

InterActive Leisure Systems, Inc. (IALS)

A Nevada Corporation

Annual Report

Prepared in accordance with
OTC Pink Basic Disclosure Guidelines

For Year Ending June 30, 2013

InterActive Leisure Systems, Inc.
A113 Enterprise House Basingbourn RD
Stansted Airport
Essex CM241QW
United Kingdom

1) The exact name of the issuer and its predecessor (if any)

The name of the Issuer is InterActive Leisure Systems, Inc. (the “Issuer” or “Company”). From its inception on August 2, 1999 the Issuer’s name was Shopoverseas.com, and the name changed to New Medium Enterprises on July 10, 2000. It later changed its name to Dukeshire Ventures, Inc. in March, 2013. The most recent change to its current name was effective June 3, 2013.

2) The address of the issuer’s principal executive offices

The Issuer’s principal executive offices are located at A113 Enterprise House Bassingbourn RD, Stansted Airport, Essex, CM241QW United Kingdom.

The Issuer’s telephone number is +44 (208) 749 2018.

3) Security Information

Trading Symbol: IALS

Exact title and class of securities outstanding: Common

CUSIP: 64704E104

Par or Stated Value: \$0.001

Total shares authorized: 500,000,000 as of: June 30, 2013

Total shares outstanding: 68,359,648 as of: June 30, 2013

Exact title and class of securities outstanding: Preferred A

CUSIP: None

Par or Stated Value: \$0.001

Total shares authorized: 200,000,000 as of: June 30, 2013

Total shares outstanding: 1 as of: June 30, 2013*

*The outstanding preferred shared was cancelled after June 30, 2013.

Olde Monmouth Stock Transfer & Trust Company

77 Memorial Parkway, Suite 101

Atlantic Highlands, New Jersey 07716

Olde Monmouth Stock Transfer & Trust Company is registered with the Securities and Exchange Commission as a transfer agent pursuant to Section 17A(c) of the Exchange Act.

List any restrictions on the transfer of security: None.

Describe any trading suspension orders issued by the SEC in the past 12 months: None.

4) Issuance History

On April 25, 2013, there were 33,000,000 shares of common stock issued for the cancelation of the debt related to a promissory note in the amount of \$250,000 held by Stoneride Investments. The following entities and individuals received 3,000,000 shares each in the conversion:

Palancar Capital (Beneficial owner: James Neal)
3116 West 28th Avenue
Vancouver, BC V6L 1X4

Christine Lawrence
2508 Silica Place
Coquitlam, BC V3E 3K9

Douglas Roe
803 Wheeler St.
Whitehorse, Yukon Y1A 2P9

Amy Ng
105 Austin Road
Tsmishatsui Kowloon
Hong Kong, China

Donald Lindo
11 Rocky Road
Queensborough
Kingston, Jamaica 19

Emely Magana
2105-1088 Richards St.
Vancouver, BC V6B 3C1

Ola Mesa Investments (Beneficial owner: Douglas Roe)
22 Flavelle Dr.
Port Moody, BC V3H 5C4

Kelly Warawa
Ocean Place
Nassau, Bahamas

James Neal
1288 Alberni St., Suite 806
Vancouver, BC V6E 1A6

Dan Swanson
8737 161 Street
Surrey, BC V4N 5G3

CNM Management
1145 Parkway Blvd.
Coquitlam, BC V3E 3E6

The shares were authorized by prior management and issued by the transfer agent without a restrictive legend pursuant per an opinion letter of counsel citing Rule 144. The Company is conducting an internal investigation to determine the circumstances surrounding the issuance of these shares. It is the Company's position that the debt represented by the promissory note held by Stoneride Investments, at the very least, has been completely satisfied and is no longer a liability of the Company.

5) Financial Statements

The Issuer is providing the following financial statements for the most recent period ending June 30, 2013 which are incorporated by reference herein and attached as Exhibit 1:

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows; and
- D. Financial notes.

The Issuer is also restating the most recently disclosed financial statements for the period ending March 31, 2013, the most recent fiscal year ending June 30, 2012 and for the fiscal year ending June 30, 2011. These unaudited financial statements are incorporated by reference herein and attached as Exhibit 2, Exhibit 3, and Exhibit 4.

The financial statements disclosed in the Company's initial basic disclosure were inaccurate. Each of the financial statements included a reference to an investment in a subsidiary. This item had been revised in subsequent drafts after a review by the accountant and management but the erroneous draft was mistakenly published instead of the revised financials. Additionally, the reference to the preferred share has been corrected, as well as, the reference to the \$250,000 note has been revised.

6) Describe the Issuer's Business, Products and Services

- A. A description of the issuer's business operations;

InterActive Leisure Systems, Inc. is an authorized reseller of Tech 7 Systems, Inc.'s (Tech 7) licensed software products. Tech 7 provides enterprise software solutions to the travel industry. The company's products are designed for travel organizations that need to track, sell and manage travel inventory. The Company has a license to promote and market these products and services in exclusive and non-exclusive territories. The exclusive territory covers Austria, Belgium, Bulgaria, Czech Republic, Denmark, Estonia, Finland, France, Germany, Hungary, Ireland, Italy, Latvia, Lithuania, Luxembourg, Malta, Netherlands, Poland, Portugal, Romania, Slovakia, Slovenia, Spain, Sweden, United Kingdom, Norway, Switzerland, Finland, Russia, and Ukraine. The non-exclusive territory is comprised of that part of Europe not included in the Exclusive Territory defined, South America, Asia, Australia, New Zealand, and Africa.

Status of Publicly announced acquisitions. On July 30, 2013, the Company announced an agreement to acquire Tech 7 Systems, Inc. and T7 Acquisitions, Ltd. These acquisitions have been put on hold pending an internal investigation into the corporate history of the Company.

- B. Date and State (or Jurisdiction) of Incorporation: Incorporated on August 2, 1999 in Nevada.

- C. The issuer's primary SIC Code is 7371, and its secondary SIC code is 7372.

- D. The issuer's fiscal year end date: June 30th

- E. Principal products or services, and their markets;

The Company markets Tech 7's products and services as discussed above.

7) Describe the Issuer’s Facilities

The Company does not own any property. It currently has access to office space provided without charge by management of the Company.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons.

<u>Name</u>	<u>Position</u>	<u>Share Ownership</u>
Richard Dickieson	CEO	35,000,000 (51.2%)

B. Legal/Disciplinary History.

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

None of the above applies to the Company’s sole officer and Director.

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

None of the above applies to the Company’s sole officer and Director.

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

None of the above applies to the Company’s sole officer and Director.

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

None of the above applies to the Company’s sole officer and Director.

C. Beneficial Shareholders.

	<u>Name</u>	<u>Amount</u>	<u>Percent</u>
Common Stock	Richard Dickieson	35,000,000	51.2%

9) Third Party Providers

Legal Counsel

The McGeary Law Firm, P.C.
1600 Airport Fwy., Suite 300
Bedford, Texas 76022

Accountant or Auditor

None

Investor Relations Consultant

None

Other Advisor

None

10) Issuer Certification

I, Richard Dickieson, certify that:

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

Date October 23, 2013

/s/ Richard Dickieson
Richard Dickieson
President

Exhibit 1

Financials for Year Ending June 30, 2013

INTERACTIVE LEISURE SYSTEMS, INC.

(An Exploration Stage Company)

FINANCIAL STATEMENTS

Year Ending June 30, 2013

Unaudited

BALANCE SHEET

STATEMENT OF OPERATIONS

STATEMENT OF CASH FLOW

NOTES TO FINANCIAL STATEMENTS

INTERACTIVE LEISURE SYSTEMS, INC.
(An Exploration Stage Company)

BALANCE SHEET
Unaudited

June 30, 2013

June 30, 2012

ASSETS

CURRENT ASSETS

Cash		100		-
TOTAL CURRENT ASSETS	\$	100	\$	-

OTHER ASSETS

Investment in Reservation System	\$	217,890	\$	-
Accounts Receivable		30,000		-
TOTAL ASSETS	\$	247,990	\$	-

LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)

CURRENT LIABILITIES

Accounts payable and accrued liabilities	\$	2,120	\$	20,690
Due to Related Party		11,325		250,000
TOTAL CURRENT LIABILITIES	\$	13,445	\$	270,690

STOCKHOLDERS' EQUITY (DEFICIT)

Common Stock, \$0.001 par value

Authorized

500,000,000 shares of common stock, \$0.001 par value,

Issued and outstanding

68,359,510 shares of common stock		250,349		349
1 share of preferred stock	\$	30,000	\$	-
Additional Paid in Capital		(70,000)		(70,000)
Equity (Deficit) accumulated during the exploration stage		81,086		(201,039)
TOTAL STOCKHOLDER'S EQUITY (DEFICIT)	\$	261,435	\$	(270,690)
TOTAL LIABILITIES AND STOCKHOLDER'S VALUE	\$	247,990	\$	-

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

INTERACTIVE LEISURE SYSTEMS, INC.
(An Exploration Stage Company)

STATEMENT OF OPERATIONS
Unaudited

	Year ended	Year	Cumulative results
	June 30, 2013	ended June 30, 2012	from inception (Aug 2, 1999) to June 30, 2013
<hr/>			
REVENUE			
Revenues	-	-	-
Special Items	217,890		217,890
Total revenues	217,890	-	217,890
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EXPENSES			
Office and general	(13,445)	(9,734)	(214,484)
Total expenses	(13,445)	(9,734)	(214,484)
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NET GAIN (LOSS)	204,445	(9,734)	(214,484)
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GAIN (LOSS) PER COMMON SHARE - Basic and diluted	.0150284	0.00	
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WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	13,603,901	349,107	
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The accompanying notes are an integral part of these financial statements.

INTERACTIVE LEISURE SYSTEMS, INC.
(An Exploration Stage Company)

STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
From inception (Aug 2, 1999) to June 30, 2012
Unaudited

Common Stock					
	Number of		Additional	Accumulated	
	shares	Amount	Paid-in	Gain	Total
		\$	\$	\$	\$
Balance brought forward, July 1, 2009	349,107,000	349	(70,000)	(148,853)	(218,504)
Net loss for the year				(42,448)	(42,448)
Balance, June 30, 2010	349,107,000	349	(70,000)	(191,301)	(260,952)
Net loss for the year				(9,738)	(9,738)
Balance, June 30, 2011	349,107,000	349	(70,000)	(201,039)	(270,690)
Net loss for the year					
Balance, June 30, 2012	349,107,000	349	(70,000)	(201,039)	(270,690)
Net gain (loss) for the year				204,445	204,445
Balance, June 30, 2013	68,349,107	250,349	(70,000)	3,406	3,406

INTERACTIVE LEISURE SYSTEMS, INC.
(An Exploration Stage Company)
STATEMENT OF CASH FLOW
Unaudited

Year ended	Year ended	Cumulative
June 30, 2013	June 30, 2012	results from
		Aug 2, 1999
		(inception date)
		June 30, 2013

CASH FLOWS FROM OPERATING ACTIVITIES

Net loss	\$	(13,445)	\$	(9,734)	\$	(164,029)
Change in operating assets and Liabilities:						
Increase(decrease) in accounts payable and accrued expenses		(7,245)		8,085		19,338
NET CASH USED IN OPERATING ACTIVITIES		(20,690)		(1,649)		(144,691)
<hr/>						
CASH FLOWS FROM FINANCING ACTIVITIES						
Due to related party		11,325				250,000
Accounts Payable		2,120		-		
<hr/>						
NET CASH PROVIDED BY FINANCING ACTIVITIES		-		-		250,000
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NET INCREASE (DECREASE) IN CASH		100		(1,649)		(105,309)
CASH, BEGINNING OF PERIOD		-		-		-
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CASH, END OF PERIOD	\$	100	\$	-	\$	-
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The accompanying notes are an integral part of these financial statements.

INTERACTIVE LEISURE SYSTEMS, INC.

(An Exploration Stage Enterprise)

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS

June 30, 2013

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

The Company was incorporated in the State of Nevada on August 2, 1999, under the name Shopoverseas.com. The name was changed on July 10, 2000 to New Medium Enterprises Inc. The name was changed again on February 26, 2013 to Dukeshire Ventures, Inc. The name was changed again on May 23, 2013 to InterActive Leisure Systems. The company has an established fiscal year end of June 30.

The Company has not yet commenced any significant operations. The Company is in the initial development stage and has incurred a gain since inception totaling \$247,990.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Going concern

The Company's financial statements are prepared in accordance with generally accepted accounting principles applicable to a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. Currently, the Company has material assets, but does not have operations or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern. The Company has an accumulated gain since inception of \$247,990. The Company will be dependent upon the raising of additional capital through placement of our common stock in order to implement its business plan, or merge with an operating company. There can be no assurance that the Company will be successful in either situation in order to continue as a going concern. The Company is funding its initial operations by way of issuing Founder's shares. These financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or the amounts of and classification of liabilities that might be necessary in the event the company cannot continue in existence. Accordingly, these factors raise substantial doubt as to the Company's ability to continue as a going concern.

The officers and directors have committed to advancing certain operating costs of the Company, including Legal, Audit, Transfer Agency and Edgarizing costs.

Basis of Presentation

The financial statements present the balance sheet, statements of operations, stockholders' equity (deficit) and cash flows of the Company. These financial statements are presented in United States dollars and have been prepared in accordance with accounting principles generally accepted in the United States.

Cash and Cash Equivalents

For the purposes of the statements of cash flows, the Company considers highly liquid financial instruments purchased with a maturity of three months or less to be cash equivalent.

Use of Estimates and Assumptions

Preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Income Taxes

The Company follows the liability method of accounting for income taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax balances. Deferred tax assets and liabilities are measured using enacted or substantially enacted tax rates expected to apply to the taxable income in the years in which those differences are expected to be recovered or settled. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment.

Net Income (Loss) per Share

Basic loss per share includes no dilution and is computed by dividing income (loss) available to common stockholders by the weighted average number of common shares outstanding for the period. Dilutive income (loss) per share reflects the potential dilution of securities that could share in the income (losses) of the Company. Because the Company does not have any potentially dilutive securities, the accompanying presentation is only of basic income (loss) per share.

Recent Accounting Pronouncements

The company has evaluated all the recent accounting pronouncements and believes that none of them will have a material effect on the company's financial statement.

Stock-based Compensation

The Company has not adopted a stock option plan and has not granted any stock options. Accordingly, no stock-based compensation has been recorded to date.

Fair Value of Financial Instruments

The Company has determined the estimated fair value of financial instruments using available market information and appropriate valuation methodologies. The fair value of financial instruments classified as current assets or liabilities approximate their carrying value due to the short-term maturity of the instruments.

NOTE 3 – CAPITAL STOCK

As of June 30, 2013, the Company has not granted any stock options and has not recorded any stock-based compensation.

NOTE 4 – NOTE TO PACIFIC PARK INVESTMENTS LLC

The company has determined that the \$250,000 owed to Pacific Park Investments LLC (PPI) was not owed to a related party. A thorough investigation on the part of the company can find no relationship between the company and PPI. PPI assigned the note to Stoneride Investments (Stoneride) on March 1 2012. Stoneride subsequently assigned \$33,000 of the note to a variety of entities who converted the debt to 33,000,000 shares of the company's common stock on April 23, 2013. The company believes that the

note has been paid in full but the holders of the note disagree. The company is continuing to investigate the circumstances involving the issuance and subsequent assignment and conversion of the note.

NOTE 5 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the date the financial statements were available to be issued. The company is continuing to investigate the conversion of the \$250,000 note to PPI but at this time has nothing new to report.

NOTE 6 – INVESTMENT IN TECHNOLOGY

The Company owns a travel technology system called Leisure Logics which the company has valued at \$217,890.

NOTE 7 – ISSUANCE OF 35,000,000 SHARES TO RICHARD DICKIESON

On April 16, 2013 the company issued 35,000,000 common restricted shares to Richard Dickieson as compensation for him to serve as chairman and CEO of the company for a period of one year. On the date the shares were issued each share had a value of \$.001 which made the compensation package worth \$35,000.

Exhibit 2

Financials for Period Ending March 31, 2013

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

FINANCIAL STATEMENTS

March 31, 2013

Unaudited

BALANCE SHEET

STATEMENT OF OPERATIONS

STATEMENT OF STOCKHOLDERS' DEFICIT

STATEMENT OF CASH FLOW

NOTES TO FINANCIAL STATEMENTS

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)

BALANCE SHEET
Unaudited

	March 31, 2013	June 30, 2012
<hr/>		
ASSETS		
CURRENT ASSETS		
Cash	\$ -	\$ -
TOTAL CURRENT ASSETS	-	-
OTHER ASSETS		
Leisure Logics System	217,890	-
Accounts Receivable	30,000	
TOTAL ASSETS	\$ 247,890	\$ -
<hr/>		
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 20,690	\$ 20,690
Due to Related Party	250,000	250,000
TOTAL CURRENT LIABILITIES	270,690	270,690
STOCKHOLDERS' EQUITY (DEFICIT)		
Common Stock, \$0.001 par value		
Authorized		
349,107 shares of common stock, \$0.001 par value,		
Issued and outstanding		
349,107 shares of common stock	\$ 349	\$ 349
Additional Paid in Capital	(70,000)	(70,000)
Equity (Deficit) accumulated during the exploration stage	46,851	(201,039)
TOTAL STOCKHOLDER'S EQUITY (DEFICIT)	\$ (22,800)	\$ (270,690)
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY (DEFICIT)	\$ 247,890	\$ -

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF OPERATIONS

Unaudited

	9 months ended March 31, 2013	9 months ended March 31, 2012	Cumulative results from inception (Aug 2, 1999) to March 31, 2013
REVENUE			
Revenues	\$ -	\$ -	\$ -
Total revenues	-	-	-
EXPENSES			
Office and general	\$ -	\$ -	(201,039)
Total expenses	-	-	(201,039)
NET LOSS	\$ -	\$ -	(201,039)
LOSS PER COMMON SHARE - Basic and diluted			
	\$ 0.00	\$ 0.00	
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING			
	349,107	349,107	

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF STOCKHOLDERS' DEFICIT
From inception (Aug 2, 1999) to March 31, 2013
Unaudited

	Common Stock				
	Number of shares	Amount	Additional Paid-in Capital	Accumulated Deficit	Total
		\$	\$	\$	\$
Balance brought forward, July 1, 2009	349,107,000	349	(70,000)	(148,853)	(218,504)
Net loss for the year				(42,448)	(42,448)
Balance, June 30, 2010	349,107,000	349	(70,000)	(191,301)	(260,952)
Net loss for the year				(9,738)	(9,738)
Balance, June 30, 2011	349,107,000	349	(70,000)	(201,039)	(270,690)
Net loss for the year				-	-
Balance, June 30, 2012	349,107,000	349	(70,000)	(201,039)	(270,690)
Net loss for the period				-	-
Balance, March 31, 2013	349,107	349	(70,000)	(201,039)	(270,690)

The accompanying notes are an integral part of these financial statements

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)
STATEMENT OF CASH FLOW
Unaudited

	9 months ended March 31, 2013	9 months ended March 31, 2012	Cumulative results from Aug 2, 1999 (inception date) to March 31, 2013
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss	\$ -	\$ -	\$ (201,039)
Change in operating assets and Liabilities:			
Increase(decrease) in accounts payable and accrued expenses	-	-	20,690
NET CASH USED IN OPERATING ACTIVITIES	-	-	(180,349)
CASH FLOWS FROM FINANCING ACTIVITIES			
Issuance of common stock	-	-	(69,651)
Due to related party	-	-	250,000
NET CASH PROVIDED BY FINANCING ACTIVITIES	-	-	180,349
NET INCREASE (DECREASE) IN CASH	-	-	-
CASH, BEGINNING OF PERIOD	-	-	-
CASH, END OF PERIOD	\$ -	\$ -	\$ -

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS

March 31, 2013

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

The Company was incorporated in the State of Nevada on August 2, 1999, under the name Shopoverseas.com. The name was changed on July 10, 2000 to New Medium Enterprises Inc. The name was changed again on February 26, 2013 to Dukeshire Ventures, Inc. The company has an established fiscal year end of June 30.

The Company has not yet commenced any significant operations. The Company is in the initial development stage and has incurred gains since inception totaling \$46,851.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America and are presented in US dollars

Cash and Cash Equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance to be cash equivalents.

Use of Estimates and Assumptions

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.

Financial Instruments

The carrying value of the Company's financial instruments approximates their fair value because of the short maturity of these instruments.

Basic and Diluted Net Loss per Share

The Company computes loss per share in accordance with "ASC-260", "Earnings per Share" which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common shares during the period. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the period. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive. The Company has no potential dilutive instruments and accordingly basic loss and diluted loss per share are the same.

NOTE 3 – GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company does not currently have an established ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4 - CAPITAL STOCK

As of March 31, 2013, the Company has not granted any stock options and has not recorded any stock-based compensation.

NOTE 5 – RELATED PARTY TRANSACTIONS

As at October 03, 2009, the Company owed \$250,000 to Pacific Park Investments, LLC, for funding of general operations. The amounts owing are unsecured, non-interest bearing, and due on demand. All costs, expenses and expenditures including, and not without limitation, to complete legal costs incurred by "PPI" in enforcing the Promissory Note as a result of any default by the Borrowers, will be added to the principle then outstanding and will immediately paid by the Borrowers. If by October 3, 2010 the note has not been settled in full or any payment therein then "PPI" will have the option to have the note converted into "Freely Tradable" common stock of New Medium Enterprises Inc. at a rate of \$0.001 per share.

NOTE 6 – ACQUISITION OF LEISURE LOGICS SYSTEM

In March 2013 the Company acquired the Leisure Logics Tour System for \$.01. The company has made a preliminary evaluation of the software and assigned it a value of \$217,890.

NOTE 7 – ISSUANCE OF PREFERRED SHARE

On February 13, 2013 the Board of Directors authorized the issuance of one Preferred share of stock to Rose Daemore for \$30,000, to be paid at a later date.

NOTE 7 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the date the financial statements were available to be issued and has determined that there are no events to disclose.

Exhibit 3

Financials for Year Ending June 30, 2012

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

FINANCIAL STATEMENTS

June 30, 2012

Unaudited

BALANCE SHEET

STATEMENT OF OPERATIONS

STATEMENT OF STOCKHOLDERS' DEFICIT

STATEMENT OF CASH FLOW

NOTES TO FINANCIAL STATEMENTS

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)

BALANCE SHEET
Unaudited

June 30, 2012 June 30, 2011

	June 30, 2012	June 30, 2011
ASSETS		
CURRENT ASSETS		
Cash	\$ -	\$ -
TOTAL CURRENT ASSETS	-	-
OTHER ASSETS		
Investment in Subsidiaries	-	-
TOTAL ASSETS	\$ -	\$ -
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	\$ 20,690	\$ 20,690
Due to Related Party	250,000	250,000
TOTAL CURRENT LIABILITIES	270,690	270,690
STOCKHOLDERS' DEFICIT		
Common Stock, \$0.001 par value		
Authorized		
349,107 shares of common stock, \$0.001 par value,		
Issued and outstanding		
349,107 shares of common stock	\$ 349	\$ 349
Additional Paid in Capital	(70,000)	(70,000)
Deficit accumulated during the exploration stage	(201,039)	(201,039)
TOTAL STOCKHOLDER'S DEFICIT	\$ (270,690)	\$ (270,690)
TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIT	\$ -	\$ -

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF OPERATIONS

Unaudited

	Year ended June 30, 2012	Year ended June 30, 2011	Cumulative results from inception (Aug 2, 1999) to June 30, 2012
REVENUE			
Revenues	\$ -	\$ -	\$ -
Total revenues	-	-	-
EXPENSES			
Office and general	\$ -	\$ (9,738)	\$ (201,039)
Total expenses	-	(9,738)	(201,039)
NET LOSS	\$ -	\$ (9,738)	\$ (201,039)
LOSS PER COMMON SHARE - Basic and diluted			
	\$ 0.00	\$ 0.00	
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING			
	349,107,000	349,107,000	

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF STOCKHOLDERS' DEFICIT
From inception (Aug 2, 1999) to June 30, 2012
Unaudited

	Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total
	Number of shares	Amount			
		\$	\$	\$	\$
Balance brought forward, July 1, 2009	349,107,000	349	(70,000)	(148,853)	(218,504)
Net loss for the year				(42,448)	(42,448)
Balance, June 30, 2010	349,107,000	349	(70,000)	(191,301)	(260,952)
Net loss for the year				(9,738)	(9,738)
Balance, June 30, 2011	349,107	349	(70,000)	(201,039)	(270,690)
Net loss for the period				-	-
Balance, June 30, 2012	349,107,000	349	(70,000)	(201,039)	(270,690)

The accompanying notes are an integral part of these financial statements

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)
STATEMENT OF CASH FLOW
Unaudited

	Year ended June 30, 2012	Year ended June 30, 2011	Cumulative results from Aug 2, 1999 (inception date) to June 30, 2012
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss	\$ -	\$ (9,738)	\$ (201,039)
Change in operating assets and Liabilities:			
Increase(decrease) in accounts payable and accrued expenses	-	9,437	20,690
Investment in subsidiary	-	-	-
NET CASH USED IN OPERATING ACTIVITIES	-	(301)	(180,349)
CASH FLOWS FROM FINANCING ACTIVITIES			
Issuance of common stock	-	-	(69,651)
Due to related party	-	-	250,000
NET CASH PROVIDED BY FINANCING ACTIVITIES	-	-	180,349
NET INCREASE (DECREASE) IN CASH	-	(301)	-
CASH, BEGINNING OF PERIOD	-	301	-
CASH, END OF PERIOD	\$ -	\$ -	-

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS

June 30, 2012

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

The Company was incorporated in the State of Nevada on August 2, 1999, under the name Shopoverseas.com. The name was changed on July 10, 2000 to New Medium Enterprises Inc. The company has an established fiscal year end of June 30.

The Company has not yet commenced any significant operations. The Company is in the initial development stage and has incurred losses since inception totaling \$201,039

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America and are presented in US dollars

Cash and Cash Equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance to be cash equivalents.

Use of Estimates and Assumptions

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.

Financial Instruments

The carrying value of the Company's financial instruments approximates their fair value because of the short maturity of these instruments.

Basic and Diluted Net Loss per Share

The Company computes loss per share in accordance with "ASC-260", "Earnings per Share" which requires presentation of both basic and diluted earnings per share on the face of the statement of operations. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of outstanding common shares during the period. Diluted loss per share gives effect to all dilutive potential common shares outstanding during the period. Dilutive loss per share excludes all potential common shares if their effect is anti-dilutive. The Company has no potential dilutive instruments and accordingly basic loss and diluted loss per share are the same.

NOTE 3 – GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company does not currently have an established ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 4 - CAPITAL STOCK

As of June 30, 2012, the Company has not granted any stock options and has not recorded any stock-based compensation.

NOTE 5 – RELATED PARTY TRANSACTIONS

As at October 03, 2009, the Company owed \$250,000 to Pacific Park Investments, LLC, for funding of general operations. The amounts owing are unsecured, non-interest bearing, and due on demand. All costs, expenses and expenditures including, and not without limitation, to complete legal costs incurred by "PPI" in enforcing the Promissory Note as a result of any default by the Borrowers, will be added to the principle then outstanding and will immediately paid by the Borrowers. If by October 3, 2010 the note has not been settled in full or any payment therein then "PPI" will have the option to have the note converted into "Freely Tradable" common stock of New Medium Enterprises Inc. at a rate of \$0.001 per share.

NOTE 6 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events from the balance sheet date through the date the financial statements were available to be issued and has determined that there are no events to disclose.

Exhibit 4

Financials for Year Ending June 30, 2011

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

FINANCIAL STATEMENTS

June 30, 2011

Unaudited

BALANCE SHEET

STATEMENT OF OPERATIONS

STATEMENT OF STOCKHOLDERS' DEFICIT

STATEMENT OF CASH FLOW

NOTES TO FINANCIAL STATEMENTS

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)

BALANCE SHEET
Unaudited

June 30, 2011 June 30, 2010

ASSETS

CURRENT ASSETS

Cash	\$	-	\$	301
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TOTAL CURRENT ASSETS		-		301
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OTHER ASSETS

Investment in Subsidiaries		-		-
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TOTAL ASSETS	\$	-	\$	301
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LIABILITIES AND STOCKHOLDERS' DEFICIT

CURRENT LIABILITIES

Accounts payable and accrued liabilities	\$	20,690	\$	11,253
--	----	--------	----	--------

Due to Related Party		250,000		250,000
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TOTAL CURRENT LIABILITIES		270,690		261,253
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STOCKHOLDERS' DEFICIT

Common Stock, \$0.001 par value

Authorized

349,107 shares of common stock, \$0.001 par value,

Issued and outstanding

349,107 shares of common stock	\$	349	\$	349
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Additional Paid in Capital		(70,000)		(70,000)
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Deficit accumulated during the exploration stage		(201,039)		(191,301)
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TOTAL STOCKHOLDER'S DEFICIT	\$	(270,690)	\$	(260,952)
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TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIT	\$	-	\$	301
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The accompanying notes are an integral part of these financial statements.

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF OPERATIONS

Unaudited

	Year ended June 30, 2011	Year ended June 29, 2010	Cumulative results from inception (Aug 2, 1999) to June 30, 2011
REVENUE			
Revenues	\$ -	\$ -	\$ -
Total revenues	-	-	-
EXPENSES			
Office and general	\$ (9,738)	\$ (42,448)	\$ (201,039)
Total expenses	(9,738)	(42,448)	(201,039)
NET LOSS	\$ (9,738)	\$ (42,448)	\$ (201,039)
LOSS PER COMMON SHARE - Basic and diluted			
	\$ 0.00	\$ 0.00	
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING			
	349,107,000	349,107,000	

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

STATEMENT OF STOCKHOLDERS' DEFICIT
From inception (Aug 2, 1999) to June 30, 2011
Unaudited

	Common Stock		Additional	Accumulated	Total
	Number of	Amount	Paid-in	Deficit	
	shares		Capital		
Balance brought forward, July 1, 2009	349,107,000	\$ 349	\$ (70,000)	\$ (148,853)	\$ (218,504)
Net loss for the year				(42,448)	(42,448)
Balance, June 30, 2010	349,107,000	349	(70,000)	(191,301)	(260,952)
Net loss for theyear				(9,738)	(9,738)
Balance, June 30, 2011	349,107	349	(70,000)	(201,039)	(270,690)

The accompanying notes are an integral part of these financial statements

NEW MEDIUM ENTERPRISES INC.
(An Exploration Stage Company)
STATEMENT OF CASH FLOW
Unaudited

	Year ended June 30, 2011	Year ended June 29, 2010	Cumulative results from Aug 2, 1999 (inception date) to June 30, 2011
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss	\$ (9,738)	\$ (42,448)	\$ (201,039)
Change in operating assets and Liabilities:			
Increase(decrease) in accounts payable and accrued expenses	9,437	42,147	20,690
Investment in subsidiary			
NET CASH USED IN OPERATING ACTIVITIES	(301)	(301)	(180,349)
CASH FLOWS FROM FINANCING ACTIVITIES			
Issuance of common stock	-	-	(69,651)
Due to related party	-	-	250,000
NET CASH PROVIDED BY FINANCING ACTIVITIES	-	-	180,349
NET INCREASE (DECREASE) IN CASH	(301)	(301)	-
CASH, BEGINNING OF PERIOD	301	602	-
CASH, END OF PERIOD	\$ -	\$ 301	-

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

NEW MEDIUM ENTERPRISES INC.

(An Exploration Stage Company)

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS

June 30, 2011

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NOTE 5 – RELATED PARTY TRANSACTIONS

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