Inc, to Infrared Systems International, Inc., the Company issued a restricted stock dividend of the IFRS common shares it received from the sale, to all its common shareholders.

The Company board of directors agreed to increase its authorized common stock from 950,000,000 to 2,000,000,000 shares of Common Stock on August 5, 2010.

On September 14, 2010 the Board of Director of Propalms Inc., accepted an offer from Robert Zysblat and Owen Dukes for the 100% stock purchase of its subsidiary Propalms Ltd (UK) in exchange for \$1,000,000 in NEGS.OB shares which equaled 100,000,000 shares valued at 0.01 per share and the taking on all the liabilities of Propalms Ltd (UK) estimated at \$1,300,000.

On October 27, 2010 the Company changed its name to ProTek Capital Inc.

On October 28, 2010, the Board of Directors agreed to issue a restricted stock dividend of the NEGS.OB shares it received upon the sale of its subsidiary, to all common shareholders of the Company In November 2010, the Company purchased 80% of the total shares in the cloud services company called Acute Systems LLP based in Florida.

The Company filed Articles of Amendment with the State of Nevada to increase its authorized common stock from 2,000,000,000 to 4,000,000,000 shares of Common Stock on April 18, 2011.

The Company signed an LOI in which PROTEK Capital would exchange 100% of Preston Trails Contractors (PTC) Common Stock for Preferred stock in PRPM which includes 55% majority voting rights and dilution protection.

The Company on July 15, 2011 signed a Share Exchange Agreement in which Preston Trails Contractors (Preston Trails) exchanged all 1,000,000 shares of its Common Stock for 10,000 Series B Preferred PRPM stock, resulting in Preston Trails becoming a wholly owned subsidiary of the Company.

In October 2012, the Company named Edward Vakser as CEO and accepted the resignation of Jonathan Verges.

In November 30, 2012, the Company signed a letter of intent to acquire a hundred percent interest in Legal Clicks dot Com LLC.

On December 13, 2012, the Company signed a letter of intent to acquire a hundred percent interest in Superstar Management Group, Inc. in exchange for \$350,000 in restricted shares of the Company

**This business development description must also include:**

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

C Corporation

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

1995

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

January 31st

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

An involuntary petition under Chapter 7 of the Bankruptcy Code was filed against the company in the U.S. Bankruptcy Court for the Southern District of New York. On 7-6-00, the Company converted case to Chapter XI of the Bankruptcy Code. On 11-18-01, the court dismissed the Chapter XI Case.

The Company has filed no other bankruptcy, receivership or any similar proceeding other than the above.

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

In December, 2006 Jenna Lane entered into an agreement with Propalms, Ltd. for a share exchange, whereby the former shareholders of Propalms, Ltd. acquired an 89.35% interest in Jenna Lanes outstanding shares.

On October 22, 2009, the Company entered into an agreement to acquire 100 percent of the shares of Focus Systems, Inc.,

On October 20, 2009, the Company completed the acquisition of 100% shares of Focus Systems, Inc., a private company located in Washington State, in exchange for 7,500,000 shares of the Company.

After the completion of the acquisition, Focus Systems, Inc. became a wholly owned subsidiary of the Company.

During the three month period ended April 30, 2010, the Company sold its subsidiary to IFRS, Inc. for 3,000,000 shares of common stock of IFRS, Inc. and 750,000 preferred shares of IFRS, Inc. The Company also made a commitment to invest \$250,000 in IFRS, Inc. The Company recorded a gain on sale of subsidiary of \$792,000.

On September 14, 2010, the Company sold off its subsidiary, Propalms Ltd., to the officers of the Company in exchange for 100,000,000 restricted shares of a publicly trading Company.

In November 2010, the Company purchased 80% of the total shares in the cloud services company called Acute Systems LLP based in Florida.

A Share Exchange Merger Agreement (July 15, 2011) was executed, which transferred all of the One Million (1,000,000) Shares of Common Stock in Preston Trails Contractors Inc. (PTC) a Texas Corporation for Ten Thousand (10,000) Preferred Series B stock in ProTek Capital. The Corporation will continue under the name of ProTek Capital, Inc.

On August 3, 2012, The Company was bought by Edward Vakser in a private transaction and he was named sole officer and Board member of the Company. All of the former officers and directors of the Company resigned. Mr. Vakser received all of the controlling shares (Preferred B) in in the Company.

On November 30, 2012, the Company signed a letter of intent to acquire a hundred percent interest in Legal Clicks dot Com LLC.

On December 13, 2012, the Company signed a letter of intent to acquire a hundred percent interest in Superstar Management Group, Inc. in exchange for \$350,000 in restricted shares of the Company.

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

The company received a payment demand of \$85,000 on 11/1/2010 for the guarantee it provided to Gary Ball, on the selling of his shares in the company IFRS.OB to Take Flight Equities Inc.

This matter has been fully resolved in a Settlement agreement executed by the parties dated 11/18/2010.

**7. Any change of control;**

In July of 2009, Mr. Robert Zysblat took over as the Company's President and CEO upon the resignation of Owen Dukes resignation as CEO. Mr. Dukes remains the COO and a full time Director.

In October 2009, Mr. Owen Dukes was named CEO of the Company and Mr. Robert Zysblat remains current President of the Company.

Pursuant to the Shares Exchange Agreement with Preston Trails on July 15, 2011, John T. Verges was appointed interim CEO.

On July 20, 2011, Robert Zysblat and Owen Dukes resigned their positions as officers and board members of the Company.

Pursuant to a Board Resolution in October of 2012, the Company named Edward Vakser as its CEO and accepted the resignation of John T. Verges.

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

Yes, in August 2010, the Company's common shares increased from 950 Million authorized to 2 Billion Authorized. In April 2011, the Company's common shares increased from 2 Billion to 4 Billion Authorized.

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

Yes. Upon, completion of the sale of the Company's wholly owned subsidiary Focus Systems Inc, to Infrared Systems International, Inc., the Company issued a restricted stock dividend of the common shares it received from the sale to its shareholders.

Upon the completion of the sale of the Company's wholly owned subsidiary Propalms Limited, the Company issued a restricted stock dividend of common shares in the company NX Global Inc., it received from the sale of Propalms Ltd

The Board of Directors approved a capital restructuring August 2010, that the Company increased its authorized common stock to 2,000,000,000 shares of Common Stock

The Board of Directors also approved a capital restructuring, including the issuance of 600,000 Preferred C shares to two officers of the Company

The Company issued 5,000,000 restricted common shares to the owner of Acute Systems LLP on completion of the acquisition on the 4 November, 2010.

The Board of Directors approved a capital restructuring April 2011, that the Company increased its authorized common stock to 4,000,000,000 shares of Common Stock.

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

The Issuer's securities have never been de-listed by any securities exchange or NASDAQ. However, upon voluntarily terminating its reporting obligations by filing Form 15 with the SEC, the Company became ineligible to remain on 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 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 SIC Code;**

15121,737999

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

The Company is currently conducting operations.

**3. Whether the issuer is, or has at any time been a "shell company"**

The Issuer is not now, nor never has it at any time been a shell company.

**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;**

Preston Trail Contractors, Inc. operates as a plumbing, electrical, and remodel/construction services company. It offers general construction, appliance installation, and remodeling services to residential and commercial markets. The company was founded in 2010 and is based in Frisco, Texas

Acute Systems LLP, the Company's subsidiary, is a service orientated, desktop virtualization, remote desktop and VoIP information technology provider Acute System clients do not need to purchase a server or even PC's to use their service and fully benefit from it. Acute Systems enables their clients to realize the value of being able to expense the cost of their entire service as opposed to amortizing

it over the life of purchased equipment, which in many cases will be obsolete before the tax benefits are realized.

Full information can be found on the company web site <http://www.acutesys.com/>

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

The Company does not foresee any substantial changes that could adversely affect the business of the Company at this time.

**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;**

The Company estimates it has spent no money on research and development activities in the last two years (2010 & 2011).

All expenditures, as reflected by the financial statements, may be said to pertain to development of the Company's business.

No costs are borne by customers.

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

None

**8. The number of total employees and number of full-time employees.**

The number of Total Employees: 3

The number of Full Time Employees: 2

**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;**

The objective of ProTek Capital, Inc. is to provide the best possible risk-return value for all our shareholders by making direct investments or outright purchases into foreign and domestic private and public micro-cap companies. ProTek seeks to make acquisitions through stock, convertible debt, warrants, and other instruments from target companies at a substantial discount. ProTek Capital, Inc. will play a significant role in assisting acquired companies in raising finance and helping to significantly grow the business with the opportunity at a later stage to spin out through a variety of methods. ProTek Capital, Inc.

ProTek Capital, Inc. has established a network of world-wide deal sources and is positioned to capitalize on the growing number of opportunities outside of the United States. All investments are designed to maximize upside opportunity for our shareholders

What we are looking for are small focused companies preferably at the next stage after startup, who are looking either to sell their business or aggressively expand and are seeking equity capital.

Business Approach: Upon receipt of a company's high level records an initial filtering of the financials takes place. Should the potential deal look promising a non-binding LOI is issued. This step will be followed by due diligence program to assess and test the viability of an acquisition or funding proposal. The process can be as short as six weeks or as long as six months to arrive at a decision.

ProTek, Inc. looks for both short term funding opportunities and longer term engagements. The key elements sought are solid business plans and a management team that can deliver on the plan.

**B. Distribution methods of the products or services;**

The company markets itself worldwide through its web site and multiple channels such the officers' contacts as well as trade shows and other events.

**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;**

Acute Systems LLP has a number of competitors in its current market. The main competitor is Citrix, based in Ft. Lauderdale. Other competitors in the market are smaller than the issuer and include ERICOM and 2X.

The Company believes that it competes primarily by positioning itself as a low cost, easy to use, and easy to install application and that it has been able to obtain solid market share from its competitors based on this strategy. The company's products compete in a fast growing market, with high barriers to entry, which currently allows plenty of room for competition.

Preston Trail Construction has competition on the local, regional, and national level. Preston's competition is anywhere from the local construction companies, plumbing business to the large construction businesses like Skanska.

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

Not applicable.

**F. Dependence on one or a few major customers;**

The Company is not dependent on any one major customer for the endurance of the company.

**G. Patents, trademarks, licenses, franchises, concessions,**

The Company currently does not own rights to any patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts at this time.

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

The Company, at this time, does not need and has not requested governmental approval for any products or services.

**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 Company has a rental agreement for accommodations at 55 S.E. 2nd Ave., Suite 405 Delray Beach, FL 33444 for \$92.75 Monthly.

## **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.**

**Edward Vakser, CEO**

Business address: 55 S.E. 2nd Ave., Suite 405 Delray Beach, FL 33444

Employment history / Board Memberships & other affiliations: Edward Vakser is also the CEO of Artfest International, Inc., a publicly traded company trading under the symbol ARTS. Mr. Vakser has experience working with incubator companies and helping them develop their products and become revenue generating.

Compensation by the issuer: Salary is \$60,000

Number, Class & Percentage of Outstanding Shares of the Issuers Securities Beneficially Owned:

10,000 Shares of Preferred B Stock.

**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. Disclose the following information regarding the transaction:

1. The name of the related person and the basis on which the person is related to the issuer;
2. The related person's interest in the transaction;
3. The approximate dollar value involved in the transaction (in the case of indebtedness, disclose the largest aggregate amount of principal outstanding during the time period for which disclosure is required, the amount thereof outstanding as of the latest practicable date, the amount of principal and interest paid during the time period for which disclosure is required, and the rate or amount of interest payable on the indebtedness);
4. The approximate dollar value of the related person's interest in the transaction; and
5. Any other information regarding the transaction or the related person in the context of the transaction that is material to investors in light of the circumstances of the particular transaction.

None known or contemplated.

**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 Pink Sheets for the period ending October 31, 2012

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 OTC Markets for the Fiscal Quarter Ending October 31, 2012 (6 Months).

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.*

<b>Name &amp; Address</b>	<b>Number of Beneficially Shares Owned</b>	<b>Percentage Beneficially Owned</b>
Name: Edward Vakser Title: President & CEO Address: 55 S. E. 2nd Ave, Suite 405 Delray Beach, FL 33444	10,000 Shares of Preferred B Stock	100%

Name: Green Life Address: 3011 Yamato Road, A-17 Boca Raton, FL 33434	800,000 Shares of Preferred C 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**

Jonathan Levin

**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. Public Relations Consultant(s)**

None

**6. Investor 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.**

None

**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.***

#### **A. Plan of Operation.**

**1. Describe the issuer's plan of operation for the next twelve months. This description should include such matters as:**

- i. A discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;**
- ii. A summary of any product research and development that the issuer will perform for the term of the plan;**
- iii. Any expected purchase or sale of plant and significant equipment; and**
- iv. Any expected significant changes in the number of employees.**

The financial condition of the company as seen in the recent financial statements shows that the company's revenue is growing. Management believes that with additional capital it will increase revenues as well as add additional products and services.

Management believes that with our plans to acquire and merge additional entities, revenues and profits will increase.

At this time the company does not have any material commitments for capital expenditures.

#### **C. 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. If material, the issuer should disclose the following:***

- i. Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer's short-term or long-term liquidity;**
- ii. Internal and external sources of liquidity;**
- iii. Any material commitments for capital expenditures and the expected sources of funds for such expenditures;**
- iv. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations;**
- v. Any significant elements of income or loss that do not arise from the issuer's continuing operations;**
- vi. The causes for any material changes from period to period in one or more line items of the issuer's financial statements; and**
- vii. Any seasonal aspects that had a material effect on the financial condition or results of operation.**

**FOLLOWING DISCUSSION SHOULD BE READ IN CONJUNCTION WITH OUR CONSOLIDATED UNAUDITED FINANCIAL STATEMENTS AND RELATED NOTES INCLUDED ELSEWHERE IN THIS REPORT. THIS REPORT CONTAINS FORWARD-LOOKING STATEMENTS. THE WORDS "ANTICIPATED," "BELIEVE," "EXPECT," "PLAN," "INTEND," "SEEK," "ESTIMATE," "PROJECT," "COULD," "MAY," AND SIMILAR EXPRESSIONS ARE INTENDED TO IDENTIFY FORWARD-LOOKING STATEMENTS. THESE STATEMENTS INCLUDE, AMONG OTHERS, INFORMATION REGARDING FUTURE OPERATIONS, FUTURE CAPITAL EXPENDITURES, AND FUTURE NET CASH FLOW. SUCH STATEMENTS REFLECT OUR MANAGEMENT'S CURRENT VIEWS WITH RESPECT TO FUTURE EVENTS AND FINANCIAL PERFORMANCE AND INVOLVE RISKS AND UNCERTAINTIES, INCLUDING, WITHOUT LIMITATION, GENERAL ECONOMIC AND BUSINESS CONDITIONS, CHANGES IN FOREIGN, POLITICAL, SOCIAL, AND ECONOMIC CONDITIONS, REGULATORY INITIATIVES AND COMPLIANCE WITH GOVERNMENTAL REGULATIONS, THE ABILITY TO ACHIEVE FURTHER MARKET PENETRATION AND ADDITIONAL CUSTOMERS, AND VARIOUS OTHER MATTERS, MANY OF WHICH ARE BEYOND OUR CONTROL. SHOULD ONE OR MORE OF THESE RISKS OR UNCERTAINTIES OCCUR, OR SHOULD UNDERLYING ASSUMPTIONS PROVE TO BE INCORRECT, ACTUAL RESULTS MAY VARY MATERIALLY AND ADVERSELY FROM THOSE ANTICIPATED, BELIEVED, ESTIMATED OR OTHERWISE INDICATED. CONSEQUENTLY, ALL OF THE FORWARD-LOOKING STATEMENTS MADE IN THIS REPORT ARE QUALIFIED BY THESE CAUTIONARY STATEMENTS AND THERE CAN BE NO ASSURANCE OF THE ACTUAL RESULTS OR DEVELOPMENTS.**

The following discussions of our financial conditions and results of operations contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Act of 1934.

Actual results and the timing of certain events could differ materially from those anticipated in these forward-looking statements. The financial condition of the company as seen in the recent financial statements shows that the company's revenue is growing. Management believes that with additional capital it will increase revenues as well as add additional products.

At this time the company does not have any material commitments for capital expenditures

We do not expect to make any significant changes in the number of employees at our current revenue and working capital as seen in the recent financial statements.

### **Liquidity and Capital Resources**

At October 31, 2012, we had cash on hand of \$0.

At October 31, 2012, we also had loans payable to various unrelated parties amounting to \$191,994.

It is anticipated the Company will have capital requirements depending on how business plans develop over the next two years.

At present the Company has taken certain restructuring steps to provide the necessary capital to continue its operations. These steps included, but were not limited to: 1) focus on sales to minimize the capital needs at this stage; 2) financial restructuring by changing part of the outstanding accounts payable to equity; 3) raising equity financing; 4) continuous focus on reductions in cost where possible.

The consolidated unaudited financial statements do not include any adjustments relating to the recoverability and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Our continuation as a going concern is dependent upon our ability to generate sufficient cash flow to meet our obligations on a timely basis, to retain our current financing, to obtain additional financing, and ultimately to attain profitability. If the Company is unable to generate profits and is unable to continue to obtain financing for its working capital requirements, it may have to curtail its business sharply or cease business altogether.

We are aggressively looking at ways to improve our revenue stream, including through the development of new products and additional acquisitions of licenses or other corporate entities. We continue to review potential merger opportunities as they present themselves to us and at such time as an acquisition might make financial sense and add value for our shareholders, we will pursue that acquisition opportunity.

The company will seek to grow through acquisitions and focus on such goals during the latter part of 2012 and into 2013. Progress will be heavily dependent on the general economy and the availability of capital. The scope of potential acquisitions and possible mergers will extend beyond technology related businesses should such opportunities present themselves.

**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.**

N/A

**Off-Balance Sheet Arrangements.**

***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 are material to investors. The disclosure shall include the items specified in paragraphs C (1)(i), (ii), (iii) and (iv) of this Item XVI to the extent necessary to an understanding of such arrangements and effect and shall also include such other information that the issuer believes is necessary for such an understanding.***

**i. The nature and business purpose to the issuer of such off-balance sheet arrangements;**

N/A

**ii. The importance to the issuer of such off-balance sheet arrangements in respect of its liquidity, capital resources, market risk support, credit risk support or other benefits;**

N/A

**iii. The amounts of revenues, expenses and cash flows of the issuer arising from such arrangements; the nature and amounts of any interests retained, securities issued and other indebtedness incurred by the issuer in connection with such arrangements; and the nature and amounts of any other obligations or liabilities (including contingent obligations or liabilities) of the issuer arising from such arrangements that are or are reasonably likely to become material and the triggering events or circumstances that could cause them to arise; and**

N/A

**iv. Any known event, demand, commitment, trend or uncertainty that will result in or is reasonably likely to result in the termination, or material reduction in availability to the issuer, of its off-balance sheet arrangements that provide material benefits to it, and the course of action that the issuer has taken or proposes to take in response to any such circumstances.**

N/A

**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;**

The company received a payment demand of \$85,000 on 11/1/2010 for the guarantee it provided to Gary Ball, on the selling of his shares in the company IFRS.OB to Take Flight Equities Inc.

This matter has been fully resolved in a Settlement agreement executed by the parties dated 11/18/2010.

- 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;

N/A

- 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

N/A

- 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.

N/A

***Instructions to paragraph C of Item XVI***

- i. No obligation to make disclosure under paragraph C of this Item XVI shall arise in respect of an off-balance sheet arrangement until a definitive agreement that is unconditionally binding or subject only to customary closing conditions exists or, if there is no such agreement, when settlement of the transaction occurs.***

N/A

- ii. Issuers should aggregate off-balance sheet arrangements in groups or categories that provide material information in an efficient and understandable manner and should avoid repetition and disclosure of immaterial information. Effects that are common or similar with respect to a number of off-balance sheet arrangements must be analyzed in the aggregate to the extent the aggregation increases understanding. Distinctions in arrangements and their effects must be discussed to the extent the information is material, but the discussion should avoid repetition and disclosure of immaterial information.***

N/A

- iii. For purposes of paragraph C of this Item XVI only, contingent liabilities arising out of litigation, arbitration or regulatory actions are not considered to be off-balance sheet arrangements.***

N/A

- iv. Generally, the disclosure required by paragraph C of this Item XVI shall cover the most recent fiscal year. However, the discussion should address changes from the previous year where such discussion is necessary to an understanding of the disclosure.***

N/A

***In satisfying the requirements of paragraph C of this Item XVI, the discussion of off-balance sheet arrangements need not repeat information provided in the footnotes to the financial statements, provided that such discussion clearly cross-references to specific information in the relevant footnotes and integrates the substance of the footnotes into such discussion in a manner designed to inform readers of the significance of the information that is not included within the body of such discussion.***

## Part E Issuance History

Item 17. List of Securities offerings and shares issued for services in the past two years.

In the past two (2) years the company has sold or issued the following securities not registered under the Securities Act by reason of the exemption afforded under Section 4(2) of the Securities Act of 1933, over the prior two (2) year period. Except as stated below, no underwriting discounts or commissions were paid with respect to any of the following transactions. The offer and sale of the following securities was exempt from the registration requirements of the Securities Act under Regulation D, Rule 506 (a) insofar as (1) except as stated below, each of the investors was either accredited within the meaning of Rule 501(a) or had such knowledge and experience in financial and business matters such that he/she was capable of evaluating the merits and risks of the investment; (2) all of the sales were made pursuant to Rule 506 exclusively according to state law exemptions from registration; (3) there were no more than 35 purchasers; and (4) all offers and sales satisfied the terms and conditions of Regulation D, Rules 501 and 502.

### Shares Issuance History from 01/31/09 to 10/31/2013

During the three month period ended April 30, 2009, the President & CEO voluntarily surrendered 10 million shares held by them. The Board authorized to cancel these shares.

During the year ended January 31, 2009, the Company issued 4,700,000 shares to an independent outside contractor. These shares were valued at the fair market value of \$188,000, pursuant to EITF 96-18.

During the year ended January 31, 2009, the Company raised \$485,626 cash, net of finders' fee, by issuing 41,813,146 shares. The shares were issued out of the escrow account maintained by the investor relations firm.

The Company issued 81,090,560 shares during the year ended January 31, 2009 for the payment of accrued loans. These shares were valued at the fair market value of \$561,951, pursuant to EITF 96-18.

Shares Issuance History From 01/31/09-07/31/12	Name of Person or Company	Nature of Each Offering	Jurisdiction	Number of Shares Offered	Number of Shares Sold	Price Shares Sold At	Trading Status of Shares
9/30/09	Big Apple Consulting	504 (b)	FL				Free
9/30/09	Robert Zysblast	Pref C	NV	100,000	NIL	NIL	Restricted
9/30/09	Owen Dukes	Pref C	NV	100,000	NIL	NIL	Restricted
8/1/10	Omega Capital	504	NY	80,610,274		\$71,347.69	Free
8/12/10	Omega Capital	504	NY	80,000,000		Minimum \$8,000	Free
9/16/10	Big Apple Consulting	Cancellation	NY	30,000,000		SHARES CANCELLED	REMOVED FROM ESCROW
10/27/10	Robert Zysblast	Pref C Shares		170,000		For Services	Restricted
10/27/10	Owen Dukes	Pref C Shares		170,000		For Services	Restricted

9/13/11	Phillip Verges	Pref C Convertible Shares	NY	400,000		Exchange	Restricted
9/13/11	Phillip Verges	Pref C Convertible Shares	NY	400,000		Exchange	Restricted

The Company agreed to issue the investor relations firm 5,000,000 shares as prepaid fee for the period from January 1, 2009 to May 31, 2009, pursuant to the agreement. The Company terminated the agreement with the firm in February 2009 and the whole amount was expensed to consulting services for the year. These shares were valued at the fair market value of \$100,000 pursuant to EITF 96-18.

The Company also issued the investor relations firm 18,406,559 shares as fee for the year ended January 31, 2009. The Company terminated the agreement with the firm in February 2009 and the whole amount was expensed to consulting services for the year. These shares were valued at the fair market value of \$165,659 pursuant to EITF 96-18.

In September 2009 the Company entered into a new consulting contract with Big Apple Consulting Inc, for Investor Relations and Capital raising work.

The Company filed its Form D with the Securities and Exchange Commission in September 30, of 2009, and it expired in June of 2012.

## Part F Exhibits

*The following exhibits must be either described in or attached to the disclosure statement:*

### Item XVIII Material Contracts

None

**A. Every material contract, not made in the ordinary course of business, that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. Also include the following contracts:**

**1. Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;**

None

**2. Any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;**

None

**3. Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or**

None

**4. Any material lease under which a part of the property described in the disclosure statement is held by the issuer.**

None

**B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.**

None

**C. The following management contracts or compensatory plans need not be included:**

**1. Ordinary purchase and sales agency agreements;**

Not Applicable.

**2. Agreements with managers of stores in a chain organization or similar organization;**

Not Applicable.

**3. Contracts providing for labor or salesmen's bonuses or payments to a class of security holders, as such; and**

Not Applicable.

**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 have been posted to OTC Markets.

**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 OTC Markets.

**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.**

<b>Period- Issuer</b>	<b>Column (a) Total Number of Shares (or Units) Purchased</b>	<b>Column (b) Average Price Paid per Share (or Unit)</b>	<b>Column (c) Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs</b>	<b>Column (d) Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs</b>
	N/A	N/A	N/A	N/A

**B. The table shall include the following information for each class or series of securities for each month included in the period covered by the report:**

**1. The total number of shares (or units) purchased (Column (a)). Include in this column all issuer repurchases, including those made pursuant to publicly announced plans or programs and those not made pursuant to publicly announced plans or programs. Briefly disclose, by footnote to the table, the number of shares purchased other than through a publicly**

*announced plan or program and the nature of the transaction (e.g., whether the purchases were made in open-market transactions, tender offers, in satisfaction of the company's obligations upon exercise of outstanding put options issued by the company, or other transactions).*

- 2. The average price paid per share (or unit) (Column (b)).*
- 3. The total number of shares (or units) purchased as part of publicly announced repurchase plans or programs (Column (c)).*
- 4. The maximum number (or approximate dollar value) of shares (or units) that may yet be purchased under the plans or programs (Column (d)).*

*Instructions to paragraphs (B)(3) and (B)(4) of this Item XX:*

*A. In the table, disclose this information in the aggregate for all plans or programs publicly announced.*

*B. By footnote to the table, indicate:*

- i. The date each plan or program was announced;*
- ii. The dollar amount (or share or unit amount) approved;*
- iii. The expiration date (if any) of each plan or program; iv. Each plan or program that has expired during the period covered by the table; and*
- iv. Each plan or program the issuer has determined to terminate prior to expiration, or under which the issuer does not intend to make further purchases.*

*C. For purposes of this Item XX, "Affiliated Purchaser" means:*

- 1. A person acting, directly or indirectly, in concert with the issuer for the purpose of acquiring the issuer's securities; or*
- 2. An affiliate who, directly or indirectly, controls the issuer's purchases of such securities, whose purchases are controlled by the issuer, or whose purchases are under common control with those of the issuer; provided, however, that "Affiliated Purchaser" shall not include a broker, dealer, or other person solely by reason of such broker, dealer, or other person effecting purchases on behalf of the issuer or for its account, and shall not include an officer or director of the issuer solely by reason of that officer or director's participation in the decision to authorize purchases by or on behalf of the issuer.*

#### **Item XXI Issuer's Certifications**

*I, Edward Vakser, certify that:*

*I have reviewed this Annual Information and Disclosure Statement of ProTek Capital, 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:**

**Date:** December 14, 2012

**Name:** Edward Vakser

**Title:** CEO