DIVERSITY GROUP INTERNATIONAL INC.

(A Florida Corporation)

COMPANY INFORMATION AND DISCLOSURE STATEMENT

Pursuant to Rule 15c2-11

As of December 31st, 2009

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

No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and:

Delivery of this information file does not at any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

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Part A General Company Information

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

The exact name of the Issuer is Diversity Group International Inc.

Name change history:

June 4, 2007: SKRCO Inc. to Diversity Group International Inc.

Item (II) The address of its principal executive offices:

#1912 175SW 7th ST	Phone: 305.515.5610
Miami, Florida	Fax: 888.354.1908
U.S.A 33130	Web Page: www.diversitygi.com

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

The issuer is a Florida corporation incorporated on October 27, 1997.

Part B Share Structure

Item (I) The exact title and class of securities outstanding.

Security Symbol:	DGIN
CUSIP Number:	25536L202
Common Stock:	50,000,000 authorized
Preferred Stock:	None

Item (II) Par or stated value and description of the security.

The authorized shares consists of 50,000,000 shares of Common stock at par value of 0.001 per share

Item (III) The number of shares or total amount of the securities outstanding for <u>each class</u> of securities authorized.

As at:	December 31st 2009
Total Authorized:	50,000,000
Total Outstanding:	8,555,347
Free Trading:	92,231
Restricted:	8,462,116
Number of Shareholders:	105 Shareholders of Record

The Company has a total of 600,000 warrants issues outstanding to a former officer and director of the Company. The warrants were issued on April 14th, 2009 and are exercisable for a period of three (3) years from the date of issuance. The warrants are subject to a leak out agreement that limits the number of warrants that may be exercised to 12,000 warrants per month. The warrants were split into 4 groups each with a different exercise price with the following number of warrants issued per exercise price level.

Number of Warrants	Exercise Price
125,000	$0.25/share
125,000	$050/share
250,000	$1.00/share
100,000	$3.00/share

The Company's Articles of Incorporation and Bylaws do not contain any provisions that would delay, defer or prevent a change in control of the Company.

Part C Business Information

Item (I) The name and address of the transfer agent:

Routh Stock Transfer
6860 North Dallas Parkway Suite#200
Plano Texas, 75024

Phone: (972) 381-2782
Fax: (972) 381 - 2783
E-mail:jfreeman@routhtransfer.com
Contact: Jason Freeman

*Routh Stock Transfer is registered under the Exchange Act and is an SEC approved Transfer Agent. The regulatory authority of the Transfer Agent is the SEC.

Item (II) The nature of the issuer's business.

A. Business Development

The Company was incorporated in the state of Florida on October 27th, 1997 as SKRCO, Inc.. The principal operations of the Company involved the marketing and sale of a product known as the Polar Pitcher, a beer pitcher that had a separate compartment to place ice in that would keep the beer in the pitchure for getting warm, but would prevent the melting ice from diluting the beer in the picture. The product web site was www.polarpitcher.com

In March of 2007 the company acquired CTFP, Inc. an Alberta corporation as a wholly owned subsidiary. As part of the acquisition of CTFP, Inc. the existing management of the Company was replaced by the management of CTFP, Inc. with Kevin Smith being COO and Les Evenshen being CEO. CTFP, Inc. is an asset management company specializing in foreign exchange investments, managed investment services, specialized hedging strategies for high net worth individuals and Institutional Clients.

Following the acquisition of CTFP, Inc. the management of the company decided to divest itself of the Polar Pitcher product line, which is now operated as a private company.

Since then, the focus of the company has been on expanding its asset management services that it provides to its clients.

The Company's fiscal year end is December 31st. The Company has not been involved in any bankruptcy, receivership, or any similar proceeding. However, the Company did undergo a reorganization of its share structure in December of 2008. The restructuring of the company's common share structure involved a 500,000 for 1 reverse split with all fractional shareholders being rounded up to 1 whole share, followed by a 200 for 1 stock dividend. The net effect of the restructuring was that the holders of the old shares underwent a 2,500 to 1 reverse split with no shareholder receiving less than 200 shares of the newly restructured common.

Following the restructuring of the Company's share structure, the Company signed new employment contracts with Kevin Smith, Co-CEO and Les Eveneshen, Co-CEO. As part of the employment contracts Mr. Smith was issued 6,296,816 shares of the Company's common stock and Mr. Eveneshen was issued 6,294,260 shares of the Company's common stock. Shortly thereafter Mr. Eveneshen resigned from the Company, and as part of the separation agreement between Mr. Eveneshen and the Company, Mr. Eveneshen returned his shares for cancellation in return for the warrants described above in Item 6.

In February of 2009, the Company issued Five Million shares to an investor under a Regulation S exemption in return for $500,000

The Company has the following loans outstanding.

The Company has a loan outstanding from AD Astra Holdings, Inc. The principal amount of the loan is $284,764, there is approximately $188,589 in accrued interest due for a total loan balance of approximately $473,353 as of December 31st, 2009

The Company has a loan outstanding from Michael Bobryk. The principal amount of the loan as of Aug 2007 is $25,000, there is approximately $17,500 in accrued interest. Interest accrues on the loan at a rate of 24% per annum. The loan has been outstanding since Jan 5th, 2006.

The Company has a loan outstanding from Wealth Tools, Inc. The principal amount of the loan is $50,000, there is approximately $10,000 in accrued interest. Interest accrues on the loan at the rate of 20% per annum. The loan has been outstanding since December 7th, 2007.

The Company has a loan outstanding from Jeffrey David. The principal amount of the loan is $10,000. Interest accrues on the loan at 24% per annum. The loan has been outstanding since August 18th, 2008.

The Company has a series of outstanding loans from Kofalt Limited. The principal amount as of December 31st, 2009 was $375,440. These loans were made between April 2009 and December 2009

The Company is not currently subject to any legal actions or in default on any debt covenants.

1. The form of organization of the issuer:

Diversity Group International Inc. is a Florida Corporation

2. The Year that the issuer (or any predecessor) was organized:

- The Company was incorporated on October 27, 1997 as SKRCO Inc. under the laws of the State of Florida.

3. Issuer's fiscal year end date:

Our fiscal year end is December 31.

4. Whether the issuer (and or any predecessor) has been in bankruptcy, receivership or any similar proceedings:

Diversity Group International Inc. has never been in bankruptcy, receivership or any similar proceedings.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business:

The Company acquired a wholly own subsidiary, CTFP INC., a Canadian corporation through a share exchange agreement in March, 2007.

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

Diversity Group International Inc., has never had any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments.

7. Any change of control:

In March of 2007 the company acquired CTFP, Inc. an Alberta corporation as a wholly owned subsidiary. As part of the acquisition of CTFP, Inc. the existing management of the Company was replaced by the management of CTFP, Inc. with Kevin Smith being COO and Les Eveneshen being CEO.

In December 2008 the Company signed new employment contracts with Kevin Smith, Co-CEO and Les Eveneshen, Co-CEO. Shortly thereafter Mr. Eveneshen resigned from the Company.

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

As part of the employment contracts Mr. Smith was issued 6,296,816 shares (27.25%) of the Company's common stock and Mr. Eveneshen was issued 6,294,260 shares (27.25%) of the Company's common stock. Shortly thereafter Mr. Eveneshen resigned from the Company, and as part of the separation agreement between Mr. Eveneshen and the Company, Mr. Eveneshen returned his shares for cancellation in return for the warrants.

In February of 2009, the Company issued 5,000,000 shares (33.3%) to an investor under a Regulation S exemption for $500,000; their current holdings are 452,219 shares.

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

Company underwent a reorganization of its share structure in December of 2008. The restructuring of the company's common share structure involved a 500,000 for 1 reverse split with all fractional shareholders being rounded up to 1 whole share, followed by a 200 for 1 stock dividend. The net effect of the restructuring was that the holders of the old shares underwent a 2,500 to 1 reverse split with no shareholder receiving less than 200 shares of the newly restructured common shares.

10. Any delisting of the Issuer's securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board;

None.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have material effect on the Issuer's business, financial condition, or operations. Any current, past or pending trading suspensions by a securities regulator;

None

B. Business of Issuer. Describe the Issuer's business so a potential investor can clearly understand it. Please also include, to the extent material to an understanding of the Issuer, the following specific items

Diversity Group International (DGI) is a management holding company which acquires majority interests in startup to small investment management firms. The Company's strategy is to generate growth through investments in new affiliates, as well as through the internal growth of existing affiliated firms.

DGI has developed a strategy (the "Venture Equity") which it believes is a superior succession planning alternative for startup to small investment management firms. The Company believes that our Equity Venture appeals to target firms for both financial and operational reasons:

- Our Venture Equity allows owners of startup to small investment management firms to sell their interest and acquire an ownership interest in the publicly traded parent, providing liquidity and long-term growth opportunities.

- Our Venture Equity provides management of each Affiliate with autonomy over the day-to-day operations of their firm, and includes a revenue sharing arrangement which provides that a specified percentage of revenues are retained to pay operating expenses at the discretion of the affiliate's management.

Subsidiaries

The Company currently has 4 subsidiaries; CTFP, Inc. Stonehenge Wealth Management Inc., Stonehenge Trading Inc., CD Capital Management Inc.

CTFP, Inc. provides business development, client administration and support services on behalf of CD Capital Management Inc. and Diversity Group International Inc. The Company has not been subject to shell status classification during its prior history.

Stonehenge Wealth Management Inc., ("SWM") is in the business of providing trading advisory services to clients with respect to the Over the Counter Spot Foreign Exchange Market (FOREX) and the Future Markets.

The Advisor manages accounts for trading in FOREX utilizing a confidential and proprietary strategy that combines both systematic and discretionary trading disciplines known as the Forex Trading Program ("Program").

SWM incorporates a variety of technical and some fundamental analysis techniques within its approach. These trading methodologies are speculative in nature and therefore potential clients should determine whether a FOREX trading account managed by the Advisor is consistent with their financial and investment objectives.

SWM also provides customized sophisticated risk management strategies to clients looking to contain currency and interest rate volatility. These strategies look to protect investments and/or transactions from the negative effects of changes in interest rates and or in the case of foreign currency transactions; changes in the exchange rate between the currencies utilized. The ultimate objective is to reduce or mitigate the client's future costs to borrow or potential calls for additional collateral from the lender.

Stonehenge Trading Inc. provides an educational and mentoring environment that delivers the infrastructure and support for traders across a variety of different markets, with an emphasis on

Foreign Exchange. We teach a systematic approach to money management used by many professional traders that eliminates emotional influences, can enhance their market awareness and focuses on both returns and risk management.

CD Capital Management, Inc. is an asset management division of the Company, specializing in managed foreign exchange investments for small to medium sized investors who would not typically have access to strategies employed typically by hedge funds.

Government Regulation

The Company's subsidiaries: Stonehenge Wealth Management Inc. and CD Capital Management are subject to government regulation from the National Futures Association (NFA) NFA ID: 0412572 and 0402270 and the Commodities Futures Trading Commission (CFTC) and are in good standing with the State of Florida (see 2009 annual report: www.sunbiz.org).

The National Futures Association (NFA) is the premier independent provider of efficient and innovative regulatory programs that safeguard the integrity of the derivatives markets.

Created by Congress in 1974, the Commodities Futures Trading Commission (CFTC) is an independent agency with the mandate to regulate commodity futures and option markets in the United States.

The Company does not currently conduct any research and development activities.

The Company is not subject to any environmental regulation.

Employees

The Company currently has 3 full time employees and 5 contractors/advisors. The full time employees are the officers of the Company. The contractors include customer service and new accounts representatives, the FX Trader/Strategist, FX managed account sales representative and the Hedging Trader/Strategist.

The Company plans to add extensively to its staff through the creation of a brokerage division and within the CD Capital Management subsidiary, and the initiation of business operations in the Stonehenge Trading and Stonehenge Wealth subsidiaries. It is currently estimated that the number of future new employees could be in the range of 10 to 40 people.

1. The Issuer's primary and secondary SIC Codes;

Primary: 8742

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

The Company is conducting operations as an asset management company specializing in foreign exchange investments, managed investment services**,** and interest rate / currency hedging strategies for high net worth individuals and Institutional Clients**.**

3. If the Issuer is considered a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933;

The Issuer is not a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933

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

Parent Company: Diversity Group International Inc.
4 Wholly owned Subsidiaries: CTFP, Inc. Stonehenge Wealth Management Inc. Stonehenge Trading Inc., and CD Capital Management, Inc.

In 2007 CTFP was included on the consolidated statements. In 2008 and thereafter CTFP and CD Capital Management are included in the consolidated statements. In 2009 Stonehenge Wealth Management and Stonehenge Trading are included in the consolidated statements.

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

The Company's subsidiaries: Stonehenge Wealth Management Inc. and CD Capital Management are subject to government regulation from the National Futures Association (NFA) NFA ID: 0412572 and 0402270 and the Commodities Futures Trading Commission (CFTC) and are in good standing with the State of Florida (see 2009 annual report: www.sunbiz.org).

Regulatory requirements have expense impact on these companies, as it can take time and money to respond to inquiries and audits. These expenses can be disproportionately higher for small startup Investment companies, as human and financial resources are at a premium during this stage of their development.

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 has not invested in Research and Development activities to date.

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

The Company is not producing any products that are hazardous to the environment and does not foresee any changes that could adversely affect the environment. The Company is not subject to compliance with any federal, state or local laws.

8. Number of total employees and the number of full time employees;

The Company currently has 3 full time employees and 5contractors. The full time employees are the officers of the Company. The contractors include customer service and new accounts representatives, the FX Trader/Strategist, FX managed account sales representative and the Hedging Trader/Strategist.

C. Investment Policies. For any investments that the Issuer has, provide clear description of the investments, and restrictions or impairments the investment may have and the policies used to value and/or depreciate such assets from a financial and tax perspective. State whether there are any limitations of the percentage of assets which may be invested in change without a vote of securities holders. State whether the Issuer's policy is to acquire assets primarily for possible capital gain or primarily for income. If the Issuer owns any real estate, interests in real estate, mortgages or securities related to or backed by real estate, describe the Issuer's policies with respect to each of the following types of investments (the below items 1-3 do not need to be included if the issuer has disclosed it does not own real estate or real estate related investments)

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

The Company does not intend to invest in real estate and currently has no plans or interests in real estate.

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

The Company does not intend at this time to invest in any real estate mortgages.

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

The Issuer does not intend to invest in securities or interests in persons primarily engaged in real estate activities.

Item (III) The nature of the products or services offered:

A. Principal products or services and their markets;

Principal Products

Diversity Group International (DGI) is a management holding company which acquires majority interests in startup to small investment management firms. The Company's strategy is to generate growth through investments in new affiliates, as well as through the internal growth of existing affiliated firms.

DGI has developed a strategy (the " Venture Equity ") which it believes is a superior succession planning alternative for growing startup to small investment management firms. The Company believes that our Equity Venture appeals to target firms for both financial and operational reasons:

- Our Venture Equity allows owners of startup to small investment management firms to sell their interest and acquire an ownership interest in the publicly traded parent, providing liquidity and long-term growth opportunities.

- Our Venture Equity provides management of each Affiliate with autonomy over the day-to-day operations of their firm, and includes a revenue sharing arrangement which provides that a specified percentage of revenues are retained to pay operating expenses at the discretion of the affiliate’s management.

Through our subsidiaries we offer Managed Foreign Exchange (Forex) Investments to High Net Worth Individuals and Institutions (Stonehenge Wealth Management), similar managed Forex investment opportunities to smaller “retail” investors (CD Capital Management), Training and mentoring opportunities to train and develop professional caliber traders (Stonehenge Trading) and sophisticated interest rate and currency hedging programs for High Net Worth Individuals (Stonehenge Wealth Management).

Managed Foreign Investments

Our Managed Foreign Exchange Investment services provide an alternate investment strategy for those investors looking to diversify their investment portfolios into an asset base that is independent of stock markets, banks and economic swings. Foreign currency pairs are affected little by short term economic drivers making them an attractive alternative to equities, bonds and other traditional investment vehicles.

The Foreign Exchange market, also referred to as the "Forex" or "FX" market is the largest financial market in the world, with an estimated daily average volume exceeding US $2.7 trillion. The size and liquidity of the Forex market offers trading opportunities to diversify portfolio diversification.

"Foreign Exchange" is the simultaneous buying of one currency and selling of another. Currencies are traded in pairs, for example Euro/US Dollar (EUR/USD) or US Dollar/Japanese Yen (USD/JPY). The first listed currency is known as the base currency, while the second is called the counter or quote currency. The base currency is the "basis" for the buy or the sell. For example, if you BUY EUR/USD you have bought Euros (simultaneously sold US Dollars). You would do so in expectation that the Euro will appreciate (go up) relative to the US Dollar.

The most commonly traded (and therefore most liquid) currencies are called "the Majors". Today, more than 85% of all daily transactions involve trading of the Majors, which include the US Dollar, Japanese Yen, British Pound, Euro, Swiss Franc, Canadian Dollar and Australian Dollar.

A true 24-hour market, Forex trading begins each day in Sydney, and moves around the globe as the business day begins in each financial center, progressing to Tokyo, London, and then New York. At any given time a financial center is open for business, and banks and other institutions exchange currencies, every hour of the day and night with generally only minor gaps on the weekend.

The FX market is considered an Over the Counter (OTC) or 'interbank' market, due to transactions being conducted between two counterparts over the telephone or via an electronic network. This type of trading is not centralized on an exchange, as with the stock and futures markets.

Risk Management Strategies
DGIN provides customized sophisticated risk management strategies through our subsidiary Stonehenge to clients looking to contain currency and interest rate volatility. These strategies look to protect investments and/or transactions from the negative effects of changes in interest rates and or in the case of foreign currency transactions; changes in the exchange rate between the currencies utilized. The ultimate objective is to reduce or mitigate the client’s future costs to borrow or potential calls for additional collateral from the lender.

Currency Risk Management Strategy
Transactions originated in foreign currencies are subject to currency fluctuations. For example, if a loan is made in Japanese Yen and then converted to USD to purchase an asset; the ratio between the loan and the client’s collateral is affected by changes in the currency exchange rate between the Yen and USD. SWM looks to manage this currency fluctuation by capturing movements in either JPY or the USD.

Interest Rate Risk Management Strategy
When a loan is originated and the interest rate is based on a floating interest rate, for example the 30 day LIBOR[1] rate, the client’s cost to borrow is unstable and is subject to movements in the interest environment. SWM looks to create a strategy to contain or mitigate the interest rate volatility and thus help the client predict their cost to borrow across the term of the loan. This is achieved by creating a counter balance to movements in the interest rate that the loan is pegged to. The income generated attempts to potentially capture as close to a 1:1 ratio movement in the client’s cost to borrow increase.

1. *The London Interbank Offered Rate (or LIBOR, pronounced /ˈlaɪbɔr/) is a daily reference rate based on the interest rates at which banks borrow unsecured funds from other banks in the London wholesale money market (or interbank market). It is roughly comparable to the U.S. Federal funds rate.*

B. Distribution methods of the products or services;

Our direct sales team lead by Kevin Smith; utilizes a variety of lead sources to contact prospective investors; presenting our managed FX investments as potential additions to a well-diversified investment portfolio. Contact will be made with individual investors as well as Registered Investment Advisors and Institutional clients.

Through a sizable network of financial planners and advisors we are developing a "3rd party" marketing mechanism that delivers a steady flow of leads and referrals. This allows us to present the company's products and services to a variety of prospective groups and individuals with demographics ranging from middle-income people to ultra-high-net-worth individuals.

Our email campaigns and on-line advertising campaigns will be used to augment our lead flow generated through 3rd party lead-generation firms. The focus here is to attract frustrated "do-it-yourselfers", individual investors looking for alternatives to traditional investment classes and more sophisticated investors looking for diversified investment opportunities.

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

None at this time

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

DG has competitors in other typically publicly traded companies such as Affiliated Managers Group and Alliance Capital Management who seek to acquire investment advisors and CTA's. Typically though these companies look to acquire mid-size organizations that are already running and generating revenues and income to simply grow their top and bottom line through acquisition. DG seeks startup and new CTA / investment advisors, seeking to assist with their launch and development in hopes of creating a leveraged return on investment.

Most of DGI's subsidiaries have competition from Commodity Trading Advisory firms, or investment houses. These can range in size from small boutique's to very large multi-national corporations. While technically competitors, these organizations also represent potential clients to DG's subsidiaries. Often investment advisors/bankers will allocate a portion of their clients portfolio to complementary investments such as alternative asset classes like those offered by Stonehenge Wealth and CD Capital management.

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

The company does not utilize raw materials, nor does it use suppliers. Our products are developed and implemented using internal resources.

F. Dependence on one or a few major customers;

The Company has a diversified customer base with no single customer or small group of customers accounting for a significant portion of its revenue.

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

The Company does not possess or maintain any intellectual property, franchises, Royalty Agreements or Labor Contract.

H. The need for any government approval of principal products of services;

For Diversity Group International; no government approval of products or services is required. As the products currently offered by our subsidiaries are not new, no approval is required other than approval of marketing collateral and Due Diligence documentation by the NFA.

Item (IX) The Nature and extent of the Issuer's facilities:

A. Describe the general character and locations of all materially important properties held or intended to be acquired by or leased to the Issuer and describe the present or proposed use of such properties and their suitability and adequacy for such use.

DG holds month to month leases for the rental of office facilities in Miami Fl. The future minimum lease payments under this agreement are as follows:

Year	Lease Payment
2010	$80,400

B. State the nature of the Issuer's title, or other interest in, such properties and the nature of the Issuer's title to, or other interest in, such properties and the nature and amount of all material mortgages, liens or encumbrances against such properties. Disclose the current principal of each material encumbrance, interest and amortization provisions, prepayment provisions, maturity date and the balance due at maturity assuming no payments;

The Issuer does not hold title to any real estate properties. Subsequently, the Issuer does not have any mortgages, liens or encumbrances against such properties

C. Outline briefly the terms or any lease or any of such properties or any option on contract to purchase or sell of any such properties;

Not Applicable

D. Outline briefly any proposed program for renovation, improvement of development of such properties, including the estimated cost thereof and method of financing to be used. If there are no present plans for the improvement or development of any unimproved or undeveloped property, so state and indicate the purposed for which the property is to held or acquired;

Not Applicable

E. Describe the general competitive conditions to which the properties are or may be subject;

Not Applicable

F. Include a statement as to whether, in the opinion of the management of the issuer, the properties are adequately covered by insurance;

Not Applicable

G. With respect to each improved property which is separately described, provide the following in addition to the above;

Not applicable

Part D Management Structure and Financial Information

Item (I) The Name of the Chief Executive Officer, members of the board of directors, as well as control persons

A. Officers and Directors

Business address for all executive officers and directors is:

#1918 175 SW 7th St. Miami, Florida U.S.A 33130	Phone: 305.974.1901 Fax: 888.354.1908 Web Page: www.diversitygi.com

Kevin Smith **Chief Executive Officer, Director.** is the CEO and a Director of Diversity Group International. He is also a major shareholder of the firm and the only shareholder of the firm with more than 10% ownership. Diversity Group International Inc. (DGIN) is a principal of the Fund Manager as an entity. The company is a Florida corporation and is publicly traded and listed under the symbol "DGIN." Mr. Smith drives the business development for DGIN, creating strategic and synergistic relationships. DGIN specializes in the development of domestic and international finance-related businesses.

Mr. Smith has 11-years experience as principal and owner of businesses focused on the financial markets. In 2002, he left his consulting practice to pursue trading technology solutions and client education services focused on the FOREX markets. Subsequently, he co-founded Data Signal AB and CTFP. Mr. Smith has been involved in the design of proprietary hedging models for interest rate and foreign currency risk which are used by the insurance industry to reduce premium finance risks.

Kevin Smith's is also COO and Compliance Director of Stonehenge Wealth Management. He is a principal of the Manager and a Director and Vice President of Stonehenge Wealth Management, Inc.. Mr. Smith is a CFTC Registered Entity Principal, NFA Associate Member, and AP of Stonehenge Wealth Management Inc., whose main business is a Commodity Trading Advisor (CTA) and Commodity Pool Operator (CPO).

Glenn Boyd **President.** Mr. Boyd has over 25 years experience, 15 of which in executive positions. His career has spanned a variety of industries from Personal Computer resellers/manufacturers, Telecommunications providers, Computer Networking, Security Solutions, and Construction. Mr. Boyd has operated a private consulting practice since 1998 providing management coaching, business planning as well as financial and operational planning services. Through his private practice, Boyd has been involved in the successful launch of several startups as well as a variety of rescue efforts for struggling businesses. He has worked with film production, cellular technology companies, media enterprises and a variety of retail stores/chains. Glenn has worked directly for some of the industry's leading businesses such as ComputerCorp, Apple Computer and Sprint. Glenn has entrepreneurial experience founding and growing his own business (Expanded Systems Solutions Inc.), eventually selling it to a National Wireless Internet Service provider (WirelessOn.com). Mr. Boyd has held a variety of executive positions with corporations that include; WirelessOn.com (COO), SureTrace Security Corp. (COO) and most recently Unified Systems Group (President).

Mr. Boyd holds a Telecommunications Engineering certificate, as well as several industry sales, financial planning and management course certificates. A sampling of his successes to date includes a number of sales achievement awards as well as customer service and business excellence awards. Business successes include growing his computer networking business to $11M in revenue culminating with the successful sale of the enterprise and most recently rescuing a struggling business from a $500K annual loss to a $1.5M profit in only three years.

Richard Shykora VP Corporate Communications

Mr. Shykora has 12 years of experience with publicly traded corporations in public relations, investor relations and corporate governance capacities. He has managed and consulted for several firms specializing in services for public companies. His core specialty is in restructuring and reorganizing companies traded on the OTC Bulletin Board and OTC Pinksheets, as well as newly emerging public start-ups. Mr. Shykora, currently serves as the interim Chief Executive Officer for Frontier Energy Corporation, where he is overseeing the restructuring of the company’s debt, capital structure, revenue opportunities and coordinating its corporate governance with regulatory authorities..

B. Legal/Disciplinary History

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

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

None

D. 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

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

None

F. 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

G. <u>Disclosure of Family Relationships</u>

Describe any relationships existing among and between the issuer’s officers, directors and shareholders.

The Company has an outstanding loan due and payable to Michael Bobryk in the principal amount of $25,000 plus accrued interest of $17,500. Interest accrues at the rate of 24% per annum. Mr. Bobryk is the father of Kevin Smith, the CEO and majority shareholder of the Company. Mr. Bobryk does not own any shares of the Company’s common stock.

H. **Disclosure of Related Party Transactions**.

The only related party transaction is the outstanding loan from Michael Bobryk. Please see Item C above from a description.

I. **Disclosure of conflicts of interest**

Describe any related party transactions of conflicts of interest

The company is unaware of any conflicts of interest associated with this entity.

Item (II) Financial information for the issuer's most recent fiscal period.

Issuer's financial statements are reviewed by the signing Officer of the Company that they present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied

The following Annual Financial Statements dated December 31st, 2009 are included and attached hereto and incorporated herein by reference:

1) Unaudited Balance Sheet
2) Unaudited Statement of Income
3) Unaudited Statement of Cash Flow
4) Unaudited Statement of Continuity of Equity

Please visit: http://www.pinksheets.com/pink/quote/quote.jsp?symbol=DGIN

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

The Annual Financial Statements dated December 31st, 2008 and December 31st, 2007 have been previously filed.

Item (IV) Beneficial Owners

The following tables set forth as of December 31, 2009 contains certain information with respect to The Company's equity securities owned on record or beneficially by (a) each Officer and Director of the Company (b) each person who owns beneficially more than ten percent (10% for non-reporting issuers, 5% for reporting issuers) of each class of the Company's outstanding equity securities, and (c) and all Directors and Executive Officers as a group.

The Company currently has 8,555,347 shares issued and outstanding. Persons owning in excess of 427,766 are considered to be owners of more than five percent (5%) of the Company's common shares. Shareholders owning five percent (5%) or more of the company's shares are listed in the table below.

	Common Shares	Percentage (%)
Officers and Directors:		
Kevin Smith	6,300,016	54.5%

15 Allstate Parkway 6th Floor Markham, On. L3R 5B4		
Clyde International Holding Corp. % Juan Jose Espino Plaza 2000 Tower, 10th Floor 50th Avenue Panama City, Panama	452,219	5.2%
Total Affiliate Ownership	6,752,235	78.9%
Shares Outstanding	8,555,347	100%

Item (V) 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

A. Investment Banker

This does not apply to the Company

B. Promoters

None at this time

C. Counsel

Roger Fidler Attorney at Law
225 Fanklin Ave.
Midland Park, NJ 07432
201-670-0881

No securities owned

D. Accountant

Teresa Cox, CPA
Cox CPA Services, Inc.
974 Campbell Rd., #106
Houston, TX 77024
713-647-0007
713-647-0008

The Company's independent outside auditors are:

John Lehman
GBH CPAs, PC
24 E. Greenway Plaza, Suite 1875
Houston, Texas 77046
Tel: 713-629-8300
Fax: 713-629-8325

E. Public Relations Consultant(s)

None

F. Investor Relations

Public relations are being handled at this time by:
Richard Shykora VP Corporate Communications

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

Legal counsel and in house management assisted the President/Chief Executive Officer in the preparation of this statement.

Item (VI) Management's Discussion and Analysis or Plan of Operation.

A. Plan of Operation

Over the next twelve months we intend to develop the following initiatives.

Revenue Generation

The company plans to increase its revenue through the expansion of its asset management division. This will be accomplished by expanding its sales force and the necessary support staff. This will come primarily from the gradual addition of sales representatives as the company experiences "take-up" for our managed Forex investments from the marketplace. As the number of managed accounts grows, so too our customer service representative head-count will have to grow to meet the administrative overhead associated with managing these accounts.

Further revenue growth is anticipated through the addition of hedging clients from our strategic partners. The company has received preliminary forecasts suggesting that the company should start to see hedging clients appear through the course of 2009 and continuing to expand into 2010.

Financial Outlook

At December 31, 2009 the company had $33,936 in cash on hand which will not be sufficient to meet our operational cash flow needs. We will seek to obtain additional capital principally through the sale of our equity securities. The realization of assets and satisfaction of liabilities in the normal course of business is dependent upon us ultimately obtaining profitable operations. However, no assurances can be given that we will be successful in these activities given the current state of our product development. Should any of these events not occur, the accompanying financial statements will be materially affected. We financed our operations through the sale of our common stock, the exercise of share purchase warrants, vendor credit, debt financing and convertible notes.

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

Fiscal Years 2008 and 2009 Comparative

Revenues

For the fiscal year ended December 31st, 2008 and December 31st, 2009 we had revenues of $454,182 and $264,545 respectively. Our primary revenue generation source is from fees and commissions generated by from the trading activity on our clients managed accounts; paid via the brokers. . These fees and commissions scale up based on the trading volume the assets under management and the performance of these accounts. Our revenue decreased approximately $189,637 for the fiscal year ended December 31st, 2009 compared to the fiscal year ending

December 31st, 2008. This decline in revenue is primarily attributed to a reduction in the amount of funds under management. This was largely due to the company's shift in its billing model from an up-front fee to a more traditional on-going management/performance fee model.

Expenses

We had total expenses of $ 1,652,292 and $ 663,565 in the fiscal years ended December 31, 2008 and December 31, 2007 respectively.. Our expenses for the fiscal year ended December 31, 2009 consisted of $246,240 in Cost of Sales, and $903,066 in selling and administrative expenses and $502,986 in Interest, bad debt expense, warrants and currency losses. Our expenses had increased in fiscal year ended December 31, 2009 compared to fiscal year ended December 31, 2008. The increase is attributed to accrued consulting fees for DG management and new operating expenses from Stonehenge Wealth Management and Stonehenge Trading; specifically in the form of consulting fees and office expenses. We also accounted for $444,044 in accrued interest expenses in 2009. Over the next 12 months, we anticipate that our expenses will increase over our expenses in fiscal year 2009 due to our planned expansion of all our divisions. This expansion will be organic in nature as our products achieve traction in the marketplace. The most significant component of our anticipated operating expense growth is in human resources; specifically in sales and customer support representatives.

Net Loss

We had a net loss of $1,387,747 for the fiscal year ended December 31, 2009, compared with a loss of $301,421 for the fiscal year ended December 31, 2008. The decrease in profitability is attributed to a reduction in revenue and an increase in selling administrative and interest expenses.

Liquidity and Capital Resources

Our financial statements have been prepared on a going concern basis that contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. Net cash used in operating activities was $509,594 for the twelve month period ended December 31, 2009 Net cash obtained from financing activities was $561,348 for the twelve month period ended December 31, 2009. We experienced a net increase in cash of $32,659 during the twelve month period ending December 31, 2009. We had $33,936 in cash on hand as of December 31, 2009 which will not be sufficient to meet our operational cash flow needs. We will seek to obtain additional capital principally through the sale of our equity securities and convertible loans. The realization of assets and satisfaction of liabilities in the normal course of business is dependent upon us ultimately obtaining profitable operations. However, no assurances can be given that we will be successful in these activities given the current state of our product development. Should any of these events not occur, the accompanying financial statements will be materially affected. We financed our operations through the sale of our common stock, the exercise of share purchase warrants, vendor credit, debt financing and convertible notes. Furthermore, we are dependent on investor capital and loans to meet our expenses and obligations. Although investor funds have allowed us to meet our obligations in the recent past, there can be no assurances that our present methods of generating cash flow will be sufficient to meet future obligations. Historically, we have, from time to time, been able to raise additional capital, but there can be no assurances that we will be able to raise additional capital in this manner. We do not believe that we will have sufficient cash to meet our short-term capital requirements, and there are no assurances that it will be able to raise sufficient funds to meet long-term capital needs. We may also seek alternative sources of financing, including more conventional sources such as bank loans and credit lines, although no assurances in this regard can be made. Further, the availability of any future financing may not be on terms that are satisfactory to us. From time to time, we may evaluate potential acquisitions involving complementary businesses, content, products or technologies. We have no present agreements or understanding with respect to any such acquisition. Our future capital requirements will depend on many factors, including growth of our business, the success of our operations, economic conditions and other factors including the results of future operations.

C. Off-Balance Sheet Arrangements.

As of the date of this document, Diversity Group International Inc. does not have any off balance sheet arrangements.

Part E **Issuance History**

Item (I) List of securities offerings and shares issued for services in the past two years.

A. Common Shares

Issuances:

Prior to December 12, 2009 the Company had 88,858,000 shares issued and outstanding.
On December 12, 2008 the Company initiated a reorganization of its share structure. The net effect of the reorganization was 2,500 to 1 reverse split with no shareholders being left with less than 200 shares. (Please see item 8-A for a further description of the reorganization.) Following the reorganization the Company had 85,315 shares issued and outstanding.
On January 15th, 2009 the Company issued 81,500 shares to its President, Glenn Boyd, and 58,000 shares to Rick Shykora a Director of the Company. These shares were issued in return for services provided to the Company. On January 15th, 2009 the Company issued 6,294,260 shares to Les Eveneshen a member of the Board of Directors and Chief Operating Officer of the Company. These shares were returned to the Company for cancellation on April 15th, 2009 as part of the severance package between Mr. Eveneshen and the Company.
On January 15th, 2009 the Company issued 6,296,186 shares to Kevin Smith a member of the Board of Directors and the Chief Operating Officer of the Company. On February 17, 2009 the Company issued 5,000,000 shares of its common stock in return for $500,000 to an investor pursuant to an offering under the Regulation S exemption.

Part F **Exhibits**

Material Contracts
None

Articles of Incorporation and Bylaws
Posted to OTCIQ July 15th, 2009

Purchases of Equity Securities by the Issuer and Affiliated Purchasers
None

Issuer's Certifications
See Below

Item (II) Issuers Certification

I, Kevin Smith, certify that:

1. I have reviewed this Initial Disclosure Statement of Diversity Group International, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statement were made, not misleading with respects to the period covered by this disclosure statement, and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: December 31st, 2009

____

Kevin Smith, Chief Executive Officer

I, Glenn Boyd, certify that:

1. I have reviewed this Initial Disclosure Statement of Diversity Group International, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statement were made, not misleading with respects to the period covered by this disclosure statement, and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: December 31st, 2009

Glenn Boyd, President

Supplemental Information

(Exhibits attached hereto)

Annual 2009 Financisls.pdf
Shareholder`s Statement of Equity PS1a.pdf