RAPID FIRE MARKETING, INC.

ANNUAL REPORT

For the fiscal year ended December 31, 2012

311 West Third St.
Suite 1234
Carson City, NV, 89703
(Address of principal executive offices)

(775) 461-5127
(Issuer's Telephone Number, Including Area Code)

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

From July 2007 to Present	Rapid Fire Marketing, Inc.
From 2001 to July 2007	N-Vision Technology
From 1998 to 2001	G.D.E. Search Corporation

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

Rapid Fire Marketing, Inc.

311 West Third St., Suite 1234, Carson City, NV, 89703

Phone: (775) 461-5127

www.rapid-fire-marketing.com

Investor Relations: investors@rapid-fire-marketing.com

Item 3. Security Information

- Trading Symbol: RFMK
- The exact title and class of securities outstanding: Common stock and preferred stock are authorized and outstanding
- CUSIP Number: 26-0214836
- Par or Stated Value:

Common Stock: $0.001 par value per share.
Preferred Stock: $0.001 par value per share.

- Common or Preferred Stock.

The issuer's authorized Common Stock presently consists of 2,000,000,000 shares, par value $0.001. The holders of the Common Stock have equal ratable rights to dividends from funds legally available therefore, when, as and if declared by the Board of Directors of the issuer and are entitled to share ratably in all of the assets of the issuer available for distribution to holders of Common Stock upon liquidation, dissolution, or winding up of the affairs of the issuer. Holders of the issuer's common stock are entitled to one (1) vote per share on all matters on which shareholders may vote at all meetings of shareholders. There are no conversion rights, subscription rights, preemptive rights, cumulative voting rights, or redemptive rights with respect to the Common Stock. All shares of Common Stock now outstanding are fully paid and non-assessable.

The issuer's authorized Preferred Stock presently consists of 25,000,000 shares, par value $0.001, of which at the end of year 2012, there were 10,790,000 shares of preferred stock issued and outstanding. Each share of preferred stock can be converted to thirty (30) shares of common stock.

Common Stock:

	December 31, 2012	December 31, 2011
Shares Authorized:	2,000,000,000	2,000,000,000
Shares Outstanding:	1,550,113,886	691,918,022
Public Float[1]:	437,852,710	316,572,368

Shareholders of Record:	53	26

[1] Public Float is calculated by subtracting the aggregate number of shares held by the shareholders of record from the total issued and outstanding.

Preferred Stock:

	December 31, 2012	**December 31, 2011**
Shares Authorized:	25,000,000	25,000,000
Shares Outstanding:	10,790,000	4,133,000
Shareholders of Record:	2	2

- The name and address of the transfer agent:

Pacific Stock Transfer
4045 South Spencer St #403
Las Vegas, NV 89119

Pacific Stock Transfer Company, Inc. is registered under the Securities Exchange Act of 1934 and is regulated by the Securities and Exchange Commission.

There are no restrictions on the transfer of the Company’s securities; and the Company has not been subject to any trading suspension orders issued by the SEC in the past 12 months.

Item 4. Issuance History

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

The following events resulted in changes in total shares outstanding by the issuer in the past two year period ending on the last day of the issuer’s most recent fiscal year:

During the year ended December 31, 2012 the Company issued 858,195,864 shares of common stock. Of this amount 185,000,000 was issued for services; 40,290,000 shares of stock were issued from the conversion of 1,343,000 shares of preferred stock, and the balance or 439,405,714 shares were issued for cash of $438,800.

During fiscal 2011, we issued 466,480,000 shares of stock. Of this amount, 100,000,000 was issued to its officer for services valued at market which was $0.0122, resulting in an expense of $1,220,000 as shown on the statement of operations under stock for services. 327,000,000 shares of stock were issued from the conversion of 10,900,000 shares of preferred stock, and the balance or 39,480,000 shares were issued for cash not yet received of $250,100.

Each of the above securities offerings or transactions was made by officers and directors of the issuer and was not a registered offering. The offerings relied upon an exemption under Regulation S or Rule 4(2) of the Securities Act of 1933, as amended. The shares in these offerings or transactions were restricted (i.e., not freely tradable); and the certificates evidencing such shares contained a legend (1) stating that the shares have not been registered under the Securities Act of 1933, as amended, and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act of 1933, as amended.

Item 5. Financial information for the issuer’s most recent fiscal period.

The Company's unaudited financial statements for its fiscal year ended December 31, 2012 and 2011 are attached hereto as part of the Company's Annual Company Information and Disclosure Statement and filed herewith.

RAPID FIRE MARKETING, INC.
Balance Sheets
December 31, 2012 and 2011

	As of December 31, 2012	As of December 31, 2011
Assets		
Current assets:		
Cash and cash equivalents	$1,722	$3,327
Notes Receivable	1,450,000	10,000
Accrued Interest	-	1,320
Accounts Receivable	12,184	-
Prepaid Expense	22,500	-
Inventory	359,701	
Total current assets	$1,846,107	14,647
Non-current assets:		
Fixed assets - net	-	5,793
Total assets	$1,846,107	$20,440
Liabilities and Stockholder's Equity		
Current liabilities:		
Accounts payable	457,659	3,419
Loans Payable	196,838	287,120
Total current liabilities	654,497	290,539
Stockholders' Equity/(Deficit):		
Stock to be issued	10,000	10,000
Preferred stock, $.0001 par value, 25,000,000 shares authorized, 10,790,000 and 41,333,000 shares issued and outstanding, respectively	10,790	4,133
Common Stock, $.0001 par value 2,000,000,000 shares authorized, 1,550,113,886 issued and outstanding at December 31,2011; 2,000,000,000 shares authorized and 691,918,022 shares issued and outstanding at 31,2010	1,550,114	691,918
Additional paid-in capital	10,922,416	8,877,169
Accumulated deficit	(11,301,710)	(9,853,319)
Total stockholders' Equity/(Deficit)	1,191,610	(270,099)
Total liabilities and stockholders' equity/(deficit)	$1,846,107	$20,439

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

RAPID FIRE MARKETING, INC.
Statements of Operations
Years Ending December 31, 2012 and 2011

	2012	2011
Sales	$39,923	$3,826
Cost of sales	46,562	1,160
Gross profit	(6,639)	2,666
Operating expenses		
Sales & Marketing	148,393	5,379
Research &Development	384	-
General and administrative	950,872	287,891
Stock for services	474,500	1,223,000
Depreciation	5,792	34,750
Bad Debt	11,320	-
Total operating expenses	1,591,261	1,551,020
(Loss) income from operations	(1,597,899)	(1,548,354)
Other income (expense)		
Business gain (loss)	149,508	
Interest Income	-	1,320
Other income (expense)	-	-
Total other income (expense)	149,508	1,320
(Loss) income before income taxes	(1,448,391)	(1,547,034)
Income taxes	-	-
Net (loss) income attributable to common shareholders	$(1,448,391)	$(1,547,034)
Net (Loss) per share from operations	$(0.00)	$(0.00)
Basic weighted average number of shares of common stock outstanding	901,051,670	461,524,274

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

RAPID FIRE MARKETING,INC
Statements of Cash Flows
Years Ending December 31, 2012 and 2011

	2012	2011
Cash flows from operating activities		
Net (loss) income	$(1,448,391)	$(1,547,034)
Adjustments to reconcile net (loss) income to net cash used by operating activities:		
Depreciation	5,792	34,750
Non business loss without cash outflow	149,508	-
Stock for service	474,500	1,223,000
Bad Debt	11,320	-
(Increase) decrease in Accounts Receivable	(12,184)	-
(Increase) decrease in Notes Receivable	-	(11,320)
(Increase) decrease in Prepaid Expense	(22,500)	-
(Increase) decrease in Inventory	(359,701)	-
(Decrease) increase in Accounts Payable	801,532	-
Net cash used by operating activities	(400,125)	(300,604)
Cash flows from investing activities:		
Purchase Assets	-	
Net cash used by investing activities		-
Cash flows from financing activities:		
Loan from Officer(Loan repayment)	(90,281)	84,846
Cash received for common stock to be issued	-	10,000
Preferred stock issued for cash	50,000	139,050
Common stock issued for cash	438,800	
Net cash provided by financing activities	398,519	233,896
Net Increase (decrease) in cash	(1,606)	(66,708)
Cash at beginning of period	3,326	70,034
Cash at end of period	$1,719	$3,326
SUPPLEMENTARY CASH FLOW INFORMATION:		
Income taxes paid	$-	$-
Interest paid	$-	$-

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

RAPID FIRE MARKETING INC,
Statement of Stockholders' Equity (Deficit)
Years Ended December 31, 2012and 2011

	Common Stock		Series A Preferred stock					
	Numbers of Shares	Amount	Numbers of Shares	Amount	Additional Paid in Capital	Shares to be issued	Accumulate d Deficit	Total Stockholer' s Equity
Balance at December 31, 2010	225,438,022	$225,438	11,033,000	$11,033	$7,724,599	250,100	$(8,306,286)	$(95,116)
Common stock issued for services	100,000,000	100,000	-	-	1,120,000	-	-	$1,220,000
Preferred stock issued for services	-	-	3,000,000	3,000		-	-	$3,000
Preferrd stock converted to common stock	327,000,000	327,000	(10,900,000)	(10,900)	(316,100)	-	-	$-
Preferred Stock Issued for Cash	-	-	1,000,000	1,000	138,050	-	-	$139,050
Common Stock issued for cash received in 2010	39,480,000	39,480	-	-	210,620	(250,100)	-	$-
Cash received for common stock to be issued in 2012	-	-	-	-	-	10,000	-	$10,000
Net loss	-	-	-	-			(1,547,034)	$(1,547,034)
	691,918,022	691,918	4,133,000	4,133	8,877,169	10,000	(9,853,320)	(270,100)
Balance at December 31, 2011	691,918,022	691,918	4,133,000	4,133	8,877,169	10,000	(9,853,320)	$(270,100)
Common stock issued for services	185,000,000	185,000	-	-	281,500	-	-	$466,500
Preferred stock issued for services	-	-	8,000,000	8,000	-	-	-	$8,000
Preferred stock converted to common stock	40,290,000	40,290	(1,343,000)	(1,343)	(38,947)	-	-	$-
Common Stock issued for Cash	439,405,714	439,406	-	-	(606)	-	-	$438,800
Preferred Stock issued for Cash	-	-	150	-	1,500,000	-	-	$1,500,000
Common Stock issued to Ironridge Global IV LTD	193,500,150	193,500	-	-	303,300	-	-	$496,800
Net loss	-	-	-	-	-	-	(1,448,391)	$(1,448,391)
Balance at December 31, 2012	1,550,113,886	1,550,114	10,790,150	10,790	10,922,416	10,000	(11,301,712)	1,191,608

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

Notes to Consolidated Financial Statements

Note 1 - Organization and Description of Business

Rapid Fire Marketing, Inc. (the "Company" or "RFMK") was incorporated under the laws of the state of Delaware in 1989 as G.D.E. Search Corporation. In 2001 the Company changed its name to N-Vision Technology. In July 2007 the Company changed its name to Rapid Fire Marketing, Inc.

The Company sells Bionic cigarettes, which operates much the same way as an actual cigarette but instead of smoke, a nicotine vapor is produced that is tar and odor free. The Bionic cigarette is also free of most of the harmful chemicals found in burning of actual cigarettes. The Company also provides full service marketing, consulting and management services primarily for the medical cannabis industry under proposition 215 of the California legislature related to the legal dispensing of medical marijuana.

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Note 2 - Summary of Significant Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all cash on hand and in banks, including accounts in book overdraft positions, certificates of deposit and other highly- liquid investments with maturities of three months or less, when purchased, to be cash and cash equivalents.

Inventory

Inventory consists of finished product, Bionic cigarettes valued at the lower of cost or market valuation under the first-in, first- out method of costing.

Depreciation of Fixed Assets

Fixed assets are stated at cost and depreciated, net of salvage value, using the straight-line method over the estimated useful lives of the assets. Major renewals and improvements are capitalized, while maintenance and repairs are expensed when incurred.

Revenue Recognition

The Company generates revenue from consulting services which are recognized when the service is completed pursuant to a consulting agreement. For product sales of Bionic cigarettes revenue is recognized when the purchase is complete and shipment has occurred.

Stock-Based Compensation

The Company follows ASC 718-10, "Stock Compensation", which addresses the accounting for transactions in which an entity exchanges its equity instruments for goods or services, with a primary focus on transactions in which an entity obtains employee services in share-based payment transactions. ASC 718-10 requires measurement of the cost of employee services received in exchange for an award of equity instruments based on the grant-date fair value of the award (with limited exceptions). Incremental compensation costs arising from subsequent modifications of awards after the grant date must be recognized. The Company has not adopted a stock option plan and has not granted any stock options. The Company granted stock awards, at market value, to its advisors for services rendered. Accordingly, stock-based compensation has been recorded to date.

Income Taxes

Income taxes are provided in accordance with Codifications topic 740, "Income Taxes", which requires an asset and liability approach for the financial accounting and reporting of income taxes. Current income tax expense (benefit) is the amount of income taxes expected to be payable (receivable) for the current year. A deferred tax asset and/or liability is computed for both the expected future impact of differences between the financial statement and tax bases of assets and liabilities and for the expected future tax benefit to be derived from tax loss and tax credit carry forwards. Deferred income tax expense is generally the net change during the year in the deferred income tax asset and liability. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be "more likely than not" realized in future tax returns. Tax rate changes and changes in tax law are reflected in income in the period such changes are enacted.

Earnings (loss) per share

Basic earnings (loss) per share are computed by dividing the net income (loss) by the weighted-average number of shares of common stock and common stock equivalents (primarily outstanding options and warrants). Common stock equivalents represent the dilutive effect of the assumed exercise of the outstanding stock options and warrants, using the treasury stock method. The calculation of fully diluted earnings (loss) per share assumes the dilutive effect of the exercise of outstanding options and warrants at either the beginning of the respective period presented or the date of issuance, whichever is later. As of the balance sheet dates the Company had no outstanding warrants.

Stock Split

On April 16, 2009 the Company effected a reverse stock split of 1,000 to 1 of all common shares outstanding at that time. The financial statements have been adjusted to reflect the effects of the split for all the periods presented.

Note 3 - Note Receivable

At December 31, 2011, the Company had a note receivable totaling $11,626, including accrued interest of $1,626. This note was past due. The note was written off in 2012 as management determined that the debtor company ceased operations and was unable to pay.

Note 4 - Fixed Assets

Fixed assets consist of the following:

	2012	**2011**
Vehicles	$69,500	$69,500
Less: Accumulated Depreciation	69,500	63,708
Net Fixed Assets	$-	$5,792

The Company purchased a truck, which cost $69,500 in March, 2010. Assets are being depreciated using the straight-line method. Depreciation expense in 2012 and 2011 was $5,792 and $34,750, respectively, and is shown in the statement of operations under general and administrative costs.

Note 5 - Stockholders' Equity

Preferred Stock

On September 21, 2012, the Company entered into a Stock Purchase Agreement whereby the purchaser agreed to purchase 150 shares of Series A Preferred Stock for total cash consideration of $1,500,000. As of December 31, 2012, the shares have been delivered to the purchaser and $50,000 cash has been received. As part of the agreement the Purchaser agreed to pay for certain inventory received by the Company in lieu of paying the cash directly to the Company. As of December 31, 2012, the purchaser paid $170,053 for inventory. This amount has reduced the stock subscription receivable balance to $1,279,947.

During the year ended December 31, 2012, the Company issued 8,000,000 shares of preferred stock for services. The shares were valued at $8,000.

During the year ended December 31, 2012, the Company converted 1,343,000 of preferred shares into common shares.

Common Stock

During the year ended December 31, 2012 the Company issued 858,195,864 shares of common stock. Of this amount 185,000,000 was issued for services; 40,290,000 shares of stock were issued from the conversion of 1,343,000 shares of preferred stock, and the balance of 439,405,714 shares were issued for cash of $438,800.

Common Stock to be Issued

In 2011 the Company received $10,000 for shares to be issued in 2012.

Note 6 - Related Party transactions

During the year ended December 31, 2012, the Company executed a 3% secured convertible note with a shareholder for $14,000. The note is due within one year.

Note 7 - Subsequent Events

The Company has performed an evaluation of subsequent events in accordance with ASC Topic 855. The Company is not aware of any subsequent events which would require recognition or disclosure in the financial statements.

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

A. Business.

Rapid Fire Marketing, Inc. (the "Company") was incorporated under the laws of the state of Delaware in 1989 as G.D.E. Search Corporation. In 2001 the Company changed its name to N-Vision Technology. In July 2007 the Company changed its name to Rapid Fire Marketing, Inc. The Company's fiscal year ends on December 31.

Since changing to Rapid Fire Marketing, Inc. in 2007, neither the Company nor any of its predecessors have ever been in a bankruptcy, receivership or any similar proceeding. The Company has never experienced a material reclassification, merger, consolidation or purchase or sale of any significant amount of assets.

The Company is not in default of any note, loan, lease or other indebtedness or financing arrangements. As of December 31, 2012 the Company has not experienced any change of control; any increase of 10% or more of the same class of outstanding equity securities, nor does the Company cite any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization at present time.

The Company has not been involved in any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board. The Company does not have any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator.

B. Business of Issuer.

The core business of Rapid Fire Marketing is the Vapor Inhaler. The SIC codes of its business are 3841, 5194, 5047-31 and 5063-36. Rapid Fire Marketing is an operational company with two full time employees, and 4 independent contractors who conduct a variety services for the Company. Rapid Fire marketing has never been classified as a shell company.

Over the last three years, Rapid Fire Marketing has evolved from producing vapor cigarettes (BionicCigs), to producing vapor inhalers that can be used for a vast number of products. During these three years, most of the Company's resources have been used in development of new products, culminating in the release of its CannaCig unit in 2nd quarter of 2012, followed by the release of two new versions, the 2nd generation of CannaCig and new product, Cumulus, that have been released in 3rd and 4th quarter of 2012 respectively.

The Vapor Inhaler is the base technology for the CANNAcig and follow-on products. At this time, the follow-on products in development include the Pocket Puffer, and the Power Pocket Puffer. The Vapor Inhaler is brand new and disruptive technology for medical cannabis patients around the world. The device uses Cannabis Vapor Inhaler technology which is superior to any other device on the market. The Vapor Inhaler has the biggest opportunity in the retail market where it is sold without the active ingredient.

The Company is a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Its technology is a game changer for smokers and medical marijuana users all around the world.

Rapid Fire Marketing's main competitors are Cannabee, G Pen and ATMOS. Compared with their products, its products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

The target customer is an individual who uses nicotine, medical marijuana and herbs for vaporization. These individuals are seeking a device that will not leak, get excessively hot or otherwise be deficient. Its units are set up and ready to use right out of the box. Rapid Fire Marketing vaporizers have been tested and are superior to all others with regard to use and reliability.

Rapid Fire Marketing's objectives are consumer focused:

(a) Create and continue to create the most innovative vaporizer products on the market. Be a market leader with the product, and never allow a competitor to get ahead of the technological developments that Rapid Fire Marketing has cornered.
(b) Develop customer and brand loyalty, by creating the most innovative cost effective products on the market, and using that customer loyalty to develop renewable payment revenue streams.

(c) To dominate the market by reaching profitability quickly and using that profit as re-investment into new product development, market share strategies and customer loyalty programs.

The key day-to-day processes that our business performs to serve our customers are as follows:

(a) Product Development: The CANNAcig has been fully developed and tested. The product is already in the market and being sold through the web, affiliate sites and medical marijuana dispensaries.

(b) Sales: Through distributors, medical marijuana dispensaries, online and retail.

(c) Marketing: Internet Marketing, Social Media, Email, News and PR releases and a variety of other marketing methods.

(d) Finance: We have financed the first two production runs. We have also secured short term and long term capital.

The relevant market size is currently around $2B per year, between the electronic cigarette and medical marijuana industry, but forecast to grow substantially (both e-cigarettes and medical marijuana) over the next 5 years. The relevant market is large enough for the Company to enjoy a potentially large success given the current size and forecasted growth. In addition, because they are few competitors, and none with a portable product that is concealable, the Company believes it will strike quickly and capture a large market share in the electronic cigarette industry.

C. The nature of products or services offered.

The CANNAcig Vapor Inhaler is brand new and disruptive technology for smokers and medical marijuana users around the world. The device uses vaporizer technology which makes the unit discreet, is a healthier alternative to actual smoking.

The CANNAcig Vapor Inhaler is smokeless. A user is able to consume vapor without all of the harmful effects of actual smoke. It is also nearly odor free, and can be used in public places. The consumer will no longer need to find a quiet and private place to "smoke".

The CANNAcig Vapor Inhaler allows the user to "draw" as much "smoke" as desired without the unit heating up and getting too hot, nor under normal circumstances, will it leak or create a mess for the user. The biggest benefit of the CANNAcig vaporizer is the ability for the user to get the effect of smoking medical marijuana without the health and social risks involved with smoking. It closely simulates smoking and still delivers potent results, can be used in non-smoking areas, and overall cost is significantly less compared to any type of traditional smoking activity. THC oils and other viscous liquids are typically available at medical marijuana collectives and are less expensive to use than obtaining rolling papers and dried cannabis. Vaporizers are also a cleaner way to medicate and use of the vaporizer does not involve hardware such as roach clips, ash trays and other messy items needed for smoking.

Vapor Inhalers consist of 3 components: a battery, an atomizer and a loadable cartridge. When a user takes a drag the atomizer, the light on the tip is powered on by the battery. The atomizer heats the air drawn into the electronic device to a high enough temperature that it vaporizes the active agent in the replaceable cartridge. The vapor is then inhaled into the mouth and lungs fully simulating the smoking experience and delivering the essential components. The simulated "smoke" is actually just water vapor that evaporates in a few seconds which leaves no lingering odor.

Our products are priced competitively with the industry. There are two consumable items which will require replacement; batteries and cartridges. The batteries are rechargeable but will need to be replaced after normal use in 3-6 months' time. The cartridges that are pre-loaded for medical marijuana patients will need to be replaced by the user.

Our products are currently being sold and distributed through theCANNAcig.com and online retailers (affiliates). They are also for sale in a few marijuana dispensaries.

Over the last three years, Rapid Fire Marketing has evolved from producing vapor cigarettes (BionicCigs), to producing vapor inhalers that can be used for a vast number of products. During these three years, most of the Company's resources have been used in development of new products, culminating in the release of our CannaCig unit in 2nd quarter of 2012, followed by the release of two new versions, the 2nd generation of CannaCig and new product, Cumulus, that have been released in 3rd and 4th quarter of 2012 respectively.

The Vapor Inhaler is the base technology for the CANNAcig and follow on products. At this time, follow on products in development include the Pocket Puffer, and the Power Pocket Puffer. The Vapor Inhaler is brand new and disruptive technology for medical cannabis patients around the world. The device uses Cannabis Vapor Inhaler technology which is superior to any other device on the market. The Vapor Inhaler has the biggest opportunity in the retail market where it is sold without the active ingredient.

We are a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Our technology is a game changer for smokers and medical marijuana users all around the world.

Our main competitors are Cannabee, G Pen and ATMOS. Compared with their products, our products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

The materials needed to produce Rapid Fire Marketing's line of products are easily obtained and in abundance of supply.

Rapid Fire Marketing's sales are currently dependent on just a handful of retail websites, however our customers are individuals and thus there is no dependence on just a few major customers.

Rapid Fire Marketing currently holds no trademarks or patents on the CANNAcig as we have been advised by counsel that pursuing a trademark on any item with the letters "canna" will be rejected by the United States Patent and Trademark Office (USPTO). Rapid Fire Marketing currently has a trademark registration process underway on the Cumulus Vapor Inhaler and has a registered trademark on the slogan "A Breath of Fresh Vapor", serial number 85579807. We are not beholden to royalty, licensing fees or labor contracts, or any similar contractual obligation to market our line of products.

The Company is not aware of or in need or any Government approval to distribute our products where they are legally allowed to be distributed.

Item 7. Describe the issuer's facilities

Rapid Fire Marketing's line of products are produced in Hong Kong and distributed through both an outsourced fulfillment center and one of our employee's offices, both located in Southern California, USA. Rapid Fire Marketing maintains an address at 311 West Third St., Suite 1234, Carson City, NV, 89703. The office is maintained by Val-U-Corp which provides various corporate services for Rapid Fire Marketing.

Item 8. Officers, Directors, and Control Persons

A. Names of Officers, Directors. And Control Persons

Tom Allinder - President and Chief Executive Officer, Sole Director

Thomas Allinder has served as our Chief Executive Officer and Director since March 15, 2012. Prior to joining us, Mr. Allinder served as the President of Wall Street Branding from June 2010 to March 2012, where he represented Rapid Fire Marketing with regard to public and investor relations. From January 2007 to June 2010 Mr. Allinder served as Founder and President at New River Financial Group, LLC, for publicly traded companies including financing, reverse mergers, investor relations and public relations. During January 2007 to June 2010, Mr. Allinder did consulting work for publicly traded companies, such as Bebida Beverage Company (OTC: BBDA), Cord Blood America (OTCBB: CBAI) and Axiologix, Inc. (OTC: AXLX). Mr. Allinder was chosen to serve on our Board because of his management and operational skills from his past management positions, as well as his public relations knowledge and experience advising public companies on strategic matters.

B. Legal/Disciplinary History.

None of the issuer's officers, directors or control persons has, within the last five years, been subject to any conviction, order, judgment, decree, or finding required to be disclosed by the OTC Markets Guidelines for Providing Adequate Current Information.

C. Beneficial Shareholders.

None.

Item 9. Third Party Providers

1. Investment Banker:

Currently the Company has no investment banking agreements in place.

2. Promoters:

None

3. Counsel:

Law Offices of Gary L. Blum
3278 Wilshire Blvd., Suite 603
Los Angeles, CA 90010
Phone: 213.381.7450
Email:gblum@gblumlaw.com

4. Accountant or Auditor:

StoryCorp Consulting
3435 Ocean Park Blvd., Suite 107 Box 478
Santa Monica, CA 90405
Phone: (310) 907-8055
Email: info@story-corp.com

The above-listed services firm has been retained to assemble the books and records of the issuer for the purpose of publishing the issuer's unaudited financial statements for years ended December 31, 2012 and December 31, 2011. No accountant or accounting firm has audited, reviewed or compiled any of the financial statements presented and therefore no opinion or any other form of assurance by the listed service firm has been provided on the financial information presented. Management of the issuer is responsible for preparing the financial statements and the contents of the financial statements are the assertions of management.

5. Public Relations Consultant(s):

None

6. Investor Relations Consultant:

Rick Lutz
1089 Dunbarton Trace
Atlanta, GA 30319
404-261-1196
investorrelations@mindspring.com

D. Management's Discussion and Analysis or Plan of Operation.

A. <u>Plan of Operation</u>.

As the Company has limited cash flow from operations, its ability to maintain normal operations is entirely dependent upon obtaining adequate cash to finance its overhead, research and development activities, and acquisition of production equipment. For the last three years, the Company has raised capital to finance operations through sale of equity, short-term debt in which its obligations were paid immediately, product financing and issuance of equity for services. It is unknown when, if ever, the Company will achieve a level of revenues adequate to support its costs and expenses.

Because of the Company's history there is considerable doubt that the Company will be able to obtain additional financing if needed. The Company's ability to meet its cash requirements for the next twelve months depends on its ability to obtain such financing. Even if financing is obtained, any such financing will likely involve additional fees and debt service requirements which may significantly reduce the amount of cash we will have for our operations. Accordingly, there is no assurance that the Company will be able to implement its plans.

In order for the Company to meet its basic financial obligations, including salaries and normal operating expenses, it plans to sell additional units of its products, and to seek additional equity or debt financing. The Company has commitment for $1,500,000 in financing from Ironridge Global, an international fund, in the form of preferred equity purchase, with the first tranche of $50,000 due and payable in March 2013, with 29 subsequent monthly tranches thereafter of $50,000. The Company cannot assure this will be adequate financing to meet the needs of the Company over the next 12 months or through the 2.5 years of payments due.

The Company is continuing its efforts to obtain customers for its products, expand its sales efforts worldwide and expand the industries it targets for possible customers. The Company also has future plans for additional products, and revisions to its current products. In support of this the Company plans to hire additional personnel who have the industry experience and the training so that they can be immediately effective in the building of the Company. The Company retains most design, product configuration, and technical engineering resources "in-house." The Company will continue to develop new products over the next twelve months and will plan to invest a certain amount of funds to product development, although at this time, we do not believe that will be a considerable material in relation to the overall expenses of the Company.

The Company does not plan on large equipment purchase or a significant change to the number of employees over the next twelve months. The Company does plan to implement a contract sales force to help distribute its products through retail outlets in the 17 states where are products are legally sold.

B. <u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>.

Overview

The following Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A) is intended to help the reader understand Rapid Fire Marketing Inc., our operations and our present business environment. This MD&A is provided as a supplement to and should be read in conjunction with our consolidated financial statements and the accompanying notes thereto contained in Item 5 of this report. This overview summarizes the MD&A, which includes the following sections:

- Our Business – a general description of our business and the goals, plans, challenges and objectives of our business.

- Operations Review – an analysis of our consolidated results of operations for the three years presented in our consolidated financial statements.

- Liquidity and Capital Resources – an analysis of cash flows and other trends, events or uncertainties that may impact the results of operations or liquidity.

When we use the words "we", "us" or "our" in this report, we are referring to Rapid Fire Marketing, Inc.

Our Business

The core business of Rapid Fire Marketing is the Vapor Inhaler. The Vapor Inhaler is the base technology for the CANNAcig and follow on products. At this time, follow on products include the Pocket Puffer, and the Power Pocket Puffer. The Vapor Inhaler is brand new and disruptive technology for medical cannabis patients around the world. The device uses Cannabis Vapor Inhaler technology which is superior to any other device on the market. The Vapor Inhaler has the biggest opportunity in the retail market where it is sold without the active ingredient.

We are a Vapor Inhaler development and sales company that provides the best solution for vaporizing nicotine, THC (tetrahydrocannabinol) for the medical marijuana industry and herbs for casual users. Our technology is a game changer for smokers and medical marijuana users all around the world.

Our main competitors are Cannabee, G Pen and ATMOS. Compared with their products, our products are the smallest unit on the market, the most easily portable unit on the market, and the most inexpensive product on the market.

Our target customer is an individual who uses nicotine, medical marijuana and herbs for vaporization. These individuals are seeking a device that will not leak, get excessively hot or otherwise be deficient. Our units are set up and ready to use right out of the box. Rapid Fire Marketing vaporizers have been tested and are superior to all others with regard to use and reliability.

Rapid Fire Marketing 's objectives are consumer focused:

(d) Create and continue to create the most innovative vaporizer products on the market. Be a market leader with the product, and never allow a competitor to get ahead of the technological developments that Rapid Fire Marketing has cornered

(e) Develop customer and brand loyalty, by creating the most innovative cost effective products on the market, and using that customer loyalty to develop renewable payment revenue streams.

(f) To dominate the market by reaching profitability quickly and using that profit as re-investment into new product development, market share strategies and customer loyalty programs.

The key day-to-day processes that our business performs to serve our customers are as follows:

(e) Product Development: The CANNAcig has been fully developed and tested. It is now just a matter of getting the product to market. Initially, medical marijuana dispensaries will receive the product, then online sales and retail sales in stores.

(f) Sales: Through distributors, medical marijuana dispensaries, online and retail.

(g) Marketing: Internet Marketing, Social Media, Email, News and PR releases and a variety of other marketing methods.

(h) Finance: We are financing the first production run. We have also secured short term and long term capital.

Our relevant market size is currently around $2B per year, between the electronic cigarette and medical marijuana industry, but forecast to grow substantially (both e-cigarettes and medical marijuana) over the next 5 years. Our relevant market is large enough for our Company to enjoy a potentially large success given the current size and forecasted growth. In addition, because they are few competitors, and none with a portable product that is concealable, we believe we will strike quickly and capture a large market share in the electronic cigarette industry.

Results of Operations

The sales in 2012 were $39,923, an increase of $36,097 or 943%, as compared to $3,826 for the year ended December 31, 2011. We also incurred costs of $46,562 related to the sales during the fiscal year ended December 31, 2012.

We incurred operating expenses of $1,591,261 during the fiscal year ended December 31, 2012, a decrease of $40,241 or 3%, as compared to $1,551,020 for the year ended December 31, 2011. The main reason is the reduction of stock for service expense. Sales and marketing expenses were 148,393 for the period ended December 31, 2011, an increase of $143,014 over the prior period. General and administrative expenses were 950,872 for the period ended December 31, 2011, an increase of $662,981 or 230% over the prior period.

C. <u>Off-Balance Sheet Arrangements</u>.

As of the date of this report, we do not have any off-balance sheet arrangements that are likely to have a current or future effect on our financial condition material to our shareholders. In the ordinary course of business, we enter into operating lease commitments, purchase commitments and other contractual obligations. These transactions are recognized in our financial statements in accordance with generally accepted accounting principles in the United States.

Cautionary Note Regarding Forward-Looking Information and Factors That May Affect Future Results:

This unaudited report contains forward-looking statements. The Securities and Exchange Commission encourages companies to disclose forward-looking information so that investors can better understand a company's future prospects and make informed investment decisions. This report and other written and oral statements that we make from time to time contain such forward-looking statements that set out anticipated results based on management's plans and assumptions regarding future events or performance. We have tried, wherever possible, to identify such statements by using words such as "anticipate", "estimate", "expect", "project", "intend", "plan", "believe", "will" and similar expressions in connection with any discussion of future operating or financial performance. In particular, these include statements relating to future actions, future performance or results of current and anticipated sales efforts, expenses, the outcome of contingencies, such as legal proceedings and financial results.

We caution that the factors described herein and other factors could cause our actual results of operations and financial condition to differ materially from those expressed in any forward-looking statements we make and that investors should not place undue reliance on any such forward-looking statements. Further, any forward-looking statement speaks only as of the date on which such statement is made and we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of anticipated or unanticipated events or circumstances. New factors emerge from time to time and it is not possible for us to predict all of such factors. Further, we cannot assess the impact of each such factor on our results of operations or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Item 10. Issuer Certification

I, Tom Allinder, President and Chief Executive Officer, certify that:

1. I have reviewed this Annual Disclosure Statement of Rapid Fire Marketing, Inc. and its subsidiaries;

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

Dated: March 29, 2013

By:

Tom Allinder,
President and Chief Executive Officer