REELTIME RENTALS, INC.
ANNUAL REPORT
FOR PERIOD ENDED
(Corrected)

December 31, 2013

Alternative Reporting Standard

ReelTime Rentals, Inc.

Table of Contents

ReelTime Rentals, Inc.

All information contained in this Annual Report has been compiled to fulfill the disclosure requirements of Rule 15c2-11(a)(5) promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The enumerated captions contained herein correspond to the sequential format as set forth in the Guidelines for Providing Adequate Current Public Information provided by OTCMarkets Group, Inc. promulgated January 2013. The disclosures made here are as of the date of this Annual Report, namely December 31, 2013.

PART A: GENERAL COMPANY INFORMATION

Item 1: The exact name of the Issuer

ReelTime Rentals, Inc., incorporated June 24, 2004.

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

8002 Mohawk Trail
Spring Hill, Florida 34606
United States of America
(352) 573-6130– Office
(904) 239-3213 – Fax

Item 3: The jurisdiction and date of the Issuer's incorporation

Washington, June 24, 2004, Registration No. 60 2406901

PART B: SHARE STRUCTURE

Item 4: The Exact Title and Class of Securities Outstanding

Class: **Common**
CUSIP: Number: **75845Y 106**
Symbol: **RLTR**

Class: **Preferred**
CUSIP Number: **75845Y 106**
Symbol: **RLTR**

Item 5: Par or Stated Value and Description of the Security

A. Par Value: $0.00

B. Common Stock. Common stock has no pre-emptive or preferential rights.

C. Par Value: $0.00

D. Preferred Stock. Preferred stock has no pre-emptive or preferential rights.

Item 6: The Number of Shares or Total Amount of the Securities Outstanding For Each Class of Securities Authorized

(A) As of 31st of December 2013:

(B) Number of preferred shares authorized: 50,000,000
Number of common shares authorized: 650,000,000

(C) Number of common shares outstanding: 223,042,000
Number of preferred shares outstanding: 3,000,000

(D) Public float: 111,396,438

(E) Number of beneficial shareholders of common shares: None

(F) Total number of shareholders of record: 1728

Item 7: The Name and Address of the Transfer Agent

Holladay Stock Transfer, Inc.
2939 North 67th Place
Scottsdale, Arizona 85251
(480) 481-3940 – Office
(480) 481-3941 – Fax

Holladay Stock Transfer, Inc. is registered with the SEC under the Exchange Act.
FINS 841822

Item 8: Issuance History

On September 17, 2013 Capital Consulting was issued 3,450,000 common shares for the conversion of debt.

On December 11, 2013 Capital Consulting, Inc was issued 4,650,000 common shares for the conversion of debt.

On December 17, 2013 James C. Hodge, CEO of the Issuer was issued 3,000.000 common shares in accordance with his Executive Employment Agreement.

PART C: BUSINESS INFORMATION

Item 9: The Nature of the Issuer's Business

A. Business Development

ReelTime Rentals, Inc. (hereinafter "ReelTime," the "Company" or the "Issuer") is duly formed and organized as a company registered in the State of Washington in June 2004.

The fiscal year end date is the 31st of December. ReelTime has never filed for bankruptcy, receivership or any similar proceeding.

Today, “ReelTime” is in the business of identifying and monetizing individuals and companies who have been thrust into the public eye through the media. This awareness may come as a result of being featured on a TV show, newsworthy event, or viral social media exposure. Most individuals and companies are not prepared to monetize such exposure and oftentimes find the exposure passes without having been used to their advantage. “ReelTime”, is uniquely positioned to capitalize on the exposure and to maximize its benefits. Maximizing the opportunity may be achieved via merchandising, leveraging exposure into relationships, creating and marketing new revenue streams for exiting products and launching new products.

The Issuer is an international business entity primarily focused on the development and implementation of entertainment based products and services. The core of the business is to establish a platform for emerging technologies to evolve.

The Company’s business plan includes acquisition of other similar businesses that have a foothold on emerging technologies and other potential opportunities. The Issuer is engaged in the evaluation of these competing technologies.

There has been no delisting of the Issuer’s securities by any securities exchange or deletion from the OTC Markets Pink sheets. There are no 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.

B. <u>Business of Issuer</u>

The Issuer’s primary and secondary SIC Codes are 4841 and 3663, respectively. The Issuer is currently conducting operations and is not nor has ever at any time been a “shell company” as defined. It is a non-SEC reporting company.

Looking forward, we anticipate acquiring similar media based businesses that can help the Issuer grow and generate returns for its shareholders. To date, the Issuer has generated very little revenue due to the lack of marketing, advertising and retention of quality staffing. As our finances permit, the Issuer will endeavor to hire and retain top engineers and developers to help maintain our assets.

We, of course, understand that hiring industry-specific management will be required. Those professionals are expected to be tenured in marketing, advertising, graphic design, multimedia production as well as audio/video internet and web based technology.

The Issuer experiences no existing government regulation outside of general corporation law for the states in which it operates (or will operate) and federal regulations pertinent to it as an Issuer and in the course of daily business. Management perceives no probable government regulation that would otherwise restrict the business or the plans of the Issuer. In that context, management believes the Issuer is not significantly impacted by federal, state and local environmental laws and does not have significant costs associated with compliance with such laws and regulations. The Issuer has one officer and director and makes use of consultants on an as needed basis.

Item 10: The Nature And Extent of the Issuer's Facilities

The Company's principal office is located at 8002 Mohawk Trail, Spring Hill, Florida 34606. The Company also maintains a shared office of 500 square feet for business purposes located at 2614 Colby Avenue Suite 113, Everett, Washington 98201.

PART D: MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

Item 11: The Name of the Chief Executive Officer, Member of the Board of Directors, as Well as Control Person

A. Officer and Director

James Hodge is the Director of the Board and Chief Executive Officer. James is based in Spring Hill, Florida.

B. Control Person

James Hodge, Chairman, sole Director and President/CEO of the Issuer.

Baristas Coffee Company, Inc. (as of the date of this annual report owns approximately 15% of common stock (21,560,000) and, since more than 10% owner of the Issuer's voting common, may be deemed an affiliate or control person of the Issuer). Troy Scott Steciw, is the Control Person.

C. Legal/Disciplinary History

None of the foregoing persons have, in the last five years, been the subject of:

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

2. The entry of an order, judgment or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's

involvement in any type of business, securities, commodities or banking activities;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities.

D. Disclosure of Family Relationships

There are no family relationships between Company officers and directors as defined.

E. Disclosure of Related Party Transactions

There are no related party transactions.

F. Disclosure of Conflicts of Interest

There are no conflicts of interest.

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Item 12: Financial Information for Period Ending December 31, 2013

1. Balance Sheet

		December 31, 2013
ASSETS		
Current Assets		55,924.00
Cash	$	163.00
Cash – restricted		
		56,087.00
Accounts Receivable		393.00
Employee Advances		715.00
Related party receivables		95,015.00
Prepaid expenses		25,782.00
Total current assets		177,992.00
Fixed Assets - Net		25,391.00
Other Assets		
Deposits - non-current		230.00
Technology acquisition		28,500.00
Other		-
TOTAL ASSETS	$	232,113.00
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	$	385,289.00
Related party loans		344,035.00
Deferred compensation		105,470.00
Accrued liabilities		214,874.00
TOTAL LIABILITIES		1,049,668.00
Shareholders' Equity (Deficit)		
Common stock, no par value, 650,000,000 shares authorized, 223,042,000 shares issued and outstanding at December 31, 2013		3,456,215.00
Stock subscription receivable		(135,140.00)
Paid-in-capital		148,436.00
Deficit accumulated during the development stage		(4,283,209.00)
TOTAL SHAREHOLDERS' EQUITY (DEFICIT)		(813,698.00)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)	**$**	**232,113.00**

2. Statement of Income

	For the Quarter Ending December 31, 2013	For the Period January 1, 2013 to December 31, 2013	From Inception (June 24, 2004) to December 31, 2013
Sales	$ 0.00	$ 0.00	$ 31,635.00
Cost of Sales	0.00	0.00	(461,268.00)
Gross Profit (Loss)	0.00	0.00	(429,633.00)
Expenses			
General/Administrative	(10,500.00)	(16,500.00)	(3,719,795.00)
Technical	(3,000.00)	(12,000.00)	(328,551.00)
Depreciation	0.00	0.00	(52,401.00)
Total Expenses	(13,500.00)	(28,500.00)	(4,091,247.00)
Other Income			
Technology transfer	0.00	0.00	149,582.00
Other income	0.00	0.00	37,280.00
Net Loss	$ (13,500.00)	$ (28,500.00)	$ (3,913,885.00)

3. Statement of Cash Flows

	For the Quarter Ending December 31,2013	For the Period from January 1, 2013 to December 31,2013	From Inception (June 24, 2004) December 31,2013
Cash flows from operating activities:			
Net Loss	$ (163)	$ (22,000)	$ (3,884,384)
Adjustments to reconcile net loss to net cash used in operating activities:			
Stock based compensation	-	-	148,436
Common stock issued for services	-	-	118,500
Depreciation	-	-	52,401
		-	
Changes in assets and liabilities:			
Receivables	-	-	(96,123)
Prepaid expenses	-	-	(16,782)
Deposits – non-current	-	-	(230)
Bank overdraft	-	-	723
Accounts payable	-	-	385,289
Deferred compensation	-	(36,360)	105,470
Accrued expenses	-	-	214,874
Total Adjustments	-	(54,360)	957,917
Net cash used in operating activities	(750)	(18,000)	3,340,100

Cash flows from investing activities:			
Purchase of Technology Asset	-	-	-
Purchases of fixed assets	-	-	(77,792)
Net cash used in investing activities	-	-	(77,792)
Cash flows from financing activities:			
Net proceeds from stock issuance	-	-	-
Related Party Loans	-	-	359,035
Notes for Capital Consulting	12,000	-	22,000
Net cash used in financing activities	-	-	3,533,109
Increase in cash and cash equivalents	1076	1076	70,392
Cash, beginning of period	913	913	-
Cash, end of period	$ 163	$ 163	$ 4,374
Supplementary Information - Non-Cash Transactions:			
Common stock issued for conversion of debt	6,300	$ -	$ 247,117
Common stock issued for technology acquisition	$ -	$ -	$ 28,000

4. Statement of Changes in Shareholders' Equity

	Common Stock Shares	Common Stock Amount	Deficit Accumulated During The Development Stage	Stock Subscriptions	Paid-in-Capital	Total Shareholders' Equity(Deficit)
Balance - June 1, 2004	-	$ -	$ -		$ -	$ -
Issuance of common stock – founders	8,100,000	810				810
Issuance of common stock - Acquisition of technology	30,000,000	3,000				3,000
Issuance of common stock - 504 offering	40,000,000	830,669				830,669
Stock based compensation					2,711	2,711
Net subscriptions receivable				(278,901)		(278,901)
Net loss for year ending			(556,599)			
Balance - December 31, 2004	78,100,000	$ 834,479	$ (556,599)	$ (278,901)	$ 2,711	$ 1,690
Issuance of common stock - 504 offering	24,000,000	362,400				362,400
Issuance of common stock – services	6,250,000	62,500				62,500
Conversion of debt into common stock	1,500,000	75,000				75,000
Sale of common stock – restricted	3,000,000	10,000				10,000
Stock based compensation					24,426	24,426
Net subscriptions receivable				38,906		38,906
Net loss for year ending			(527,217)			(527,217)
Balance - December 31, 2005	112,850,000	$1,344,379	$ (1,083,816)	$ (239,995)	$ 27,137	$ 47,705
Issuance of common stock - 504 offering	16,133,333	670,000				670,000
Issuance of common stock – services	2,000,000	50,000				50,000
Retirement of shares	(4,700,000)	(141,000)				(141,000)
Adjustment for consideration received		(173,774)				(173,774)
Stock based compensation					75,916	75,916
Net subscriptions receivable				131,395		131,395
Net loss for year ending			(587,959)			(587,959)
Balance - December 31, 2006	126,283,333	$1,749,605	$ (1,671,775)	$ (108,600)	$ 103,053	$ 72,284

Issuance of common stock - 504 offering	38,000,000	640,000				640,000
Issuance of common stock – services	200,000	6,000				6,000
Conversion of debt into common stock	2,500,000	85,000				85,000
Sale of common stock – restricted	3,400,000	930,000				930,000
Retirement of shares	(2,688,747)	(435,451)				(435,451)
Stock based compensation					41,356	41,356
Net subscriptions receivable				(115,846)		(115,846)
Net loss for year ending			(1,181,427)			(1,181,427)
Balance - December 31, 2007	167,694,586	$2,975,154	$ (2,853,201)	$ (224,446)	$ 144,409	$ 41,915
Issuance of common stock - 504 offering	29,721,666	251,846				251,846
Issuance of common stock – services	-	-				-
Conversion of debt into common stock	3,718,059	80,887				80,887
Sale of common stock – restricted	6,000,000	48,000				48,000
Retirement of shares	(7,234,312)	(57,172)				(57,172)
Stock based compensation					4,027	4,027
Net subscriptions receivable				74,806		74,806
Net loss for year ending		(1,271,397)				(1,271,397)
Balance - December 31, 2008	199,899,999 $	3,298,715	$ (4,124,598)	$ (149,640) $	148,436	$ (827,088)
Issuance of common stock - 504 offering	13,223,333	7,500				7,500
Issuance of common stock – services	-	-				-
Conversion of debt into common stock	-	-				-
Sale of common stock – restricted	422,525,000	150,000				150,000
Stock based compensation					-	-
Net subscriptions receivable				14,500		14,500
Net loss for year ending			(165,690)			(165,690)
Balance - June 30, 2009	634,467,000	$3,456,215	$ (4,290,288)	$ (135,140)	$ 148,436	$ (820,778)
Cancellation of shares for non-payment	422,525,000	$ (150,000)				$ (150,000)
Balance – June 30, 2010	211,942,000	$3,306,215				$ (970,778)
Net loss for year ending 2011			$ (12,773)			
Balance – December 31, 2011	211,942,000	$3,306,215	$ (4,303,061)			$ (970,778)
Balance -December 31, 2012	**211,942,000**	**$3,306,215**	**$ (4,303,061)**			**$ (970,778)**
Conversion of debt into common	**8,100,000**					
Executive Stock Based Compensation	**3,000,000**					
Balance-December 31, 2013	**223,042,000**	**$3,306,215**	**$ (4,519,063)**			**$ (1,019,388)**

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5. Financial Notes

These financial notes are an integral part of the financial statements.

The accompanying unaudited financial statements of ReelTime have been prepared in accordance with generally accepted accounting principles in the United States of America (US GAAP) by persons with sufficient financial skill. The statements provide a complete report for the financial year 2013.

A. Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. For the year ended December 31, 2013, the Company had a net loss. The Company is currently discussing plans if progressed may expand the business structure and entail the need for further investment.

B. Nature of Operations

ReelTime headquartered in Everett, Washington was incorporated on June 24, 2004, under the laws of the State of Washington. The mission is to develop media specific technologies and entertainment based products. The Company is also focused on identifying existing opportunities within the media and entertainment space in order to acquire and incorporate them into its suite of offerings. ReelTime takes a broad view of current advertising, marketing and public relations trends, video and broadcast media. The increasing use of mobile devices; multi-media digital marketing and brand support and advocacy; evolving internet technology, and high-need, new-trend products and services, in an effort to increase available resources, extend services, and encourage growth. ReelTime uses multiple related marketing communications methods, channels and businesses into a profitable aggregation of cutting-edge enterprises. Those businesses assembled by ReelTime will benefit from their inter-relatedness. The Company has spent considerable efforts recently to shore up its accounting, debt structure, and compliance adherence, in order to allow it to fund its ongoing operations.

C. Basis of Presentation

The Company generated its first revenue in September 2006. The revenues to date are minimal, and the Company has accumulated a significant deficit. Therefore the Company has chosen to continue to report its activities as a "Development Stage Enterprise." In view of these conditions, the ability of the Company to continue as an ongoing operation is contingent upon the Company achieving a profitable level of operations and/or gaining access to capital. To meet these objectives, the Company continues to focus on identifying acquisitions, expanding its business operations, and shoring up its financial and reporting requirements. The Company has secured and begun taking draws from an investment banking firm in order to allow it to maintain continual operations and further the Company's business.

D. Significant Accounting Policies

1. Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. Actual results could differ materially from these estimates. On an ongoing basis, we evaluate our estimates, including those related to the fair values non-marketable securities, fair values of acquired intangible assets, useful lives of intangible assets, and property and equipment, fair values of options to purchase our common stock, and income taxes, among others. We base our estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

2. Accounting Basis

These financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

3. Cash

At December 31, 2013, Cash consists of a checking account held by a financial institution.

4. Stock Subscription Receivable

In connection with the sale of the Company's common stock the Company accepted promissory notes from the purchasers.

5. Prepaid Expenses

N/A

6. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation. Assets are depreciated over three to five years depending on their estimated useful life. The Company periodically evaluates whether events and circumstances have occurred that may warrant revision of the estimated useful life of the fixed assets or whether the remaining balance of fixed assets should be evaluated for possible impairment.

7. Technology Acquisition

In December 2007, the Company acquired a "World Wide Web" domain name, and all underlying technology developed on its behalf, and certain property rights associated with that certain domain name, in exchange for Common Stock of the Company valued at $25,000. Long-lived assets of the Company, including Technology Acquisition, are reviewed for impairment when changes in circumstances indicate their carrying value has become impaired.

8. Deferred Compensation

N/A

9. Revenue Recognition

The Company did not receive any Revenue during the period.

10. Advertising Costs

N/A

11. Stock-based Compensation

N/A

12. Income Taxes

The Company accounts for income taxes under the provisions of SFAS No. 109, "Accounting for Income Taxes." SFAS No. 109 requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities and operating loss and tax credit carry forwards using enacted tax rates in effect for the year in which the differences and carry forwards are expected to reverse. In July 2006, the FASB issued FIN No.48, "Accounting for Uncertainty in Income Taxes – an interpretation of FASB Statement No. 109." This interpretation clarifies the accounting for uncertainty in income taxes recognized in a company's financial statements in accordance with SFAS No. 109. The interpretation prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken in a tax return. It also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. FIN No.48 is effective for fiscal years beginning after December 15, 2006. The adoption of this interpretation did not have a material impact on the Company's results of operations or financial position. As such, the Company has not recorded any liabilities for uncertain tax positions or any related interest and penalties. The acceptability of the 2006 and 2007 tax positions by the taxing authorities has not been determined.

13. Earnings (Loss) Per Share ("EPS")

Basic EPS is computed by dividing net income available to common shareholders by the weighted average number of common shares, including exchangeable shares but excluding unvested restricted stock, outstanding during the period. Diluted EPS is computed by dividing net income available to common shareholders by the weighted average number of common and potential common shares outstanding during the period, which includes the additional dilution related to conversion of stock options and common stock purchase warrants.

14. Impairment of Long-Lived Assets

Long-lived assets of the Company are reviewed for impairment when changes in circumstances indicate their carrying value has become impaired, pursuant to guidance established in the SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets." Management considers assets to be impaired if the carrying amount of an asset exceeds the future projected cash flows from related operations (undiscounted and without interest charges). If impairment is deemed to exist, the asset will be written down to fair value, and a loss is recorded as the difference between the carrying value and the fair value. Fair values are determined based on quoted market values, discounted cash flows, or internal and external appraisals, as applicable. Assets to be disposed of are carried at the lower of carrying value or estimated net realizable value.

15. Fair Value of Financial Instruments

The determination of fair value of financial instruments is made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values. The carrying value of cash and cash equivalents, accounts payable and accrued expenses approximates their fair value because of the short-term nature of these instruments. The Company places its cash with high credit quality financial institutions.

16. Recently Issued Accounting Standards

In September 2006, the FASB issued SFAS No. 157, “Fair Value Measurements”, which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair-value measurements required under other accounting pronouncements. It does not change existing guidance as to whether or not an instrument is carried at fair value. SFAS 157 is effective for financial statements issued for fiscal years beginning after November 15, 2007, and interim periods within those fiscal years. In February 2008, the FASB issued FASB Staff Position No. FAS 157-1, “Application of FASB Statement No. 157 to FASB Statement No. 13 and Other Accounting Pronouncements That Address Fair Value Measurements for Purposes of Lease Classification or Measurement under Statement 13” (FSP 157-1), which excludes SFAS No. 13, “Accounting for Leases” and certain other accounting pronouncements that address fair value measurements under SFAS 13, from the scope of SFAS 157. In February 2008, the FASB issued FASB Staff Position No. FAS 157-2 “Effective Date of FASB Statement No. 157“(FSP 157-2), which provides a one-year delayed application of SFAS 157 for non-financial assets and liabilities, except for items that are recognized or disclosed at fair value in the financial statements on a recurring basis (at least annually). The Company does not expect the application of SFAS No. 157 to have a material effect on the Company’s financial statements.

In October 2008, the FASB issued FASB Staff Position No. FAS 157-3, “Determining the Fair Value of a Financial Asset in a Market That Is Not Active” (FSP 157-3), which clarifies the application of SFAS 157 when the market for a financial asset is inactive. Specifically, FSP 157-3 clarifies how (1) management’s internal assumptions should be considered in measuring fair value when observable data are not present, (2) observable market information from an inactive market should be taken into account, and (3) the use of broker quotes or pricing services should be considered in assessing the relevance of observable and unobservable data to measure fair value. The guidance in FSP 157-3 is effective immediately and will apply to the Company upon adoption of SFAS 157.

In February 2007, the FASB issued SFAS No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities, Including an Amendment to FASB No. 115." Under SFAS 159, entities may elect to measure specified financial instruments and warranty and insurance contracts at fair value on a contract-by-contract basis, with changes in fair value recognized in earnings each reporting period. The election, called the fair value option, will enable entities to achieve an offset accounting effect for changes in fair value of certain related assets and liabilities without having to apply more complex hedge accounting provisions. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007. The Company did not elect the fair value option for any of its existing financial assets or financial liabilities; therefore, this statement is did not have a material impact on the Company's financial statements.

In June 2008, the Emerging Issues Task Force ("EITF") of the FASB issued EITF 03-06-1, "Determining Whether Instruments Granted in Share-Based Payment Transactions Are Participating Securities" (EITF 03-06-1). EITF 03-06-1 provides that unvested share-based payment awards that contain non-forfeitable rights to dividends or dividend equivalents (whether paid or unpaid) are participating securities and shall be included in the computation of earnings per share pursuant to the two-class method in SFAS No. 128, "Earnings per Share." FSP EITF 03-06-1 did not have any impact on the Company's financial statements.

In June 2007, the EITF of the FASB issued EITF Issue No. 07-3, "Accounting for Nonrefundable Advance Payments for Goods or Services to be Used in Future Research and Development Activities" (EITF 07-3), which is effective for new contracts entered into for fiscal years beginning after December 15, 2007. EITF 07-3 requires that nonrefundable advance payments for future research and development activities be deferred and capitalized. Such amounts will be recognized as an expense as the goods are delivered or the related services are performed. The Company does not expect the adoption of EITF 07-3 to have a material impact on the financial results of the Company.

In December 2007, the FASB issued SFAS No. 160, "Non-controlling Interests in Consolidated Financial Statements, an Amendment of Accounting Research Bulletin No 51." SFAS 160 establishes accounting and reporting standards for ownership interests in subsidiaries held by parties other than the parent, changes in a parent's ownership of a non-controlling interest, calculation, and disclosure of the consolidated net income attributable to the parent and the non-controlling interest, changes in a parent's ownership interest while the parent retains its controlling financial interest and fair value measurement of any retained non-controlling equity investment. SFAS 160 is effective for financial statements issued for fiscal years beginning after December 15, 2008, and interim periods within those fiscal years. Early adoption is prohibited. The Company must adopt SFAS 160 on September 1, 2009, the beginning of its fiscal year 2010. The Company does not expect the application of SFAS No. 160 to have a material effect on the financial statements.

In December 2007, the FASB issued SFAS No. 141R, "Business Combinations", which establishes principles and requirements for the reporting entity in a business combination; including recognition and measurement in the financial statements of the identifiable assets acquired, the liabilities assumed, and any non-controlling interest in the acquired. SFAS 141R applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2008, and interim periods within those fiscal years. The Company must adopt SFAS 141R on September 1, 2009, the beginning of its fiscal year 2010. The Company does not expect the application of SFAS 141R to have a material effect on the financial statements.

E. Related Party Transactions

N/A

F. Income Taxes

As of December 31, 2013, the Company is delinquent on its income tax filings. However, after consultation with its accountants, has determined that there is no amount due for this tax. The Company is in the process of curing these informational filing delinquencies.

G. Common Stock, Options and Warrants

1. Common Stock

The Stockholders' Equity section of this document contains a detailed breakdown of the Common Stock of the Company.

2. Common Stock Options

All previously issued Stock Options have expired.

3. Common Stock Warrants

All previously issued warrants have expired.

H. Subsequent Events

1. Equity

- On May 4, 2009, the Company authorized the increase in common shares to 650M and 50M Preferred, to clear up an over-issuance of equity by previous management and to fulfill its obligation to CEC for its equity position in ReelTime.

- On May 6, 2009, the State of Washington approved the increase in the common shares to 650,000,000 and 50,000,000 preferred shares.

- On May 18, 2009, ReelTime under its agreement obligation issued 422,500,000 restricted shares of common stock to Challenge Entertainment Corporation.

- On February 22, 2010, the Company cancelled the 422,500,000 issued to Challenge Entertainment because the shares were never paid for and other obligations had not been met.

2. Agreements

No material agreements were entered into during the period.

Item 13: Beneficial Owners holding more than 5% as of the date of this Annual Report

Baristas Coffee Company, Inc.
411 Washington Avenue North
Kent, Washington 98132

Item 14: Name, Address and Contact Details of Advisors to Issuer as of the date of this Annual Report

Legal Counsel:

Randall S. Goulding, Esq.
Securities Counselors, Inc
1333 Sprucewood
Deerfield, Illinois 60015
(847) 948-5431
randy@securitiescounselors.net

Item 15: Safe Harbor For Forward-Looking Statements

When used in this statement, the words “may,” “will,” “except,”‘ anticipate,” “continue,” “estimate,” “project,” intend” and similar expressions are intended to identify forward-looking statements within the meaning of Section 27a of the securities act of 1933 and Section 21e of the Securities Exchange Act of 1934 regarding events, condition, and financial trends that may affect the Company’s future plans of operations, business strategy, operating results, and financial position. Persons reviewing this report are cautioned that and forward-looking statements are not guarantees of future performance and are subject to risk and uncertainties and those actual results may differ materially from those include within the forward-looking statements as a result of varying factors. Such factors include among other things, uncertainties, relating to our success in judging consumer preferences, financing our operations, entering into strategic partnerships, engaging management, seasonal and period to period fluctuations in sales, failure to increase market share or sales inability to service outstanding debt obligations dependents on a limited number of customers, increased production costs or delays in production of new products intense competition within the industry, inability to protect the intellectual property in the international market for our products, changes in market conditions and other matters disclosed by us in our public filings from time to time, Forward-looking statements speak only as to the date they are made. The Company does not undertake to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made.

EXHIBITS

Item 16: Material Contracts

There were no material contracts made in the ordinary course of business during this period.

Item 17: Purchases of Equity Securities by the Issuer and Affiliated Purchasers

There have been no purchases of equity securities by the Issuer and affiliated purchasers.

[Balance of page intentionally left blank.]

Item 18: Issuers Certifications

I, James Christopher Hodge, certify that:

1. I have reviewed this corrected Annual Report of ReelTime Rentals, Inc;

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

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

Dated: May 19, 2014

/s/James C. Hodge
James Christopher Hodge
Chairman, President and Chief Executive Officer
ReelTime Rentals, Inc.