REELTIME RENTALS, INC.

QUARTERLY REPORT

For the Period Ending March 31, 2017

July 28, 2017

REELTIME RENTALS, INC.
(Exact name of issuer as specified in its charter)

19930 68th Avenue N.E.
Kenmore, WA 98028

(Address of principal executive offices)

(206) 579-0222
(Issuer's telephone number)

The number of shares outstanding of each of the Issuer's classes of common equity, as of the date of this Quarterly Report, are as follows:

TRADING SYMBOL: RLTR	CUSIP: 75845Y 20 5

CLASS OF SECURITIES QUOTED:	Common Stock	No par value
NUMBER OF SHARES OUTSTANDING:	12,986,042	common
	60,000	preferred

Explanatory Note

During a review of the corporate documents in September 2016, we discovered that various convertible notes and an acquisition agreement with Henthorn Enterprises Inc. were not discussed or mentioned in prior reports.

In accordance with provisions of ASC 250 – Accounting Changes and Errors Corrections, we have restated, to the earliest period practical, our previously filed financial statements. We have restated the year ended December 31, 2015 and the six months ended June 30, 2016. The below schedules reflect the restatement on the three months ended March 31, 2016 (See Note 2 – Restatement of Financial Statements in the Notes to Financial Statements in Exhibit A – Financial Statements). We have not amended and do not intend to amend any of our previously filed Annual or Quarterly Reports for the periods affected by these restatements.

The common stock and preferred stock shares issued and outstanding have been retroactively adjusted to reflect a 50-to-1 reverse split, which was effective in February 2017

PART A GENERAL COMPANY INFORMATION

Item 1. Name of the issuer and its predecessor (if any).

The name of the issuer is ReelTime Rentals, Inc. (“ReelTime” or “Company”) which was incorporated in the State of Washington on June 24, 2004.

Item 2. Address of the issuer’s principal executive offices.

The address of ReelTime’s principal executive offices and other pertinent information is as follows:

ReelTime Rentals, Inc.
19930 68th Avenue N.E.
Kenmore, Washington 98028
Phone No.: (206) 579-0222

There is no IR Contact available for ReelTime.

PART B SHARE STRUCTURE

Item 3. Security Information.

Trading Symbol:	RLTR
Exact title and class of securities outstanding:	Common Stock
CUSIP:	75845Y 20 5
Par or Stated Value:	None
Total Shares Authorized (1)	650,000,000 as of July 28, 2017
Total Shares Outstanding:	12,986,042 as of July 28, 2017

Trading Symbol:	None
Exact title and class of securities outstanding:	Preferred Stock
CUSIP:	None
Par or Stated Value:	None
Total Shares Authorized:	50,000,000 as of July 28, 2017
Total Shares Outstanding:	60,000 as of July 28, 2017

(1) The number of shares required to satisfy the requirements of our outstanding convertible instruments exceeds the number of unissued shares. We currently have 650,000,000 shares of common stock authorized, but that number is insufficient for us to meet our obligations to certain individuals, officers, corporations and related corporations under the terms of our convertible promissory notes payable. Due to existing restrictions limiting the holder of a convertible note to receive, upon conversion, shares of common stock which will not exceed 4.9% of our issued and outstanding common stock, there is no imminent requirement that the number of our authorized capital stock be increased. At an appropriate time, we envision seeking shareholder approval of an increase in our

authorized capitalization to some greater number of authorized shares, but we cannot provide any assurance that we will be able to obtain the necessary shareholder approval. If we fail to obtain shareholder approval for the increase in authorized capitalization, we may be in default under the terms of the convertible promissory notes payable. At July 28, 2017, the total shares issuable upon conversion of convertible notes payable would be approximately 1,089,108,000 shares of our common stock which exceeded the number of unissued shares our common stock by approximately 452,094,000 shares after giving effect to for our 50-to-1 reverse stock split.

The name and address of ReelTime's transfer agent is:

Pacific Stock Transfer, Inc.
6725 Via Austi Parkway, Suite 300
Las Vegas, Nevada 89119
Telephone no.: (702) 361-3033
FAX no.: (702) 433-1979

ReelTime's transfer agent is registered under the Securities Exchange Act of 1934, as amended, and the SEC is its regulatory authority.

List any restrictions on the transfer of security:

As of July 28, 2017, ReelTime has a total of 6,854,481 shares of common stock which contain restrictive legends which thereby restrict transfer of such shares except as permitted by Rule 144 of the Securities Act of 1934, as amended.

Describe any trading suspension order issued by the SEC in the past 12 months:

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization, either currently anticipated or that occurred within the past 12 months.

On November 23, 2015, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which reduced the number of authorized common stock to 32,500,000 shares, consisting of 30,000,000 shares of common stock and 2,500,000 shares of preferred stock. This change in authorized number of shares was based on a contemplated 1-for-20 reverse stock split which would be pursued in connection with the Technology/Stock Purchase Agreement referenced below. However, with the rescission of the subject Agreement as referenced below, the reverse stock split was never implemented or pursued.

On or about December 23, 2015, a Technology/Stock Purchase Agreement (the "Agreement") was executed and entered into between and among the Company, Bellatora, LLC, Hall of Fame Beverages, Inc., James C. Hodge and Atom Miller. Under the terms of the Agreement, the Company was, *inter alia,* to become the 100% owner of Bellatora, LLC, the name of the Company would be changed, and certain persons were to receive a combination of common stock and preferred stock which would constitute in excess of 99% fully diluted stock ownership in the Company. Thereafter, a dispute and disagreement arose between and among the parties concerning the Agreement and the various actions which were to be undertaken. On February 17, 2016, the Agreement was rescinded and terminated by the parties and, to the extent possible, all parties have been restored and returned to their respective positions prior to entering into the subject Agreement.

On April 28, 2016, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which increased the number of authorized common stock back up to 700,000,000 shares, consisting of 650,000,000 shares of common stock and 50,000,000 shares of preferred stock. With this filing, ReelTime restored the number of authorized shares to number which existed prior to the Articles of Amendment filed on November 23, 2015.

On April 27, 2016, the Board of Directors authorized the reduction in the number of authorized shares from 700,000,000 shares down to 14,000,000 shares, consisting of 13,000,000 shares of common stock and 1,000,000 shares of preferred stock and further authorized a 50-to-1 reverse stock split on issued and outstanding shares, with rounding up to avoid fractional shares. Thereafter, on May 3, 2016, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which implemented the foregoing reduction in number of authorized shares and the 50-to-1 reverse stock split with a delayed effective date of May 20, 2016.

On May 11, 2016 and in accordance with SEC Rule 10b-17 and FINRA Rule 6490, the Company submitted documents and other information to FINRA in furtherance of pursuing and obtaining approval of the subject reverse stock split. In responding to information inquiries from FINRA, the Company determined that, without shareholder approval, the Board of Directors was not able to authorize the reduction in the number of the authorized shares nor could it authorize the 50-to-1 reverse stock split. Accordingly, on November 10, 2016, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which increased the number of authorized shares back up to 700,000,000 shares, consisting of 650,000 shares of common stock and 50,000,000 shares of preferred stock. With this filing, the Company restored the number of authorized shares to the number which existed prior to the Articles of Amendment filed on May 3, 2016.

Effective as of November 10, 2016, the Company received written consents executed by shareholders of record owning an aggregate of 51.85% of the Company's issued and outstanding shares of common stock and preferred stock which authorized and approved a 50-to-1 reverse stock split for its common stock and preferred stock. On November 10, 2016, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which authorized the 50-to-1 reverse stock split with a delayed effective date of November 25, 2016. After submitting additional responses to FINRA, the Company received notice from FINRA that the subject 50-to-1 reverse stock split would have a market effective date of February 1, 2017. Immediately after effecting the subject 50-to-1 reverse stock split, the Company had 12,986,042 shares of common stock issued and outstanding and 60,000 shares of preferred stock issued and outstanding.

Item 4. Issuance History.

The following provides a list, in chronological order, of events resulting in changes in the total shares outstanding by the Company during the past two fiscal years and any interim period: including debt convertible into equity securities and any other securities or options to acquire such securities:

During the period from November 28, 2014 to January 20, 2015, the Company executed and delivered two (2) $1,500 convertible promissory note to two corporations, which Convertible Notes were each funded on or about its issuance date. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

Each Convertible Note bears interest at 5% and has a maturity date of 12 months from funding at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0015 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

During March 2015, three firms converted $8,396 including accrued interest due under the Amended and Restated $7,500 Convertible Notes issued during February 2015 into 335,852 unregistered shares of the Company's common stock at $.025 per share. The fair market value of the stock was $48,680 or $.145 per share on the dates of conversion which resulted in the Company recording a $40,284 loss on conversion of debt. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During April 2015, the Company issued 80,000 unregistered shares of the Company's common stock to each of two individual for service to the Company, resulting in an aggregate of 160,000 unregistered shares. These shares were valued at $.25 per share or $40,000. Compensation was calculated at the fair market value of the shares on the date earned. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During April 2015, $3,879 including interest was converted into 77,583 unregistered shares of the Company's common stock at $0.05 per share to fully satisfy a $3,500 convertible promissory note dated March 17, 2014. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During April 2015, the Company's CEO was issued 57,102 unregistered shares of the Company's common stock as earned under his July 2012 employment agreement. These shares were valued at $.175 per share or $9,993. Compensation was calculated at the fair market value of the shares at the date earned. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During May 2015, a firm was issued 120,000 unregistered shares of the Company's common stock for website development and hosting. These shares were valued at $.25 per share or $30,000. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During May 2015, a firm was issued 4,268 unregistered shares of the Company's common stock for accounting and accounting and finance services. These shares were valued at $.246 per share or $1,050. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During May 2015, the Company signed a debt settlement and release agreement with an individual. Under the agreement the individual partially converted $12,000 from a $20,000 promissory note dated September 7, 2007 and the Company issued 240,000 unregistered shares of the Company's common stock at $.05. The fair market value of the stock was $70,800 or $.295 per share on the date of conversion which resulted in the Company recording a $58,800 loss on conversion of debt. The shares were issued in July 2015. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During June, 2015, the Company executed and delivered six (6) Convertible Promissory Notes in the aggregate principal amount of $21,500 to two (2) corporations and four (4) individuals, which Convertible Notes were each funded on or about its issuance date. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

Each of the Convertible Notes bears interest at 5% and has a maturity date of 12 months from funding at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Notes are each convertible by the holder, at its or his election, into shares of the Company's common stock at an exercise price of $.0015 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On June 8, 2015, the Company executed and delivered a Convertible Promissory Notes in the aggregate principal amount of $15,000 to an individual, which Convertible Note was funded on or about its issuance date. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

The Convertible Notes bears interest at 5% and has a maturity date of 36 months from funding at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Notes are each convertible by the holder, at its or his election, into shares of the Company's common stock at an exercise price of $.0015 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

During the period from August 28, 2015 to October 1, 2015, the Company executed and delivered four (4) Convertible Promissory Notes in the aggregate principal amount of $15,900 to two (2) corporations and two (2) individuals, which Convertible Notes were each funded on or about its issuance date. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

Each of the Convertible Notes bears interest at 8% and has a maturity date of 12 months from funding at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. Each of the Convertible Notes is convertible by the holder, at its or his election, into shares of the Company's common stock at an exercise price of $.001 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On September 15, 2015, the Company executed and delivered a $125,000 Convertible Promissory Note to Henthorn Enterprises, Inc., a Washington corporation, for the purchase of all assets and assumption of all contracts of a Virtual Reality Application known as Reeltime VR (See Note 3 in Exhibit A, Financial Statements). The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

The Convertible Note bears interest at 5% and has a maturity date of September 15, 2016 at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.002 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On October 27, 2015, the Company executed and delivered a $4,000 Convertible Promissory Note to a corporation, which was funded on or about its issuance date. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transaction by an issuer not involving any public offering.

The Convertible Note bears interest at 8% and has a maturity date of October 27, 2016 at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On February 19, 2016, the Company executed and delivered two (2) $10,000 Convertible Promissory Notes and a $5,000 Convertible Promissory Note to a corporation and an individual, each Convertible Note being funded on or about February 19, 2016. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

Each of the subject Convertible Notes bears interest at 5% and has a maturity date of February 19, 2017 at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without any penalty. Each Convertible Note is convertible by the holder, at its or his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the

Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 16, 2016, the Company executed and delivered a $5,000 Convertible Promissory Note to a corporation, which convertible note was funded on or about March 16, 2106. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of March 16, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 18, 2016, the Company executed and delivered three (3) $5,000 Convertible Promissory Notes to three (3) individuals, each Convertible Note being funded on or about March 18, 2016. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

Each of the subject Convertible Notes bears interest at 5% and has a maturity date of March 18, 2017 at which time all principal and accrued interest shall be due and payable in full. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. Each Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share in the case of two (2) Convertible Notes and at an exercise price of $.0005 per share in the case of the third Convertible Note. In accordance with the terms of each Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 21, 2016, the Company executed and delivered two (2) $5,000 Convertible Promissory Notes to individuals, which Convertible Notes were funded on or about March 21, 2016. The Convertible Notes were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Notes bears interest at 5% and has a maturity date of March 21, 2017 at which time all principle and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Notes are convertible by the holder, at his or her election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Notes, each holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 29, 2016, the Company executed and delivered a $10,000 Convertible Promissory Note to a corporation, which convertible note was funded on or about March 29, 2106. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of March 29, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On April 25, 2016, the Company executed and delivered an $8,000 convertible promissory note to a related corporation, which convertible note was funded on or about April 25, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a)(2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of April 25, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On May 2, 2016, the Company executed and delivered a $1,200 convertible promissory note to an individual, which convertible note was funded on or about May 2, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of May 2, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On May 26, 2016, the Company executed and delivered a $5,000 convertible promissory note to a corporation, which convertible note was funded on or about May 26, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of May 26, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On May 26, 2016, the Company executed and delivered a $9,000 convertible promissory note to a corporation, which convertible note was funded on or about May 26, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of May 26, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On June 6, 2016, the Company executed and delivered a $2,500 convertible promissory note to a corporation, which convertible note was funded on or about June 6, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of June 6, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On June 6, 2016, the Company executed and delivered a $2,500 convertible promissory note to an individual, which convertible note was funded on or about June 6, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of June 6, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On June 16, 2016, the Company executed and delivered a $15,000 convertible promissory note to a corporation, which convertible note was funded on or about June 6, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of June 6, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On July 12, 2016, the Company executed and delivered a $5,000 convertible promissory note to a related corporation, which convertible note was funded on or about July 12, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of July 11, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On July 19, 2016, the Company executed and delivered a $1,200 convertible promissory note to an individual, which convertible note was funded on or about July 19, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of July 19, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On July 29, 2016, the Company executed and delivered a $2,500 convertible promissory note to an individual, which convertible note was funded on or about July 29, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of July 29, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock

On August 5, 2016, the Company executed and delivered a $7,000 convertible promissory note to a corporation, which convertible note was funded on or about August 5, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 8% and has a maturity date of August 5, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

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On August 30, 2016, the Company executed and delivered a $2,000 convertible promissory note to a related corporation, which convertible note was funded on or about August 30, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of August 30, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On August 30, 2016, the Company executed and delivered a $3,000 convertible promissory note to a related corporation, which convertible note was funded on or about August 30, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of August 30, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On October 3, 2016, the Company executed and delivered a $4,000 convertible promissory note to a related corporation, which convertible note was funded on or about September 29, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of October 3, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On October 7, 2016, the Company executed and delivered a $2,500 convertible promissory note to a related corporation, which convertible note was funded on or about October 7, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a)(2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of October 7, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On October 17, 2016, the Company executed and delivered a $25,000 convertible promissory note to a related corporation, which convertible note was funded on or about October 17, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of October 17, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

During October 2016, $4,000 of principal was converted into 320,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy an $8,000 convertible promissory note dated April 25, 2016 to a related corporation. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0005 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $62,255 of principal was converted into 4,980,400 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $125,000 convertible promissory note dated September 15, 2015 to the Company's CEO. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.002 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $2,500 of principal was converted into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $5,000 convertible promissory note dated June 13, 2015 to the Company's CFO. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $1,250 of principal was converted into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $2,500 convertible promissory note dated June 13, 2015 to an individual. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $2,500 of principal was converted into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $5,000 convertible promissory note dated June 6, 2015 to an individual. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $1,250 of principal was converted into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $2,500 convertible promissory note dated June 13, 2015 to an individual. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During October 2016, $500 of principal was converted into 40,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $1,200 convertible promissory note dated May 2, 2016 to an individual. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.00050 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

During early November 2016, $4,345.00 of principal and accrued interest was converted into 347,600 shares of the Company's common stock at $0.00125 per share to partially satisfy a $3,500 convertible promissory note dated March 24, 2014 to a corporation. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.00050 to $.00025 per share. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

On November 4, 2016, the Company executed and delivered a $10,000 convertible promissory note to an individual, which convertible note was funded on or about November 4, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of February 4, 2017 at which time all principal and accrued interest shall be due and payable. The note also includes a 10% loan fee. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock. The Company paid $11,000 on November 16, 2016 to fully satisfy the note.

On November 10, 2016, the Company executed and delivered a $2,500 convertible promissory note to an individual, which convertible note was funded on or about November 10, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of November 09, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.00025 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On November 16, 2016, the Company executed and delivered a $25,000 convertible promissory note to a related corporation, which convertible note was funded on or about November 16, 2016. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 5% and has a maturity date of November 15, 2017 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.0005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On February 23, 2017, the Company executed and delivered a $2,000 convertible promissory note to an individual, which convertible note was funded on or about February 23, 2017. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of February 23, 2018 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.01 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 6, 2017, the Company executed and delivered a $2,000 convertible promissory note to an individual, which convertible note was funded on or about March 6, 2017. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of March 5, 2018 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.01 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 16, 2017, the Company executed and delivered a $400 convertible promissory note to an individual, which convertible note was funded on or about March 16, 2017. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of March 15, 2018 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

On March 31, 2017, the Company executed and delivered a $4,250 convertible promissory note to an individual, which convertible note was funded on or about March 31, 2017. The Convertible Note was not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving a public offering.

The Convertible Note bears interest at 10% and has a maturity date of March 30, 2018 at which time all principal and accrued interest shall be due and payable. After maturity the interest rate increases to 15%. Prepayment is permitted without penalty. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.005 per share. In accordance with the terms of the Convertible Note, the holder may not convert any amount of the Convertible Note if, after giving effect to such conversion, the investor would beneficially own greater than 4.99% of the outstanding shares of the Company's common stock.

Finally, the Company's former CEO has earned 172,859 unregistered shares of the Company's common stock under his July 2012 employment agreement which have not been issued as of July 28, 2017. . The shares were valued at $0.1750 per share or $30,250. The subject shares were not registered under the Securities Act in reliance upon an exemption from registration provided by Section 4(a) (2) of the Securities Act, which exempts transactions by an issuer not involving any public offering.

Item 5. Financial Statements.

Financial information for the Three months ended March 31, 2017 and 2016, as restated, are attached hereto as Exhibit A, and such financial information is incorporated herein by this reference.

PART C BUSINESS INFORMATION

Item 6. Describe the Issuer's Business, Products and Services.

A. Description of the Issuer's Business Operations.

In 2014, ReelTime Rentals, Inc. ("ReelTime" or the "Company") shifted its focus and core business and formed strategic alliances and partnerships with various individuals in the media space. The primary objective of this business was to identify, leverage and monetize individuals and companies that have been suddenly thrust into, or had received, public attention and/or media exposure as a result of, amount other things, being featured on a TV show, an impactful event, viral social media or other types of media exposure. Most individuals and entities are not prepared to monetize such exposure and oftentimes find the exposure passes without having been used to their advantage. ReelTime believes that it is uniquely positioned to capitalize on, and assist, such individuals and companies to maximize the benefits of, and the use to their advantage, such media exposure with merchandising, leverage exposure into relationships, creating and marketing new revenue streams for exiting products or launching new products.

Among the strategic alliances established in furtherance of its business, ReelTime established the ReelTime Media Group which uses the collaborative efforts of various media experts ranging from Emmy award winning producers, media distribution companies, marketing, and social media influencers. Another similar collaborative arrangement is ReelTime Media Partners which has produced television pilots and shows which aired on WeTV, and CNBC. They also produced numerous television marketing spots and commercials which have aired nationally across many media distribution platforms.

ReelTime is in the business of developing, producing, and distribution of Virtual Reality contend as well as technologies. It has end to end production, editing, and distribution capabilities for internal and external projects. ReelTime remains engaged in the foregoing business activities as it pursues its more recent endeavor to develop state of the art Virtual Reality suite and Virtual Reality distribution platform as indicated below.

In September, 2015, ReelTime launched a technically advanced Virtual Reality platform making Virtual Reality accessible worldwide at a quality never before achieved under the banner ReelTime VR. ReelTime has become actively engaged in developing and producing an end to end state of the art Virtual Reality suite and implementing a Virtual Reality distribution platform. ReelTime has continued producing Virtual Reality content which can be seen on its own proprietary mobile platform via the ReelTime VR app, the Samsung Gear VR, Oculas based distribution, Youtube and Facebook. ReelTime intends to launch its content and additional distribution portals as they emerge.

ReelTime anticipates distributing content made by third parties over its distribution network through licensing, acquisition and joint ventures.

ReelTime has developed and filed, on July 19, 2016, a patent application for a "Simultaneous Spherical Panorama Image and Video Capturing System" [Application no. 62364262]. It has been in continued development and ReelTime expects to be able to allow it to be used in consumer and commercial applications.

In August, 2016, ReelTime began production on three series shot in Virtual Reality for distribution currently via Oculas, Samsung Gear VR, and other VR distribution platforms. ReelTime also began producing resort showcases and event experiences. As a result of these activities the company began receiving revenue and expanded its operations into an end to end production and distribution facility.

In the first quarter of 2017, the Company began providing media services using an on-line bartering website and a third-party provider. The Company achieved $162,000 in revenue during this period.

In the future, the Company anticipates that it will continue with its core media based business activities which will thereby generate sufficient revenues to expand and utilize emerging technologies and potential opportunities which may arise. The Company also anticipates that it may have the opportunity to acquire other similar media based businesses that can help and assist it to advance its core activities as summarized herein. To date, the Company has generated minimal revenue due to the lack of marketing, advertising and retention of quality staffing. As our finances permit, the Company will endeavor to hire and retain qualified engineers and developers to help protect our assets.

The Company understands that hiring industry-specific management will be required. These professionals are expected to be skilled in marketing, advertising, graphic design, multimedia production as well as audio/video internet and web based technology.

The Company 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 Company. In that context, management believes the Company 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 Company has two officers and makes use of consultants on an as needed basis.

There has been no delisting of the Company's securities by any securities exchange or deletion from the OTC Markets. There are no past, pending or threatened legal proceedings or administrative actions either by or against the Company that could have a material effect on the Company's business, financial condition or operations and any current, past or pending trading suspensions by a securities regulator.

The Company is currently conducting operations and has not been, at any time, a "shell company" as that term is defined in Rule 12b-2 of the Exchange Act. The Company is a non-SEC reporting company.

Material Contracts

On September 15, 2015, the Company entered into and consummated a Bill of Sales and Assignment and Assumption Agreement (the "Agreement") with Henthorn Enterprises Inc., a Washington corporation owned by Barry Henthorn. At the time of this transaction, Mr. Henthorn was not an officer, director or an affiliate of the Company. However, Mr. Henthorn is currently the Company's CEO. Pursuant to the Agreement, the Company acquired all assets and assumed all the contracts of a Virtual Reality Application known as Reeltime VR, in exchange, the Company issued a $125,000 Convertible Promissory Note. The Convertible Notes bears interest at 5% and has a maturity date of 12 months. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.002. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.002 to $.00025 per share. Reeltime VR, is a virtual reality distribution platform to mobile and other remote devises. The asset consists of code base and other developmental aspects along with derivative works development rights.

On October 31, 2016, the Company entered into a Services Contract and Purchase Agreement with NWBB, Inc. for ReelTime to produce and create Virtual Reality Content and certain other VR projects. The contract was valued at $80,000 in cash and cash equivalents in the form of hotel credits towards services performed by the Company. Any additional services beyond this amount will be billed separately. In November and December ReelTime produced VR content including resort showcases and other marketing materials. ReelTime continues to produce and develop content under this agreement although ongoing productions rely on continued mutual agreement.

Safe Harbor For Forward-Looking Statements

When used in this Report, 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 27(a) of the Securities Act of 1933 and Section 21(e) 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.

Management’s Discussion and Analysis or Plan of Operation.

A. Plan of Operation. We started generating moderate revenues during the last six month and reported a small profit for the three months ending March 31, 2017. For the three months ended March 31, 2017, we incurred a net profit of $10,711 compared to a net loss of $149,645 for the three months ended March 31, 2016. However, we have an accumulated deficit since inception of $6,465,049.

For the foreseeable future, our operating plan is dependent upon both the ability to conserve existing cash resources and the ability to obtain additional capital through equity financing and/or debt financing in an effort to provide the necessary funds and cash flow to meet our obligations on a timely basis and to operate our business in an efficient and economical manner. In the event that we are unable to conserve existing cash resources and/or obtain the additional and necessary capital, the Company may have to cease or significantly curtail our operations. This could materially impact the Company’s ability to continue as a going concern for a reasonable period of time.

Liquidity and Capital Resources

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At March 31, 2017, we have an accumulated deficit since inception of $6,465,049. We did generate $170,000 revenues during the three months ended March 31, 2017 from bartering transactions. These factors, among others, indicate that the Company might be unable to continue as a going concern for a reasonable period of time.

As of March 31, 2017, we had cash and marketable securities of $8,385 and working capital deficit of $1,757,273. This compares to cash and marketable securities of $29,353 and a working capital deficit of $1,773,621 at December 31, 2016.

Based on anticipated operating and administrative expenses, the Company will not have sufficient cash resources to finance its operations except for several months unless we are able to raise additional equity financing and/or debt financing in the immediate future. We have commenced, and will continue to pursue, efforts to raise additional equity financing and/or debt financing from a variety of sources and means. There are no assurances that we will be able to obtain any additional financing and, even if obtained, that such financing will be in a sufficient amount to be able to continue operations for a sufficient period until the Company is able to generate sufficient revenues and become profitable.

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

Results of Operations for the three months ended March 31, 2017 compared to the three months ended March 31, 2016:

Overview. We had moderate revenues of $170,000 for the three months ended March 31, 2017 from bartering transactions and -0- for the three months ended March 31, 2016. There was net income of $10,711 for the three months ended March 31, 2017 compared to a net loss of $149,645 for the three months ended March 31, 2016. The decrease in net losses of $160,356 is attributable to the factors discussed below.

Revenues. We had revenues from operations of $170,000 and $-0- for the three months ended March 31, 2017 and 2016, respectively. Once cost of goods sold and other expenses to generate revenue are considered, we had gross margins of $112,160 and $-0- from our operations for the three months ended March 31, 2017 and 2016, respectively. Our 2017 revenues consisted of various bartering transactions for VR and media services which the Company will exchange for travel and other services. The extent to which, and the amount of revenues which may be generated from our future business operations and activities is unknown.

Expenses. Our operating expenses were $33,170 and $88,927 for the three months ended March 31, 2017 and 2016, respectively. The decrease of $55,757 was primarily attributable an approximate decrease of $19,000 for our executives compensation as we reported -0- salary expense for the three months ended March 31, 2017 due to a revision in their compensation plans. In addition, a decrease related to a purchase agreement settlement of approximately $42,000 during the three months ended March 31, 2016, offset by an approximate $5,000 increase in travel and other expenses for our new virtual reality business.

Other Income (Expense). Our total other income (expense) was $(68,279) and $(60,718) for the three months ended March 31, 2017 and 2016, respectively. The increase of $7,561 in expenses was attributable, to a $160 decrease in other income (expenses) related to the change in market value of our marketable securities and a $7,401 increase in net interest expense.

Capital Structure and Resources

We had total assets of $310,182 as of March 31, 2017, which consisted of cash of $3,025, marketable securities of $5,360, barter exchange asset of $164,926, related party notes receivables of $31,153, property and equipment (net of accumulated depreciation) of 8,246 and intangible assets related to our virtual reality business (net of accumulated amortization) of $97,472.

We had total liabilities of $1,961,737 as of March 31, 2017 consisting of accounts payable of $74,689, accrued expenses of $1,063,114, current convertible notes payable of $544,147, notes payable of $279,787, and long-term convertible notes payable of $9,167. For further information and details on convertible notes and notes payable which have been issued, see Note 8 (Notes Payable) to the financial statements attached hereto as Exhibit A and information set forth in Item 4 above.

At March 31, 2017, we had total stockholders' deficiency of $1,660,722. We have had net losses since inception and had an accumulated deficit of $6,465,049 at March 31, 2017.

We had net cash used in operating activities of $16,833 and net cash used for investing activities of $3,058 related to our virtual reality business for the three months ended March 31, 2017. Net cash of $1,797 was used by financing activities for the three months ended March 31, 2017 as provided by loans from individuals of $8,650 less repayment of $10,447.

B. ***Off-Balance Sheet Arrangements***.

We have no material off-balance sheet transactions, arrangements or obligations.

C. ***Date and State (or Jurisdiction) of Incorporation.***

ReelTime is a Washington corporation that was originally formed on June 24, 2004.

D. ***Issuer's Primary and Secondary SIC Codes.***

ReelTime's primary SIC Code is 4841 and its secondary SIC Code is 3663.

E. ***Issuer's fiscal year end date.***

ReelTime's fiscal year end is at December 31st of each year.

F. ***Principal Products or Services, and Their Markets***.

In furtherance of its business as described in section 6A above, ReelTime is primarily focused on the development and implementation of entertainment based products and services. The core of the business is to establish a platform which allows emerging media based technologies and virtual reality technologies to evolve.

Item 7. Describe the Issuer's Facilities.

Description of Corporate Offices

ReelTime's corporate offices were located at 22117 9th Avenue W, Edmonds, Washington 98020, as provided at no charge by the Company's CEO, Barry Henthorn. On January 15, 2017, ReelTime moved into offices and production facilities located at 19930 68th Avenue N.E., Kenmore, Washington 98028. The space contains a 600 square foot production space used for filming, Virtual Set development, and other production activities. There are also two recording studios being utilized in video and audio production, and post production. One of which broadcasts radio feeds for terrestrial and internet based programming. ReelTime's facility also contains administrative office space and 3 additional developer stations.

We believe that our current facilities are adequate for our operations as currently conducted and if additional facilities are required, that we could obtain them at commercially reasonable prices.

PART D MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

Item 8. Officers, Directors and Control Persons.

A. Name of Officers, Directors and Control Persons. The names of each of the Company's executive officers, directors and control persons (control persons are beneficial owners of more than ten percent (10%) of any class of the Company's equity securities) as of the date of this Quarterly Report are as follows:

Name	Age	Position
Barry Henthorn	50	Chief Executive Officer, President, Chief Technology Officer and Director
Scott Steciw	52	Chief Financial Officer, Secretary and Director
Henthorn Enterprises, Inc.		Control Person (ownership of 10% or more of Company's equity securities)

B. Legal/Disciplinary History. At no time in the last five years, has any officer or member of the board of directors, or any control person, been the subject of any of the following:

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

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a

violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated; or

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

C. Beneficial Shareholders.

The following table sets forth certain information regarding the beneficial ownership of our common stock as of July 28, 2017, by each person who, to our knowledge, owns more than 10% of any class of our common stock. Unless otherwise indicated in the footnotes to the following tables, each person named in the table has sole voting and investment power, except to the extent such power may be shared with a spouse.

Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class +
Henthorn Enterprises, Inc.(1) 6520 Whitman ST N.E. Tacoma, WA 98420	4,980,000	38.3%

+ Based on 12,986,042 shares of common stock issued and outstanding as of July 28, 2017.

(1) Henthorn Enterprises, Inc. is a corporation owned by, and controlled by, our CEO, Barry Henthorn.

The following table sets forth certain information regarding the beneficial ownership of our preferred stock as of July 28, 2017, by each person who, to our knowledge, owns more than 10% of any class of our preferred stock. Unless otherwise indicated in the footnotes to the following tables, each person named in the table has sole voting and investment power, except to the extent such power may be shared with a spouse.

Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class +
Mark Sorenson 2102-388 Drake Street Vancouver, BC V6B 6A8	60,000	100.0%

* Based on 60,000 shares of preferred stock issued and outstanding as of July 28, 2017.

Item 9. Third Party Providers

1. Counsel: Patrick J. Russell, Esq.
Allen Vellone Wolf Helfrich & Factor, P.C.
1600 Stout Street, Suite 1100
Denver, Colorado 80202
Phone no.: (303) 534-4499

2. Accountant: Rick Basse, CPA
Rick Basse Consulting, PLLC
244 Majestic Oak Drive
New Braunfels, Texas 78132
Phone no.: (210) 347-0374

3. Auditor: None
4. Investor Relations Consultant: None
5. Other Advisors: None

Item 10. Issuer's Certifications.

I, Barry Henthorn, as President and CEO, and Scott Steciw, as Chief Financial Officer, certify that:

1. I have reviewed this Quarterly Report of ReelTime Rentals, Inc.

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

3. Based on my knowledge, the restated financial statement, 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.

Dated: July 28, 2017

REELTIME RENTALS, INC.

By /s/ Barry Henthorn
Barry Henthorn, Chairman, President
and Chief Executive Officer

By /s/ Scott Steciw
Scott Steciw
Chief Financial Officer

Exhibit A

REELTIME RENTALS INC.
19930 68th Avenue N.E.
Kenmore, WA 98028

Financial Statements and Notes
For the Three months ended March 31, 2017

REELTIME RENTALS, INC.

Consolidated Balance Sheets (Unaudited)

	March 31, 2017	December 31, 2016
Assets		
Current assets:		
Cash	$ 3,025	$ 24,713
Marketable securities	5,360	4,640
Barter exchange	164,926	47,223
Notes receivable - related parties	31,153	30,720
Total current assets	204,464	107,296
Other assets		
Property and equipment, net of a accumulated depreciation of $1,388 and $932 at March 31, 2017 and December 31, 2016, respectively	8,246	5,644
Intangible assets, net of accumulative amortization of $27,528 and $23,064 at March 31, 2017 and December 31, 2016, respectively	97,472	101,936
Total other assets	105,718	107,580
Total Assets	$ 310,182	$ 214,876
Liabilities and Stockholders' Deficiency		
Current liabilities:		
Accounts payable	$ 74,689	$ 61,806
Accrued expenses	1,063,114	1,042,783
Convertible notes, net of discount of $56,548 and $105,951 at March 31, 2017 and December 31, 2016, respectively	544,147	488,094
Notes payable	279,787	288,234
Total current liabilities	1,961,737	1,880,917
Long term liabilities:		
Convertible notes, net of discount of $5,833 and $7,083 at March 31, 2017 and December 31, 2016, respectively	9,167	7,917
Total long term liabilities	9,167	7,917
Total liabilities	1,970,904	1,888,834
Commitments and contingencies		
Stockholders' Deficiency:		
Preferred stock, $0 par value; 50,000,000 shares authorized, 60,000 Preferred stock shares issued and outstanding as of March 31, 2017 and December 31, 2016	30,000	30,000
Common stock, $0 par value, 650,000,000 shares authorized, 12,986,042 issued and outstanding as of March 31, 2017 and December 31, 2016, respectively	3,933,126	3,933,126
Additional paid-in capital	810,951	808,426
Stock to be issued	30,250	30,250
Accumulated deficit	(6,465,049)	(6,475,760)
Total stockholders' deficiency	(1,660,722)	(1,673,958)
Total Liabilities and Stockholders' Deficiency	$ 310,182	$ 214,876

The accompanying notes are an integral part of these consolidated financial statements.
The common stock and preferred stock shares issued and outstanding have been adjusted to reflect a 50-to-1 reverse split, which was effective in February 2017.

REELTIME RENTALS, INC.

Consolidated Statements of Operations (unaudited)

	For the Three Months Ended	
	March 31, 2017	March 31, 2016
		As restated
Revenue	$ 170,000	-
Cost of Revenue	57,840	-
Gross margin	112,160	-
Operating expenses:		
General and administrative expenses	$ 28,250	$ 84,463
Depreciation and amortization expense	4,920	4,464
Total operating expenses	33,170	88,927
Net operating income (loss)	78,990	(88,927)
Other income (expense):		
Other income (expense)	720	880
Interest income	433	-
Interest expense	(69,432)	(61,598)
Loss on conversion of debt	-	-
Total Other income (expense)	(68,279)	(60,718)
Net income (loss)	$ 10,711	$ (149,645)
Basic and diluted income (loss) per share	$ 0.001	$ (0.022)
Diluted income per share	0.000	$ N/A
Weighted average number of common shares outstanding - basic	12,986,042	6,697,968
Weighted average number of common shares outstanding - diluted	1,090,173,454	N/A

The accompanying notes are an integral part of these consolidated financial statements.
The common stock and preferred stock shares issued and outstanding have been adjusted to reflect a 50-to-1 reverse split, which was effective in February 2017.

REELTIME RENTALS, INC.

Statements of Cash Flow (Unaudited)

	For the Three Months Ended March 31, 2017	For the Three Months Ended March 31, 2016
		As restated
Cash flows from operating activities:		
Net loss	$ 10,711	$ (149,645)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization expense	4,920	4,464
Non-cash interest	68,999	61,598
Purchase Agreement settlement (Note 6)	-	17,259
Unrealized (gain) loss on marketable securities	(720)	(880)
Changes in operating assets and liabilities:		
Barter exchange (Note 10)	(117,703)	-
Accounts payable	12,883	3,175
Accrued expenses and other current liabilities	4,077	23,253
Net cash used in operating activities	(16,833)	(40,776)
Cash flows from investing activities:		
Plant and equipment purchases	(3,058)	-
Net cash used in investing activities	(3,058)	-
Cash flows from financing activities		
Proceeds from convertible notes payable	8,650	65,000
Payment on convertible notes payable	(2,000)	-
Payments on notes payable	(8,447)	-
Net cash provided by financing activities	(1,797)	65,000
Net increase (decrease) in cash	(21,688)	24,224
Cash - beginning of the year	24,713	776
Cash - end of the year	$ 3,025	$ 25,000
Supplemental disclosures:		
Interest paid	$ 426	$ -
Taxes paid	$ -	$ -
Supplemental disclosure for non-cash financing activities:		
Discount on Notes Payable	$ 2,525	$ 38,000

The accompanying notes are an integral part of these consolidated financial statements.

REELTIME RENTALS INC.
Notes to Financial Statements (Unaudited)
As of March 31, 2017

NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION BASIS

Nature of organization & business

i) Organization

ReelTime headquartered in Tacoma, Washington was incorporated on June 24, 2004, under the laws of the State of Washington.

ii) Business

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.

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. The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America.

Use of Estimates

In preparing financial statements, management makes estimates and assumptions that affect the reported amounts of assets and liabilities in the balance sheet and revenue and expenses in the statement of expenses. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Marketable Securities

Marketable securities with determinable fair value are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Equity securities are valued at closing price at the end of the current period. The Company reported a gain on marketable securities of $720 and $880 for the three months ended March 31, 2017 and 2016, respectively.

Concentrations of Risk

Cash and cash equivalents deposited with financial institutions are insured by the Federal Deposit Insurance Corporation ("FDIC"). The Company did not hold cash in excess of FDIC insurance coverage at a financial institution as of March 31, 2017.

Property and equipment

Property and equipment is recorded at cost and depreciated on the straight-line method over the estimated useful lives. Expenditures for normal repairs and maintenance are charged to expense as incurred. The cost and related accumulated depreciation of assets sold or otherwise disposed of are removed from the accounts, and any gain or loss is included in operations.

Valuation of Long-Lived and Intangible Assets

We assess the impairment of long-lived and intangible assets periodically, or at least annually, and whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Factors considered important, which could trigger an impairment review, include the following: significant underperformance relative to historical or projected future cash flows; significant changes in the manner of use of the assets or the strategy of the overall business; and significant negative industry trends. When management determines that the carrying value of long-lived and intangible assets may not be recoverable, impairment is measured as the excess of the assets' carrying value over the estimated fair value. Management is not aware of any impairment changes that may currently be required; however, we cannot predict the occurrence of events that might adversely affect the reported values in the future.

Derivative Financial Instruments

The Company does not use derivative instruments to hedge exposures to cash flow, market, or foreign currency risks. The Company evaluates all of its financial instruments to determine if such instruments are derivatives or contain features that qualify as embedded derivatives. For derivative financial instruments that are accounted for as liabilities, the derivative instrument is initially recorded at its fair value and is then re-valued at each reporting date, with changes in the fair value reported as charges or credits to income. For option-based derivative financial instruments, the Company uses the Binomial option-pricing model to value the derivative instruments at inception and subsequent valuation dates. The classification of derivative instruments, including whether such instruments should be recorded as liabilities or as equity, is re-assessed at the end of each reporting period. Derivative instrument liabilities are classified in the balance sheet as current or non-current based on whether or not net-cash settlement of the derivative instrument could be required within 12 months of the balance sheet date.

Fair Value Measurements

In September 2006, the FASB issued ASC 820 (previously SFAS 157) which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. The provisions of ASC 820 were effective January 1, 2008.

As defined in ASC 820, fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (exit price). The Company utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable. The Company classifies fair value balances based on the observations of those inputs. ASC 820 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement).

The three levels of the fair value hierarchy defined by ASC 820 are as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. Level 1 primarily consists of financial instruments such as exchange-traded derivatives, marketable securities and listed equities.

Level 2 – Pricing inputs are other than quoted prices in active markets included in level 1, which are either directly or indirectly observable as of the reported date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace. Instruments in this category generally include non-exchange-traded derivatives such as commodity swaps, interest rate swaps, options and collars.

Level 3 – Pricing inputs include significant inputs that are generally less observable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value.

Revenue Recognition

The Company recognizes revenues from the sales of our products or services using the following criteria for recognition:

1) Persuasive evidence of an arrangement exists;
2) delivery has occurred or services have been rendered;
3) the seller's price to the buyer is fixed or determinable, and
4) collectable is reasonably assured.

Barter transactions represent the exchange of Company services for other services. These transactions are recorded at the estimated fair market value of the services provided or the fair value of the services received, whichever is most readily determinable. Revenue is recognized on barter and trade transactions when the services are provided. Expenses are recorded ratably over a period that estimates when the service received is utilized, or when the event occurs. Barter and trade revenues and expenses from continuing operations are included in revenue and cost of revenues, respectively.

Income taxes

Deferred income taxes are determined using the liability method for the temporary differences between the financial reporting basis and income tax basis of the Company's assets and liabilities. Deferred income taxes are measured based on the tax rates expected to be in effect when the temporary differences are included in the Company's tax return. Deferred tax assets and liabilities are recognized based on anticipated future tax consequences attributable to differences between financial statement carrying amounts of assets and liabilities and their respective tax bases.

The income tax provision (benefit) consists of the following:

		March 31, 2017		December 31, 2016
Current	$	–	$	–
Deferred		(2,198,117)		(2,201,758)
State and local				
Current		–		–
Deferred		–		–
Total		(2,198,117)		(2,201,758)
Change in valuation allowance		(2,198,117)		(2,201,758)
Income tax provision (benefit)	$	–	$	–

At December 31, 2016, the Company had a net operating loss ("NOL's") carry forward in the amount of $6,465,049 available to offset future taxable income. The Company established valuation allowances equal to the full amount of the deferred tax assets due to the uncertainty of the utilization of the operating losses in future periods. The Company has not filed its federal tax returns since inception and therefore, the NOL's will not be available to offset future taxable income until the tax returns are filed with the respective federal tax authorities.

A reconciliation of the Company's effective tax rate as a percentage of income before taxes and federal statutory rate for the periods ended March 31, 2017 and December 31, 2016 is summarized below.

		March 31, 2017		December 31, 2016
Federal statutory rate	$	(34.0)%	$	(34.0)%
State income taxes, net of federal benefits		0.0%		0.0%
Valuation allowance		34.0%		34.0%

Basic and diluted net income per share

Basic net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share (EPS) include additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options warrants and convertible notes. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive for periods presented. As of March 31, 2017, the Company has no options or warrants outstanding. At March 31, 2017, the total shares issuable upon conversion of convertible notes payable would be approximately 1,089,108,000 shares of the Company's common stock.

The number of shares required to satisfy the requirements of the Company outstanding convertible instruments exceeds the number of unissued shares of the Company. The Company currently has 650,000,000 shares of common stock authorized, but that number is insufficient to meet the Company's obligations to certain individuals, officers, corporations and related corporations under the terms of our convertible promissory notes payable. Due to existing restrictions limiting the holder of a convertible note to receive, upon conversion, shares of common stock which will not exceed 4.9% of our issued and outstanding common stock, there is no imminent requirement that the number of our authorized capital stock be increases, At an appropriate time, the Company envisions seeking shareholder approval of an increase in the Company's authorized capitalization to some greater number of authorized shares, but the Company cannot provide any assurance that the Company will be able to obtain the necessary shareholder approval. If the Company fails to obtain shareholder approval for the increase in authorized capitalization, the Company may be in default under the terms of the convertible promissory notes payable. At March 31, 2017, the total shares issuable upon conversion of convertible notes payable would be approximately 1,089,108,000 shares of the Company's common stock which exceeded the number of unissued shares of the Company's common stock by approximately 452,094,000 shares.

Stock Compensation

The Company follows Financial Accounting Standard No. 123R (ASC 718), "Share-Based Payment" as interpreted by SEC Staff Accounting Bulletin No. 107 for financial accounting and reporting standards for stock-based employee compensation plans. It defines a fair value based method of accounting for an employee stock option or similar equity instrument.

The Company uses the Black-Scholes option valuation model for estimating the fair value of traded options. This option valuation model requires the input of highly subjective assumptions including the expected stock price volatility. There were no options outstanding for the Three months ended March 31, 2017 and 2016.

The Company recorded stock-based compensation of $-0- for the three months ended March 31, 2017 and 2016.

Recent Issued Accounting Standards

In May 2014, the FASB issued ASU 2014-09, Revenue from Contracts with Customers (Topic 606), which supersedes the revenue recognition requirements in ASC 605, Revenue Recognition. This guidance is based on the principle that revenue is recognized to depict the transfer of goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This guidance also requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. This guidance can be adopted either retrospectively to each prior reporting period presented, or retrospectively with a cumulative-effect adjustment recognized as of the date of adoption. The original effective date of this guidance for public entities was for annual reporting periods beginning after December 15, 2016. In August 2015, the FASB issued ASU 2015-14, Revenue from Contracts with Customers (Topic 606), to defer the effective date of this guidance by one year, to the annual reporting periods beginning after December 15, 2017, including interim periods within that reporting period. A reporting entity may choose to early adopt the guidance as of the original effective date. We do not anticipate early adoption, and are currently evaluating the impact on our financial statements upon the adoption of this guidance.

NOTE 2 – RESTATEMENT OF PRIOR PERIOD FINANCIAL STATEMENTS

During a review of the corporate documents in September 2016, we discovered that various convertible notes and an acquisition agreement with Henthorn Enterprises Inc. were not discussed or mentioned in prior reports through June 30, 2016 (See Note 3).

In accordance with provisions of ASC 250 – Accounting Changes and Errors Corrections, we have restated, to the earliest period practical, our previously filed financial statements for the year ended December 31, 2015 and the six months ended June 30, 2016. The below schedules reflect the restatement on the three month months ended March 31, 2016. We have not amended and do not intend to amend any of our previously filed Annual or Quarterly Reports for the periods affected by these restatements.

The “Adjustments” column in the following tables reflects the corrections to the previously reported financial statements:

REELTIME RENTALS, INC.

Consolidated Statements of Operations (unaudited)

	For the three months ended March 31, 2016		
	As Reported	Adjustments	As Restated
Operating expenses:			
General and administrative expenses	$ 74,463	$ 10,000	$ 84,463
Depreciation and amortization expense	-	4,464	4,464
Total operating expenses	74,463	14,464	88,927
Net operating loss	(74,463)	(14,464)	(88,927)
Other income (expense):			
Other Expense	880	-	880
Interest expense	(24,332)	(37,266)	(61,598)
Total Other income (expense)	(23,452)	(37,266)	(60,718)
Net loss	$ (97,915)	$ (51,730)	$ (149,645)
Basic and diluted income (loss) per share	$ (0.000)	$ (0.000)	$ (0.000)

REELTIME RENTALS, INC.

Statements of Cash Flow (Unaudited)

	For the three months ended March 31, 2016		
	As Reported	Adjustments	As Restated
Cash flows from operating activities:			
Net loss	$ (97,915)	(51,730)	(149,645)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation and amortization expense	-	4,464	4,464
Non-cash interest	24,332	37,266	61,598
Purchase Agreement settlement (Note 6)	17,259	-	17,259
Unrealized (gain) loss on marketable securities	(880)	-	(880)
Loss on disposal of fixed asset			
Changes in operating assets and liabilities:			
Accounts payable	3,175	-	3,175
Accrued expenses and other current liabilities	23,253	-	23,253
Net cash used in operating activities	(30,776)	(10,000)	(40,776)
Cash flows from financing activities			
Proceeds from shareholders loans			
Proceeds from convertible notes payable	55,000	10,000	65,000
Net cash provided by financing activities	55,000	10,000	65,000
		-	
Net increase (decrease) in cash	24,224	-	24,224
Cash - beginning of the year	776	-	776
Cash - end of the year	$ 25,000	-	25,000
Supplemental disclosures:			
Interest paid	$ -	-	-
Supplemental disclosure for non-cash financing activities:			
Discount on Notes Payable	$ 37,000	1,000	38,000

NOTE 3 – ACQUISITION

On September 15, 2015, the Company entered into and consummated a Bill of Sales and Assignment and Assumption Agreement (the "Agreement") with Henthorn Enterprises Inc., a Washington corporation owned by Barry Henthorn. At the time of this transaction, Mr. Henthorn was not an officer, director or an affiliate of the Company. However, Mr. Henthorn is currently the Company's CEO and a director.

Pursuant to the Agreement, the Company acquired all assets and assumed all the contracts of a Virtual Reality Application known as Reeltime VR. Reeltime VR, is a virtual reality distribution platform to mobile and other remote devises. The asset consists of code base and other developmental aspects along with derivative works development rights, in exchange, the Company issued a $125,000 Convertible Promissory Note. The Convertible Notes bears interest at 5% and has a maturity date of 12 months. The Convertible Note is convertible by the holder, at his election, into shares of the Company's common stock at an exercise price of $.002. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.002 to $.00025 per share.

The purchase price has been allocated to the net assets acquired upon their estimated fair values as follows:

Intangible asset – intellectual property and derivative works:	$125,000
Assumed contracts	0
Other assets	0
Total	$125,000

NOTE 4 - INTANGIBLES

Intangibles consist of intellectual property and derivative works of $125,000 acquired in the purchase of the assets of Reeltime VR from Henthorn Enterprises Inc. The fair value of the intellectual property derivative works was calculated using the net present value of the projected gross profit to be generated over 84 months beginning in September 2015 with annual amortization of $17,857. The Company recorded amortization of intangible assets of $4,464 for the three months ended March 31, 2017 and 2016.

NOTE 5 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The Company has incurred material recurring losses from operations. The Company has generated minimal revenues since inception and has generated losses totaling $6,465,049 since inception. In addition, the Company is experiencing a continuing operating cash flow deficiency. These factors, among others, raise substantial doubt about The Company's ability to continue as a going concern.

The Company is relying on investor funding to maintain operations. The Company will continue to pursue additional equity financing and/or debt financing while managing cash flow in an effort to provide funds and cash flow to meet its obligations on a timely basis.

The financial statements do not contain any adjustments to reflect the possible future effects on the classification of assets or the amounts and classification of liability that may result should the Company be unable to continue as a going concern.

NOTE 6 – RELATED PARTY NOTES RECEIVABLE

On April 11, 2016, the Company received an $8,000 promissory note from a related corporation. The loan bears interest at 5% and has a maturity date of April 10, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.005 per share. The unpaid balance including accrued interest was $8,383 and $8,283 at March 31, 2017 and December 31, 2016, respectively.

On May 20, 2016, the Company received a $2,000 promissory note from a related corporation. The loan bears interest at 5% and has a maturity date of February 20, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.02 per share. The unpaid balance including accrued interest was $2,088 and $2,063 at March 31, 2017 and December 31, 2016, respectively.

On May 27, 2016, the Company received a $2,500 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of May 26, 2017. In addition, provides for a loan fee of 5%. The unpaid balance including accrued interest was $2,834 and $2,771 at March 31, 2017 and December 31, 2016, respectively.

On May 27, 2016, the Company received a $2,500 promissory note from the Company's CFO. The loan bears interest at 10% and has a maturity date of May 26, 2017. In addition, provides for a loan fee of 5%. The unpaid balance including accrued interest was $2,834 and $2,771 at March 31, 2017 and December 31, 2016, respectively.

On June 13, 2016, the Company received a $7,500 promissory note from a related Corporation. The loan bears interest at 5% and has a maturity date of June 12, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.0275 per share. The unpaid balance including accrued interest was $7,797 and $7,703 at March 31, 2017 and December 31, 2016, respectively.

On July 7, 2016, the Company received a $5,000 promissory note from a related Corporation. The loan bears interest at 5% and has a maturity date of July 6, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.0050 per share. The unpaid balance including accrued interest was $5,188 and $5,125 at March 31, 2017 and December 31, 2016, respectively.

On October 27, 2016, the Company received a $5,000 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of January 26, 2017. In addition, provides for a loan fee of 10%. The Company's CEO repaid $5,589 including interest during December 2016 to fully satisfy the note.

On November 3, 2016, the Company received a $12,000 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of February 3, 2017. In addition, provides for a loan fee of 10%. The Company's CEO repaid $13,391 including interest during December 2016 to fully satisfy the note.

On November 28, 2016, the Company received a $4,000 promissory note from a related Corporation. The loan bears interest at 5% and has a maturity date of November 28, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.01 per share. The related corporation repaid $4,017 including interest during December 2016 to fully satisfy the note.

On December 12, 2016, the Company received a $3,000 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of January 26, 2017. In addition, provides for a loan fee of 10%. The Company's CEO repaid $3,326 including interest during December 2016 to fully satisfy the note.

On December 13, 2016, the Company received a $2,000 promissory note from the Company's CEO. The loan bears interest at 10% and has a maturity date of March 3, 2017. In addition, provides for a loan fee of 10%. The Company's CEO repaid $2,210 including interest during December 2016 to fully satisfy the note.

On December 15, 2016, the Company received a $2,000 promissory note from a related Corporation. The loan bears interest at 5% and has a maturity date of December 15, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the Company may convert the note into shares of the related corporation's common stock at an exercise price of $.0075 per share. The unpaid balance including accrued interest was $2,029 and $2,004 at March 31, 2017 and December 31, 2016, respectively.

On September 29, 2016, the Company's CEO received a $900 non-interest bearing loan from the Company, the loan was repaid in October and November 2016.

NOTE 7– ACCRUED EXPENSES

Accrued expenses consist of the following:

		March 31, 2017		December 31, 2016
Accrued Compensation	$	432,819	$	432,819
Accrued Payroll Taxes		371,747		367,244
Accrued Interest		258,548		242,720
	$	1,063,114	$	1,042,783

The accrued payroll taxes represented unpaid federal income taxes including penalty and interest from 2006 through 2008 for former employees.

NOTE 8 – NOTES PAYABLE

		March 31, 2017		December 31, 2016
Short – Term Notes Payable – Convertible (Net of debt discount of $56,548 and $105,951 at March 31, 2017 and 2016, respectively) (A)	$	544,147	$	488,094
Short – Term Notes Payable (B)		279,787		288,234
Long – Term Notes Payable – Convertible (Net of debt discount of $5,833 and $7,083 at March 31, 2017 and 2016, respectively) (C)		9,167		7,917
Totals	$	833,101	$	784,245

(A) Short-Term Notes Payable – Convertible

On March 24, 2014, the Company issued a $3,500 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of March 24, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $3,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.001 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During November 2016, the corporation converted $4,345 including accrued interest into 347,600 unregistered shares of the Company's common stock at $.0125 per share to fully settle the obligation.

On April 8, 2014, the Company issued a $3,500 convertible promissory to a corporation. The loan bears interest at 5% and has a maturity date of April 8, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $3,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $4,718 and $4,587 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On May 9, 2014, the Company issued a $3,500 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of May 9, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $3,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $4,673 and $4,542 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 12, 2014, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of June 12, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.002 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $6,594 and $6,406 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 18, 2014, the Company issued a $300,000 promissory note to a related corporation to satisfy an accounts payable. The loan bears interest at 5% and has a maturity date of June 18, 2017. After the due date, the interest rate on the promissory note increases to 15%. The Company is required to make monthly payments of $1,000 beginning July 1, 2014. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $300,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. During July 2014, the Company issued 100,000 unregistered shares of the Company's common stock to satisfy $25,000 of the principle owed on the promissory note. The stock was valued at $25,000 or $0.25. The unpaid balance including accrued interest was $312,361 and $310,948 at March 31, 2017 and December 31, 2016, respectively. During June 2016, the Company reclassified the note from long-term to short-term.

On June 27, 2014, the Company issued a $10,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of June 27, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $10,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $12,250 and $12,750 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On July 11, 2014, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of July 11, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.002 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $6,532 and $6,344 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On August 20, 2014, the Company issued a $4,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of August 20, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.002 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $4,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,167 and $5,017 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On September 23, 2014, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of September 23, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.002 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $6,375 and $6,187 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On November 28, 2014, the Company issued a $1,500 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of November 28, 2015. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $1,875 and $1,819 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On January 30, 2015, the Company issued a $1,500 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of January 30, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,550, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $1,682 and $1,713 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 1, 2015, the Company issued a $1,500 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of June 1, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $1,763 and $1,707 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 6, 2015, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of June 6, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During October 2016, the corporation converted $2,500 of principle into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $3,496 and $3,402 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 6, 2015, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of June 6, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,876 and $5,688 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 13, 2015, the Company issued a $2,500 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of June 13, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $2,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During October 2016, the individual converted $1,250 of principle into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $1,586 and $1,539 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 13, 2015, the Company issued a $5,000 convertible promissory note to an officer and director. The loan bears interest at 5% and has a maturity date of June 13, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During October 2016, the officer converted $2,500 of principle into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $3,172 and $3,078 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On June 13, 2015, the Company issued a $2,500 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of June 13, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $2,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0015 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During October 2016, the individual converted $1,250 of principle into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $1,586 and $1,539 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On August 28, 2015, the Company issued a $1,500 convertible promissory note to an individual. The loan bears interest at 8% and has a maturity date of August 28, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,500, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $1,751 and $1,695 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On September 15, 2015, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 8% and has a maturity date of September 15, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,807 and $5,619 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On September 15, 2015, the Company issued a $125,000 convertible promissory note to Henthorn Enterprises, Inc., a Washington corporation, for the acquisition of a Virtual Reality application known as Reeltime VR. Henthorn Enterprises, Inc. is owned by the Company's CEO, Barry Henthorn. The loan bears interest at 5% and has a maturity date of September 15, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.002 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $56,250, and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 11, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.002 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification aggregated $68,750, and was recorded as a debt discount. Since the Company is not compliant with the repayment terms of the note, the Company expensed the debt discount during October 2016. During October 2016, the corporation converted $62,255 of principle into 4,980,400 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $74,872 and $72,519 at March 31, 2017 and December 31, 2016, respectively.

On September 29, 2015, the Company issued a $3,000 convertible promissory note to an individual. The loan bears interest at 8% and has a maturity date of September 29, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $900, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $3,466 and $3,353 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On October 1, 2015, the Company issued a $6,400 convertible promissory note to a corporation. The loan bears interest at 8% and has a maturity date of October 1, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.001 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $640, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $7,392 and $7,152 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On October 27, 2015, the Company issued a $4,000 convertible promissory note to a corporation. The loan bears interest at 8% and has a maturity date of October 27, 2016. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,600, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $4,593 and $4,443 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On February 19, 2016, the Company issued a $10,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of February 19, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $10,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $10,688 and $10,438 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On February 19, 2016, the Company issued a $10,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of February 19, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $10,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $10,688 and $10,438 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On February 19, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of February 19, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,345 and $5,219 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 16, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 16, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $-0-. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 18, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 18, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0125 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 18, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 18, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 18, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 18, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $5,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 21, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 21, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 21, 2016, the Company issued a $5,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of March 21, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $1,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,282 and $5,198 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On March 29, 2016, the Company issued a $10,000 convertible promissory note to a corporation. The loan bears interest at 5% and has a maturity date of March 29, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $0. The unpaid balance including accrued interest was $10,500 and $10,375 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On April 25, 2016, the Company issued an $8,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of February 19, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the holder may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $8,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0005 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification was $0. During October 2016, the related corporation converted $4,000 of principle into 320,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory. The unpaid balance including accrued interest was $4,275 and $4,225 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On May 2, 2016, the Company issued a $1,200 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of May 2, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $720 and was recorded as debt discount. The debt discount was amortized through the term of the note. On October 13, 2016, the Company modified the promissory note to reduce the conversion rate per share from $.0005 to $.00025 per share. In addition, the Company calculated the fair value of the beneficial conversion feature on the debt modification as the difference between the conversion price and the fair market value of the Company's common stock into on the date of modification. The fair value of the conversion option in connection with the note on the date of modification aggregated $480, and was recorded as a debt discount. The debt discount was amortized through the term of the note. During October 2016, the individual converted $500 of principle into 40,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy the convertible promissory note. The unpaid balance including accrued interest was $744 and $735 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On May 26, 2016, the Company issued a $5,000 convertible promissory note to a corporation. The loan bears interest at 10% and has a maturity date of May 26, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the holder may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $5,417 and $5,292 at March 31, 2017 and December 31, 2016, respectively.

On May 26, 2016, the Company issued a $9,000 convertible promissory note to a Corporation. The loan bears interest at 10% and has a maturity date of May 26, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the holder may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $3,600 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $ 9,750 and $9,525 at March 31, 2017 and December 31, 2016, respectively.

On June 6, 2016, the Company issued a $2,500 convertible promissory note to a Corporation. The loan bears interest at 10% and has a maturity date of June 6, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the holder may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,500 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $2,709 and $2,646 at March 31, 2017 and December 31, 2016, respectively.

On June 6, 2016, the Company issued a $2,500 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of June 6, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,500 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $2,709 and $2,646 at March 31, 2017 and December 31, 2016, respectively.

On June 16, 2016, the Company issued a $15,000 convertible promissory note to related Corporation. The loan bears interest at 10% and has a maturity date of June 6, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $15,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $16,188 and $15,813 at March 31, 2017 and December 31, 2016, respectively.

On July 12, 2016, the Company issued a $5,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of July 11, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $5,178 and $5,115 at March 31, 2017 and December 31, 2016, respectively.

On July 19, 2016, the Company issued a $1,200 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of July 19, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $1,243 and $1,228 at March 31, 2017 and December 31, 2016, respectively.

On July 29, 2016, the Company issued a $2,500 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of July 29, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $2,667 and $2,604 at March 31, 2017 and December 31, 2016, respectively. .

On August 5, 2016, the Company issued a $7,000 convertible promissory note to a corporation. The loan bears interest at 8% and has a maturity date of August 5, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $7,373 and $7,233 at March 31, 2017 and December 31, 2016, respectively.

On August 30, 2016, the Company issued a $2,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of August 30, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $2,058 and $2,033 at March 31, 2017 and December 31, 2016, respectively. .

On August 30, 2016, the Company issued a $3,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of August 30, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $3,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $3,082 and $3,044 at December 31, 2016.

On October 3, 2016, the Company issued a $4,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of October 3, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $4,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The note was funded on September 29, 2016. The unpaid balance including accrued interest was $4,100 and $4,050 at March 31, 2017 and December 31, 2016, respectively.

On October 7, 2016, the Company issued a $2,500 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of October 7, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,500 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $2,562 and $2,531 at March 31, 2017 and December 31, 2016, respectively.

On October 17, 2016, the Company issued a $25,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of October 16, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $15,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $25,573 and $25,360 at March 31, 2017 and December 31, 2016, respectively.

On November 4, 2016, the Company issued a $10,000 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of February 4, 2017 and includes a provision for a 10% loan fee. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $10,000. Since the note was paid-off in less the two weeks the debt discount was ignored. On November 16, 2016, the Company paid the individual $11,000 to fully satisfy the terms of the note.

On November 10, 2016, the Company issued a $2,500 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of November 9, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.00025 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,500 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $2,594 and $2,531 at March 31, 2017 and December 31, 2016, respectively.

On November 16, 2016, the Company issued a $25,000 convertible promissory note to a related corporation. The loan bears interest at 5% and has a maturity date of November 15, 2017. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $20,000 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $25,475 and $25,156 at March 31, 2017 and December 31, 2016, respectively.

On February 23, 2017, the Company issued a $2,000 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of February 23, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.01 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $2,025 at March 31, 2017.

On March 6, 2017, the Company issued a $2,000 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of March 5, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.01 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $-0-. The unpaid balance including accrued interest was $2,017 at March 31, 2017.

On March 16, 2017, the Company issued a $400 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of March 15, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $400 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $402 at March 31, 2017.

On March 31, 2017, the Company issued a $4,250 convertible promissory note to an individual. The loan bears interest at 10% and has a maturity date of March 30, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.005 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance was $2,125 and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $4,250 at March 31, 2017.

As of March 31, 2017, the total short-term loans - convertible amounted to $678,891 which includes $78,196 of accrued interest. The conversion price of the notes were fixed and determinable on the date of issuance and as such in accordance with ASC Topic 815 "*Derivatives and Hedging*" ("ASC 815"), the embedded conversion options of the note were not considered derivative liabilities. The beneficial conversion features of certain convertible notes are at a price below fair market value. The Company recorded interest expense on the debt discount of $ $53,178 and $51,723 for the three months ended March 31, 2017 and 2016, respectively, in the accompanying statement of operations.

(B) Short-Term Notes Payable

On September 07, 2007, the Company issued a $20,000 promissory note to an individual. The loan bears interest at 10% and has a maturity date of October 1, 2008. During May 2015, the Company signed a debt settlement and release agreement with the promissory note holder. Under the agreement the individual partially converted $12,000 into 12,000,000 unregistered shares of the Company's common stock at $.001. The fair market value of the stock was $70,800 or $.0059 per share on the date of conversion which resulted in the Company recording a $58,800 loss on conversion of debt. The shares were issued in July 2015. The unpaid balance including accrued interest was $24,750 and $24,550 at March 31, 2017 and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On December 15, 2008, the Company issued a $199,787 promissory note to an individual. The loan bears interest at 8% and has a maturity date of December 15, 2009. The unpaid balance including accrued interest was $332,313 and $328,317 at March 31, 2017and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On January 1, 2009, the Company issued a $72,000 promissory note to an individual. The loan bears interest at 5% and is due on demand. The unpaid balance including accrued interest was $101,700 and $100,800 at March 31, 2017and December 31, 2016, respectively. The Company is not compliant with the repayment terms of the note.

On February 19, 2016, the Company issued a $17,259 promissory note to a corporation as part of the settlement of a purchase agreement dated December 23, 2015 (see Note 10). The loan bears interest at 1%, compounded monthly and has a maturity date of February 28, 2017. After maturity the interest rate increases to 12%. In addition, Barry Henthorn, the Company's CEO, has personally guaranteed the repayment of the promissory note. The promissory note plus accrued interest was paid-off in February 2017. The unpaid balance including accrued interest was $8,766 at December 31, 2016.

(C) Long-Term Notes Payable – Convertible

On June 6, 2015, the Company issued a $15,000 convertible promissory note to an individual. The loan bears interest at 5% and has a maturity date of June 6, 2018. After maturity the interest rate increases to 15%. In addition, at any time, the individual may convert the note into shares of the Company's common stock at an exercise price of $.0015 per share. The Company calculated the fair value of the beneficial conversion feature as the difference between the conversion price and the fair market value of the Company's common stock into on the date of issuance. The fair value of the conversion option in connection with the note on the date of issuance aggregated $15,000, and was recorded as debt discount. The debt discount was amortized through the term of the note. The unpaid balance including accrued interest was $16,376 and $16,188 at March 31, 2017and December 31, 2016, respectively.

NOTE 9 – EQUITY TRANSACTIONS

The Company was established with two classes of stock, 650,000,000 shares authorized of no par value common stock and 50,000,000 shares authorized of no par value preferred stock.

During October 2016, a corporation converted $2,500 of principle into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $5,000 convertible promissory note dated June 5, 2015.

During October 2016, an individual converted $1,250 of principle into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $2,500 convertible promissory note dated June 13, 2015.

During October 2016, an officer converted $2,500 of principle into 200,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $5,000 convertible promissory note dated June 13, 2015.

During October 2016, an individual converted $1,250 of principle into 100,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $2,500 convertible promissory note dated June 13, 2015.

During October 2016, a corporation owned by the Company's CEO converted $62,255 of principle into 4,980,400 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $125,000 convertible promissory note dated September 15, 2015.

During October 2016, a related corporation converted $4,000 of principle into 320,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy an $8,000 convertible promissory note dated April 25, 2016.

During October 2016, an individual converted $500 of principle into 40,000 unregistered shares of the Company's common stock at $0.0125 per share to partially satisfy a $1,200 convertible promissory note dated May 2, 2016.

During November 2016, a corporation converted $4,345 including accrued interest into 347,600 unregistered shares of the Company's common stock at $.0125 per share to fully settle a $3,500 promissory note dated March 24, 2014.

Effective as of November 10, 2016, the Company received written consents executed by shareholders of record owning an aggregate of 51.85% of the Company's issued and outstanding shares of common stock and preferred stock which authorized and approved a 50-to-1 reverse stock split for its common stock and preferred stock. On November 10, 2016, Articles of Amendment to the Articles of Incorporation were filed with the Washington Secretary of State which authorized the 50-to-1 reverse stock split with a delayed effective date of November 25, 2016. After submitting additional responses to FINRA, the Company received notice from FINRA that the subject 50-to-1 reverse stock split would have a market effective date of February 1, 2017. Immediately after effecting the subject 50-to-1 reverse stock split, the Company had 12,986,042 shares of common stock issued and outstanding and 60,000 shares of preferred stock issued and outstanding.

NOTE 10 – PURCHASE AGREEMENT

On or about December 23, 2015, a Technology/Stock Purchase Agreement (the "Agreement") was executed and entered into between and among the Company, Bellatora, LLC, Hall of Fame Beverages, Inc., James C. Hodge and Atom Miller. Under the terms of the Agreement, the Company was, *inter alia,* to become the 100% owner of Bellatora, LLC, the name of the Company would be changed, and certain persons were to receive a combination of common stock and preferred stock which would constitute in excess of 99% fully diluted stock ownership in the Company. Thereafter, a dispute and disagreement arose between and among the parties concerning the Agreement and the various actions which were to be undertaken. On February 17, 2016, the Agreement was rescinded and terminated by the parties and, to the extent possible, all parties have been restored and returned to their respective positions prior to entering into the subject Agreement. At closing on February 19, 2016, the Company paid $25,000 and issued a promissory note for $17,259 (see Note 8(B) to settle the agreement.

NOTE 11 – BARTERING CONTRACT

On October 31, 2016, the Company entered into a Services Contract and Purchase Agreement with NWBB, Inc. for ReelTime to produce and create Virtual Reality Content and certain other VR projects. The contract was valued at $80,000 in cash and cash equivalents in the form of hotel credits towards services performed by the Company. Any additional services beyond this amount will be billed separately. In November and December ReelTime produced VR content including resort showcases and other marketing materials. ReelTime continues to produce and develop content under this agreement although ongoing productions rely on continued mutual agreement.

In 2017, the Company began providing media services using an on-line bartering website and a third-party provider. The Company achieved $162,000 in revenue for the three months ended March 31, 2017. The third-party provider fee and administrative cost amounted to 30% of the gross revenue.

During the three months ended March 31, 2016, the Company recognized revenues of $170,000 for work performed on the bartering transactions. The unused service received of $164,926 was recorded as Barter exchange on the accompanying consolidated balance sheet.

NOTE 12 – SUBSEQUENT EVENTS

The Company evaluated all events or transactions that occurred after March 31, 2017 up through the date these financial statements were available for issuance. During this period, the Company did not have any material recognizable subsequent events.