

OTC MARKETS GROUP

**BLACKBIRD INTERNATIONAL CORPORATION
(A NEVADA COMPANY)**

ANNUAL REPORT FOR THE YEAR ENDED 2011
Pursuant to Rule 15c2-11

As of October 31, 2011

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

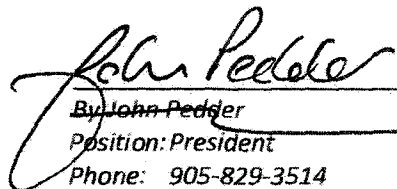
No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and:

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

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Date: February 6, 2012

Blackbird International Corporation


By: John Pedder

Position: President

Phone: 905-829-3514

Email: <mailto:john.pedder@insight-holdings.com>

PART A: General Company Information

Item 1 Exact name of issuer and its predecessors:

Blackbird International Corporation: name change - Dec. 12, 2010
Formerly known as Blackbird Petroleum Corporation - Dec 5, 2008
Formerly known as Ark Development - Oct 19, 2006

Item 2 the address of the issuers principal executive offices:

2910 South Sheridan Way
Oakville Ontario
Canada, L6J 7J8
Phone: 905-829-3514
Fax: 905-829-3045

Mailing Address:

2910 South Sheridan Way
Oakville Ontario
Canada, L6J 7J8

Investor Relations:

None

Item 3 the jurisdiction and date of the issuer's incorporation or organization:

Nevada - Incorporated Oct 19, 2006.

PART B: Share Structure

Item 4 Exact title and class of securities outstanding

Class: common
Symbol: BBRD
CUSIP: 09228B 102

Item 5 Par or stated value and description of the security

A. *Par or Stated Value.*

The par value of the Company's shares of Common stock is: \$0.001 per share

B. Common or Preferred Stock.

1. Common Stock. The Company is authorized to issue 75,000,000 shares of common stock.

The holders of the shares of Common Stock have equal ratable rights to dividends from funds legally available therefore, when, as and if declared by the Board of Directors and are entitled to share ratably in all of the assets of the Company available for distribution to holders of Common Stock upon the liquidation, dissolution or winding up of the affairs of the Company. Holders of shares of Common Stock do not have pre-emptive, subscription or conversion rights.

Holders of shares of Common Stock are entitled to one vote per share on all matters which shareholders are entitled to vote upon at all meetings of shareholders. The holders of shares of Common Stock have cumulative voting rights, which mean that the holders of more than 50% of the Company's outstanding voting securities can elect all of the directors of the Company.

The payment by our company of dividends, if any, in the future rests within the discretion of our Board of Directors and will depend, among other things, upon the Company's earnings, capital requirements and financial condition, as well as other relevant factors. The Company has not paid any dividends since our inception and does not intend to pay any cash dividends in the foreseeable future, but intends to retain all earnings, if any, for use in our business.

2. Preferred Stock. The Company has not been authorized to issue preferred shares.

Item 6 Number of shares or total amount of the securities outstanding for each class of securities authorized

| As at: | October 31, 2011 | October 31, 2010 | October 31, 2009 |
|-----------------------------------|------------------|------------------|------------------|
| Total Common Authorized: | 75,000,000 | 75,000,000 | 75,000,000 |
| Total Preferred Authorized | 0 | 0 | 0 |
| Total Common Outstanding: | 70,000,000 | 70,000,000 | 70,000,000 |
| Public Float: | 24,200,000 | 24,200,000 | 24,200,000 |
| Restricted: | 45,800,000 | 45,800,000 | 45,800,000 |
| Number of Shareholders of Record: | 91 | 182 | 182 |
| Number of Beneficial Shareholders | 2 | 2 | 2 |

Item 7 Name and address of issuer's stock transfer agent

Holladay Stock Transfer Inc
2939 North 67 Place
Suite C
Scottsdale, Az 85251
(480) 481-3940
Salt Lake City, UT 84111
(801) 355-5740

The Transfer Agent is registered under the Exchange Act.

The Securities and Exchange Commission is the regulatory authority of the transfer agent.

PART C: Business Information

Item 8 Nature of the issuer's business

A. Business development

Blackbird International Corporation is a Nevada corporation that has undergone the following corporate transactions:

Oct 19, 2006: Incorporated as Ark Development Inc.

June 30, 2008: filed an Amendment to increase the authorized capital from 50,000,000 common shares to 70,000,000 common shares.

Nov. 26, 2008: Merger-name change to Blackbird Petroleum Corporation

Dec 6, 2010: Name change to Blackbird International Corporation

Date of Acquisition of Insight Group Technologies Inc: August 15, 2011

Blackbird International Corporation is sole shareholder of Insight Group Technologies Inc and it is an industry leader in the design and delivery of supply chain planning, optimization and execution systems. Insight has the unique ability to incorporate the strategic development, deployment and execution of software for the Supply Chain industry.

In the planning arena, Insight has created, developed, and brought to market a unique optimization product for warehousing known as DC Expert. The DC Expert product is quickly becoming an industry leader for professional logistics organizations and operators. DC Expert is a suite of tools which provides modeling and optimization scenarios to quickly calculate needs and financial benefits in supply chain operations. DC Expert has been incorporated by many Fortune 500 organizations across the globe.

In the operations and transactional space, Insight also offers an enterprise Warehouse Management System and Transport Planning System which are mission critical transaction based solutions. The solutions create long term value to the client, adding increased visibility and control over their operations.

The company is in the development stage of setting up and operating casinos and gaming centers in North America, the Caribbean and East Europe. Its first site shall be in Queretaro, Mexico. The Company has a letter of intent with Juegos De Mexicana by which it will own 50% interest in the casino and will manage its operations. The casino will be fully licensed to operate electronic gaming terminals, bingo, keno, electronic card games, sports better and several others.

The Company shall use its expertise and software to install and manage the electronic gaming equipment in the casinos.

1. The form of organization of the Issuer:
Blackbird International Corporation is a Nevada corporation.
2. Date of Incorporation
October 19, 2006: Incorporated as Ark Development Inc.
3. The Company's fiscal year is October 31.
4. During the past three fiscal years, the Company has not been in bankruptcy or receivership.
5. Since incorporation, the Company has undergone the following material reclassifications, mergers, consolidation(s), or purchase or sale of a significant amount of assets:
 - a. On June 30, 2008, the Company implemented an increase in the authorized capital from 50,000,000 common shares to 75,000,000 common shares.
 - b. Nov. 26, 2008 the Company effected a merger with Blackbird Petroleum Corporation and also had its name changed to the latter.
 - c. As a result of the merger, Antonio Trevino received 21,200,000 restricted shares, Jeff Wolin received 4,000,000 shares, Sandringham Investments Ltd received 3,400,000 shares, Lawson M. Kerster received 500,000 shares and Seth Shaw received 2,000,000 shares.
 - d. On Dec 6, 2010 the company was reorganized and it changed its name to Blackbird International Corporation. The shares issued to Antonio Trevino, Jeff Wolin, Sandringham Investments Ltd, Lawson M. Kerster and Seth Shaw were cancelled and returned to the treasury of the Company.
 - e. On Dec 20, 2010 the company issued 38,472,948 restricted shares to Makital Capital Ltd for the acquisition of 50% of the shares of Juegos De Mexicana S.A. de CV.

f. On August 15, 2011, the shares issued to Makital Capital Ltd were cancelled and reissued as follows: Makital Capital Ltd : 4,722,948 common shares

John Pedder : 16,875,000 common shares

Lee Rector: 16,875,000 common shares

6. During the past three years, the Company has not defaulted on any loan, note or lease.

7. During the past three years, there has been a control change of the Company's shareholder base as well as the Directors.

8. During the past three years, there has been an issuances of shares that exceed ten percent (10%) of the Company's issued and outstanding shares and these were issued to Makital Capital Ltd and then cancelled and reissued as follows :

- Makital Capital Ltd : 4,722,948 common shares
- John Pedder: 16,875,000 common shares
- Lee Rector: 16,875,000 common shares

9. As stated above in subsection 5, the Company has undergone name changes, mergers, and reorganizations during the previous three years.

10: Any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board:

The Company filed a Form 15-15D on November 12, 2010.

11. The Company has no knowledge of any current, pending, or threatened legal proceedings, or administrative actions during the past three years that could have a material effect on the Company's business, financial condition, or operations.

B. Business of Issuer Forward-Looking Statements

Certain statements, other than purely historical information, including estimates, projections, statements relating to our business plans, objectives, and expected operating results, and the assumptions upon which those statements are based, are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements generally are identified by the words "believes," "project," "expects," "anticipates," "estimates," "intends," "strategy," "plan," "may," "will," "would," "will be," "will continue," "will likely result," and similar expressions. We intend such forward-looking statements to be covered by the safe-harbor provisions for forward-looking

statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of complying with those safe-harbor provisions. Forward-looking statements are based on current expectations and assumptions that are subject to risks and uncertainties, which may cause actual results to differ materially from the forward-looking statements. Our ability to predict results or the actual effect of future plans or strategies is inherently uncertain. Factors which could have a material adverse effect on our operations and future prospects on a consolidated basis include, but are not limited to: changes in economic conditions, legislative / regulatory changes, availability of capital, interest rates, competition, and generally accepted accounting principles. These risks and uncertainties should also be considered in evaluating forward-looking statements and undue reliance should not be placed on such statements. We undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Further information concerning our business, including additional factors that could materially affect our financial results, is included herein and can also be obtained by contacting the Company.

1. The Company's primary SIC code is 7380

2. The Issuer is currently conducting operations.

As a result of the acquisition of Insight Group Technologies Inc, it is an industry leader in the design and delivery of supply chain planning, optimization and execution systems. Insight has the unique ability to incorporate the strategic development, deployment and execution of software for the Supply Chain industry.

The Company was originally incorporated in October 19, 2006 under the name ARK Development and it changed its name to Blackbird Petroleum Corporation in December 5, 2008. During this period it was engaged in the business of petroleum exploration.

3. WE PREVIOUSLY WERE A SHELL COMPANY, THEREFORE, THE EXEMPTION OFFERED PURSUANT TO RULE 144 IS NOT AVAILABLE. ANYONE WHO PURCHASED SECURITIES DIRECTLY OR INDIRECTLY FROM USE OR OUR AFFILIATES IN A TRANSITION OR CHAIN OF TRANSACTIONS NOT INVOLVING A PUBLIC OFFERING CANNOT SELL SUCH SECURITIES IN AN OPEN MARKET TRANSACTION.

4. On Dec 20, 2010 the company had issued 38,472,948 restricted shares to Makital Capital Ltd and the said shares were cancelled and on August 15, 2011 re-issued in the amount of 4,722,948 common shares to Makital Capital Ltd and to John Pedder 16,875,000 common shares and to Lee Rector 16,875,000 common shares in exchange for all the issued shares of Insight Group Technologies Inc.

5. The Company is not aware of the effects of any existing or probable governmental regulations on the business.

6. During the fiscal years ended October 31, 2011 and 2010, the Company has not spent any

capital on research of development activities. Following the acquisition of Insight Group Technologies Inc on August 15, 2011, there shall be considerable spending on research and development.

Insight Group Technologies Inc. spends approximately 15% of its gross revenue on research and development projects principally enhancing its flagship SCM optimization functionality to maintain DC Expert's market leading position. Additionally, the company engages in speculative research and development projects in the area of complementary technologies to ensure that all its products are at the forefront in their respective markets. Historically, the company has been eligible for government funded grants and tax credits for its research expenditure and it also works closely with a number of academic institutions in the area of supply chain optimization.

7. The Company is not subject to any environmental regulations.

8. The Company currently has 4 employees as well as 6 others on a contractual basis.

For the project in Mexico, the Company anticipates hiring additional personnel as funds become available to implement the Company's business plan of implanting this first casino as well as additional ones.

Item 9 The nature of products or services offered

A. Principal products or services, and their markets;

Blackbird International Corporation is sole shareholder of Insight Group Technologies Inc which is an industry leader in the design and delivery of supply chain planning, optimization and execution systems. Insight has the unique ability to incorporate the strategic development, deployment and execution of software for the Supply Chain industry.

In the planning arena, Insight has created, developed, and brought to market a unique optimization product for warehousing known as DC Expert. The DC Expert product is quickly becoming an industry leader for professional logistics organizations and operators. DC Expert is a suite of tools which provides modeling and optimization scenarios to quickly calculate needs and financial benefits in supply chain operations. DC Expert has been incorporated by many Fortune 500 organizations across the globe.

In the operations and transactional space, Insight also offers an enterprise Warehouse Management System and Transport Planning System which are mission critical transaction based solutions. The solutions create long term value to the client, adding increased visibility and control over their operations.

The company is also in the development stage of setting up and operating casinos and gaming centers in North America, the Caribbean and East Europe. Its first site shall be in Queretaro, Mexico. The Company has a letter of intent with Juegos De Mexicana by which it will own 50% interest in the casino

and will manage its operations. The casino will be fully licensed to operate electronic gaming terminals, bingo, keno, electronic card games, sports better and several others.

The Company shall use its expertise and software to install and manage the electronic gaming equipment in the casinos.

Its first site shall be in Queretaro, Mexico. The Company has a letter of intent with Juegos De Mexicana by which it will own 50% interest in the casino and will manage its operations. The casino will be fully licensed to operate electronic gaming terminals, bingo, keno, electronic card games, sports better and several others

The Company shall acquire 50% of a Mexican company that will have the license to own and operate the casino to be set up in Queretaro. The license will be transferred as soon as the lease is signed for the premises in which the casino shall operate.

B Distribution methods of the products and services;

The Company operates through direct sales through a worldwide network agents and sales staff. It also engages in OEM agreements.

The Company shall also offer its products on the site of the casino and these shall include electronic gaming terminals, bingo, keno, electronic card games, sports better and several others. Any games offered on the internet shall also be managed from the site.

C. As of the date of this disclosure document, there are no publicly announced new products or services;

D. Competitive business conditions, the Issuer's competitive position in the industry, and the methods of competition; Insight Group Technologies Inc maintains a competitive advantage in the market place by offering the only Comprehensive planning suite of tools on the market for warehouse optimization and product slotting. The tool set, DC Expert is also a precursor to the consulting and training services provided by Insight and a lead in to our Enterprise solutions in the Warehouse and Transportation management market.;

We have identified close to 100,000 potential organizations around the globe that could effectively benefit from our DC Expert product. With an average transaction cost of close to \$30,000 US, our market is in the area of \$3 Billion with virtually no competition. Our WMS has a market size of a further \$1 Billion.

In its project to set up casinos, the Company does not face direct competition because the government issues a limited number of licenses to be used in various districts of Mexico. The only competition is from other operators that have been issued a license to operate in other territories.

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

The Company does not depend on any suppliers as it develops its own products.

In the project in Mexico, the Company's sources for hardware products are the current suppliers of gaming equipment. Most are American manufacturers having distribution in Mexico. These suppliers include Bally International, IGT, Dex and Imperial Gaming.

F. Dependence on one or a few major customers;

Insight Group Technologies Inc has over 200 clients ranging from Fortune 100 clients to small family owned business, and none are relied upon to provide a large percentage of revenue for the company.

In the project in Mexico, the Company shall have its customer base in the general area of Queretaro.

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

There is copyright protection on DC Expert, and Warehouse Master II and Warehouse Master III solutions.

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

Insight Group Technologies does not require any government approval.

The Company shall own 50% of a Mexican company that will hold the gaming license issued by the federal authorities of Mexico.

Item 10 The Nature and extent of the Issuer's facilities:

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

The development and management offices of approximately 2000 sq ft are situated at 2910 South Sheridan Way, Oakville, ON Canada.

It also has office space and boardroom facilities for presentation and training seminars at 125 South Wacker Drive, suite 300 Chicago IL.

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

The Company has a lease.

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

2910 S Sheridan Way 36 month term, 22 months remaining
125 S Wacker Drive, suite 300 60 month term, 8 month remaining

4. Outline briefly any proposed program for renovation, improvement or development of such properties, including the estimated cost thereof and method of financing to be used. If there are present plans for the improvement or development of any unimproved or undeveloped property, so state and indicate the purposes for which the property is to be held or acquired;

There are no plans

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

There are none.

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

Properties are covered by both general insurance liability and loss damage for contents of the issuer.

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

Not Applicable

PART D: Management Structure and Financial Information

Item 11 The name of the chief executive officer, members of the board of directors, as well as control persons:

JOHN Pedder, (B.Sc., MCILT, C.P.C. , MIOTA) president

Senior executive in technology and business enterprises

- Twenty years experience in logistics and supply chain management
- Founder of the Insight Group a global provider of supply chain software and consulting services
- Senior positions with two of the world's top third party logistics providers (Tibbitt & Britten and Exel)
- Past president of a publicly listed International SCM software company

- Firsthand experience of large logistics and technology projects for many household name clients across North America, Europe and Australasia.
- Active participant/speaker for a number of industry bodies, including the Chartered Institute of Logistics and Transport (UK), Supply Chain and Logistics Canada, Canadian Transportation Seminar and the IWLA
- Proven track record in creating high revenue growth

No other board membership or affiliations

Compensation: 16,875,000 restricted shares. These were issued because he was a main shareholder of Insight Group Technology. There is no remuneration as a board member.

Lee Rector (B.A.), vice president, secretary

Senior executive in management and sales execution

- Twenty years experience in the IT and High Tech marketplace in senior management and sales execution with a number of Fortune 500 organizations.
- Instrumental in the growth and success of a globally traded IT/Logistics organization.
- Acted in the design and development of many software packages in the areas of Warehouse Management, Transportation Management, and Logistics Operations

No other board membership or affiliations

Compensation: 16,875,000 restricted shares. These were issued because he was a main shareholder of Insight Group Technology. There is no remuneration as a board member.

B. Legal/Disciplinary History (past 5 years)

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

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

None.

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

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

None.

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.

C. Disclosure of Family Relationships.

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

None

C. Disclosure of Family Relationships

There are no family relationships among or between the issuer's directors, officers or beneficial owners of more than 5% of any class of the issuer's equity securities.

D. Disclosure of Related Party Transactions

There were no transactions within the last 2 fiscal years nor the current fiscal year involving the issuer in which (i) the amount involved exceeds the lease of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last 3 fiscal years and (ii) any related person had or will have a direct or indirect material interest.

E. Disclosure of Conflict of Interest

We are not aware of any executive officer or director of the Company who has competing professional or personal interests with that of the Company.

Item 12 Financial Information for the issuer's most recent fiscal period

The issuer is providing the following financial statements for the most recent fiscal period, the period ending October 31, 2011.

- 1) Balance sheet;
- 2) Statement of income;
- 3) Statement of cash flows;

- 4) Statement of changes in stockholders' equity
- 5) Financial notes; and

The unaudited financial statements are incorporated by reference herein. They are attached to the end of this Annual Report, and entitled "Interim Financial Statements: Period Ending October 31, 2011.

Item 13 Similar financial information for such part of the two preceding years as the issuer or its predecessor has been in existence

The issuer is providing the following financial statements for the preceding fiscal period (and year-end), the period ending October 31, 2010 and incorporated herein by reference.

- 1) Balance sheet;
- 2) Statement of income;
- 3) Statement of cash flows;
- 4) Statement of changes in stockholders' equity
- 5) Financial notes; and

The unaudited financial statements are incorporated by reference herein. They are attached to the end of this Annual Report, and entitled "Annual Financial Statements: Period Ending October 31, 2010."

Item 14 Beneficial Owners

Title of class: common shares

Name and address of beneficial owner of more than 5% of issued stock:

John Pedder

3380 Masthead Crescent,
Mississauga, ON
Canada, L5L 1H1

Amount of beneficial ownership 16,875,000 restricted common shares

Percent of class: 22.5%

Lee Rector

2910 South Sheridan Way
Oakville Ontario
Canada, L6J 7J8

Amount of beneficial ownership 16,875,000 restricted common shares

Percent of class : 22.5%

As used in this table, "beneficial ownership" means the sole or shared power to vote, or to direct the voting of, a security, or the sole or shared investment power with respect to a security (i.e., the power to dispose of, or to direct the disposition of, a security). In addition, for purposes of this table, a person is deemed, as of any date, to have "beneficial ownership" of any security that such person has the right to acquire within 60 days after such date.

Item 15. The name, address, telephone number, and email address of:

1. Investment Banker: None

2. Promoters: None

3. Counsel:

Naccarato & Associates
1100 Quail Street
Suite 100
Newport beach, California, 92660

4. Accountant:

J. Moraitis & Associates
30 Hunt Street
Suite 207
Ajax, Ontario
Canada, L1S 3M2

5. Public Relations Consultant(s): None

6. Investor Relations Consultant: None

7. Other advisor(s): None

Legal counsel and in-house management assisted the president in the preparation of this statement.

Item 16. Management's Discussion and Analysis or Plan of Operation

A. Plan of Operation for the Next Twelve Months

Following the acquisition of Insight Group Technologies Inc the Issuer has the goal of expanding its activities by means of further acquisitions of familiar targeted companies.

The Company presently lacks the capital necessary to implement its business plan of acquisitions over the next twelve months. It is the Company's intention to focus in the short term on raising capital. The Company hopes to generate the capital necessary to implement its business plan through the sale of its common stock and the issuance of debt in private placements.

In the matter of the operation of an initial casino in Mexico, the Company requires funding for the deposit of the lease of premises as well as the cost of its renovations. The Company foresees a deposit of approximately \$20,000 as required to execute a lease for suitable premises; the construction costs should not exceed \$275,000. The gaming equipment shall be leased from a number of suppliers that are presently acting as suppliers to other gaming sites in Mexico.

The lease of equipment does not require any disbursements other than the electrical hook-ups.

A. Plan of Operation

Management foresees an increase in its revenue due to additional contractual work as well as the additional revenue being generated by the company which it intends to acquire in the immediate future.

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

The discussion and analysis of our financial condition and results of operations are based upon our consolidated financial statements which have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these financial statements require management to make estimates and judgments that effect the reported amounts of assets, liabilities, revenues and expenses and related disclosure of contingent assets and liabilities.

Factors and risks that could cause actual results or circumstances to differ materially from those set forth or contemplated in forward looking statements include, but are not limited to the following:

- *Access to sufficient capital to meet our goal of acquiring software companies that are starting operations.*

This capital must be in the form of direct investment or loan.

For the project in Mexico, the Company requires funding for the deposit of the lease of premises as well as the cost of its renovations. The Company foresees a deposit of approximately \$20,000 as required to execute a lease for suitable premises; the construction costs should not exceed \$275,000. The gaming equipment shall be leased from a number of suppliers that are presently acting as suppliers to other gaming sites in Mexico. The Company has not yet taken any steps to secure the lease for the premises and consequently, no renovations have been done.

- There are also no foreseeable changes to occur in the tax laws and the rate of taxation.
- Changes in, or failure to comply with applicable legislation or governmental regulation;

There are no particular governmental regulations or legislative changes in the forecast.

Year Ended October 31, 2011 Compared to October 31, 2010

Revenue:

For the years ending October 31, 2011 and 2010, revenues were \$891,858 and \$Nil respectively, for an increase of \$891,858 (100.0%) over the same period in 2010. The increase in revenue is a mainly due to the acquisition of Insight Group Technologies. Inc.

Cost of Goods Sold:

Cost of goods sold for the years ending October 31, 2011 and 2010 were \$271,182 and \$Nil respectively, for an increase of \$271,182 (100.0%) over the same period in 2009. There had not been any sales before the acquisition of Insight Group Technologies. Inc.

Operating Expenses:

Operating expenses were \$332,513 and \$750 for the years ending October 31, 2011 and 2010, an increase of \$331,763(442.4%) over the same period in 2010. These differences in operating expenses were mostly attributable to the increase in operations following the acquisition of Insight Group Technologies. Inc.

The Management does not expect any significant changes in their day to day business practices as a result of the acquisition of Insight Group Technologies Inc. Globally the sales pipeline is strong and although the US market remains depressed this situation is being more than compensated for by increasing sales in Asia and the rest of the world.

The company has targeted a number of smaller companies to acquire over the two next quarters which will further bolster revenues. Historically Insight Group Technologies Inc has achieved double digit growth and with the targeted acquisitions it is anticipated that sales revenues could double by the end of 2012.

The only downside risk on the foreseeable horizon is the company's inability to raise sufficient capital to support the growing working capital needs and to fund the plan acquisitions.

The company is planning to strengthen its management team in the early part of 2012 including adding a fulltime CFO and other senior executives to fast track sales and revenue initiatives.

C. Off-Balance Sheet Arrangements

As of the date of this Statement, the Issuer does not have any off balance sheet arrangements.

PART E: ISSUANCE HISTORY

Item 17 List of securities offerings and shares issued in the past two years

There was an issue of 38,472,948 restricted common shares to Makital Capital Ltd and which shares were cancelled and reissued to the following:

| | |
|---------------------|-------------------------------------|
| Makital Capital Ltd | 4,722,948 restricted common shares |
| John Pedder | 16,875,000 restricted common shares |
| Lee Rector | 16,875,000 restricted common shares |

PART F: EXHIBITS

Item 18 Material contracts

A. Every material contract, not made in the ordinary course of business that will be performed after the disclosure document is posted on the Pink Sheets News Service or was entered into not more than two years before such posting.

1. Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure document, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;

The foregoing summary descriptions of certain terms and conditions of certain material contracts listed in Item XVIII are necessarily incomplete and are qualified in their entirety by the full terms of the respective contracts, copies of which are attached hereto.

Intent Agreement between Blackbird International Corporation and Insight Global Technology

2. Any contract upon which the Company's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements

Not applicable.

3. Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the Company.

Not applicable.

4. Any material lease under which a part of the property described in the disclosure document is held by the Company.

Not applicable.

Item 19 Articles of Incorporation and Bylaws

The Articles of Incorporation and the corporate amendment regarding the last name change are on file with the Secretary of State of Nevada and are attached.

A complete copy of the issuer's bylaws is attached. .

Item 20 Purchases of Equity Securities by the Issuer and Affiliated Purchasers

Not Applicable

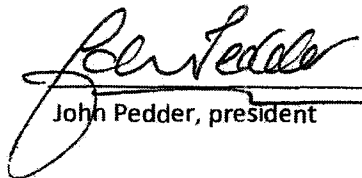
Item 21 Issuer's Certifications

The issuer shall include certifications by the vice president and secretary of the issuer.

I, John Pedder, certify that:

1. I have reviewed this Initial Disclosure Statement of Blackbird International Corporation
2. Based on my knowledge, this disclosure statement does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statement were made, not misleading with respects to the period covered by this disclosure statement, and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: February 6, 2012



John Pedder, president

BLACKBIRD INTERNATIONAL CORPORATION

FINANCIAL STATEMENTS

OCTOBER 31, 2011

**(IN U.S. DOLLARS)
(UNAUDITED - SEE NOTICE TO READER)**

BLACKBIRD INTERNATIONAL CORPORATION

TABLE OF CONTENTS

OCTOBER 31, 2011

(UNAUDITED - REFER TO NOTICE TO READER)

| | Page |
|-----------------------------------|-------------|
| Notice to Reader | 1 |
| Balance Sheet | 2 |
| Statement of Earnings | 3 |
| Statement of Stockholders' Equity | 4 |
| Statement of Cash Flows | 5 |
| Notes to Financial Statements | 6-7 |

J. MORAITIS & ASSOCIATES
CERTIFIED GENERAL ACCOUNTANT
1099 Kingston Road, Suite 257
Pickering, Ontario, L1V 1B5
Telephone: (647) 885 - 3917 Fax: (416) 352-5016

NOTICE TO READER

To the Shareholders of
BLACKBIRD INTERNATIONAL CORPORATION

We have compiled the balance sheet of BLACKBIRD INTERNATIONAL CORPORATION as at October 31, 2011 and the statements of earnings, changes in Stockholders Equity and cash flows for the period then ended.

Our compilation engagement was made in accordance with generally accepted standards in the United States of America related to information supplied to us by the Company.

We have not performed an audit or a review engagement in respect of these financial statements and, accordingly, we express no assurance thereon.

These financial statements have been prepared, in all material respects, in accordance with generally accepted accounting principles in the United States of America.

J. Moraitis & Associates

CERTIFIED GENERAL ACCOUNTANTS

Pickering, Ontario
Canada
January 30, 2012

BLACKBIRD INTERNATIONAL CORPORATION

BALANCE SHEET

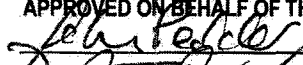
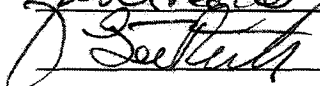
AS AT OCTOBER 31, 2011

(IN U.S. DOLLARS)

(UNAUDITED - SEE NOTICE TO READER)

| | OCT 31/11 | OCT 31/10 | OCT 31/09 |
|--|-------------------|-----------------|-----------------|
| ASSETS | | | |
| CURRENT ASSETS | | | |
| Bank - Cash | 20,505 | - | - |
| Accounts Receivable - Net | 324,111 | - | - |
| Taxes Receivable - SRED/HST | 34,102 | - | - |
| TOTAL CURRENT ASSETS | \$ 378,719 | \$ - | \$ - |
| Fixed Assets, at cost (Note 2,3) | | | |
| Property and equipment at cost - Net | 4,635 | - | - |
| Other - Incorporation Costs | 1,525 | - | - |
| TOTAL FIXED ASSETS | 10,795 | - | - |
| TOTAL ASSETS | \$ 384,879 | \$ - | \$ - |
| LIABILITIES AND STOCKHOLDERS' EQUITY(DEFICIT) | | | |
| CURRENT LIABILITIES | | | |
| Accounts payable and accrued Liabilities | 50,033 | 18,171 | 17,421 |
| Taxes Payable - Corporate, Payroll | 31,006 | - | - |
| TOTAL CURRENT LIABILITIES | 81,040 | 18,171 | 17,421 |
| TOTAL LIABILITIES | 81,040 | 18,171 | 17,421 |
| STOCKHOLDERS' EQUITY(DEFICIT) | | | |
| Preferred shares - Issued (Note 4) | - | - | - |
| Common shares - Issued (Note 4) | 70,000 | 70,000 | 70,000 |
| Additional paid in capital (Note 4) | 235,377 | 172,900 | 172,900 |
| Retained Earnings (Deficit) | (1,538) | (261,071) | (260,321) |
| | 303,839 | (18,171) | (17,421) |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 384,879 | \$ - | \$ - |

APPROVED ON BEHALF OF THE BOARD:

 Director
 Director

BLACKBIRD INTERNATIONAL CORPORATION

STATEMENT OF EARNINGS

FOR THE PERIOD ENDED OCTOBER 31, 2011

(IN U.S. DOLLARS)
(UNAUDITED - SEE NOTICE TO READER)

| | OCT 31/11 | OCT 31/10 | OCT 31/09 |
|-----------------------------------|-------------------|-----------------|--------------------|
| Income | | | |
| Sales Revenue - Net | \$ 891,858 | \$ - | \$ - |
| Cost of Goods Sold - Subcontracts | 271,182 | - | - |
| GROSS PROFIT | 620,676 | - | - |
| EXPENSES | | | |
| Advertising and promotion | 5,595 | - | - |
| Amortization of capital assets | 1,299 | - | - |
| Automobile expenses | 9,102 | - | - |
| Bank and Interest charges | 562 | - | - |
| Computer expense | 1,692 | - | - |
| Insurance | 5,731 | - | - |
| Office and general | 12,543 | 750 | 25,396 |
| Professional Fees | 10,177 | - | - |
| Rent and Occupancy costs | 35,881 | - | - |
| Salaries and employee benefits | 149,453 | - | - |
| Telephone and communications | 7,314 | - | - |
| Travel | 93,165 | - | - |
| TOTAL EXPENSES | 332,513 | 750 | 25,396 |
| NET INCOME BEFORE TAXES | 288,163 | (750) | (25,396) |
| Provision for Income Taxes | 28,630 | - | - |
| NET INCOME AFTER TAXES | \$ 259,533 | \$ (750) | \$ (25,396) |

BLACKBIRD INTERNATIONAL CORPORATION

STATEMENT OF STOCKHOLDERS' EQUITY

**FOR THE PERIOD ENDED
OCTOBER 31, 2011**

**(IN U.S. DOLLARS)
(UNAUDITED - SEE NOTICE TO READER)**

| | CAPITAL STOCK | PAID IN SURPLUS | RETAINED EARNINGS | TOTAL |
|---|--------------------------|----------------------------|------------------------------|--------------|
| BALANCE AS OF OCT 31, 2010 | 70,000 | 172,900 | (261,071) | (18,171) |
| SHARES ISSUED | - | 62,477 | | 62,477 |
| NET INCOME FOR THE PERIOD ENDED OCTOBER 31, 2011 | | | 259,533 | 259,533 |
| BALANCE AS OF OCTOBER 31 2011 | 70,000 | 235,377 | (1,538) | 303,839 |

BLACKBIRD INTERNATIONAL CORPORATION

STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED OCTOBER 31, 2011

(IN U.S. DOLLARS)
(UNAUDITED - SEE NOTICE TO READER)

| | OCT 31/2011 | OCT 31/2010 | Oct 31/2009 |
|--|-------------|-------------|-------------|
| Cash Flows Used in Operating Activities | \$ 289,462 | \$ (750) | \$ (25,396) |
| Change in current liabilities and current assets | (331,433) | (750) | (25,396) |
| Net Cash Used in Operating Activities | (41,971) | - | - |
| Net Cash Flows From Investing Activities | - | - | - |
| Net Cash Provided by Financing Activities | | | |
| Increase in Loans due to Associated companies | - | - | - |
| Issuance of common shares | 62,477 | - | - |
| Net Cash Provided by Financing Activities | 62,477 | - | - |
| Increase (Decrease) in Cash | 20,506 | - | - |
| Cash at Beginning of Year | - | - | - |
| Cash at End of Year | \$ 20,506 | \$ - | \$ - |

BLACKBIRD INTERNATIONAL CORPORATION

NOTES TO UNAUDITED FINANCIAL STATEMENTS

OCTOBER 31, 2011

(IN U.S. DOLLARS)

UNAUDITED - REFER TO NOTICE TO READER

1. NATURE OF BUSINESS AND BASIS OF PRESENTATION

(a) Nature of Business

Blackbird International Corporation (The "Company") was incorporated under the laws of the state of Nevada on October 9, 2006 under the name of Ark Development Inc. The Company changed its name from Ark Development, Inc to Blackbird International Corporation on November 28, 2008. The Company's activities to date have been limited to organization and capital formation until the recent merger with Insight Group Technologies Inc. The Company will keep October 31 as its fiscal year end.

(b) Basis of presentation

These financial statements and related notes are presented in accordance with accounting principles generally accepted in the United States, and are expressed in US dollars.

2. NATURE OF SIGNIFICANT ACCOUNTING POLICIES

(a) Accounting Estimates

The preparation of financial statements in conformity with generally accepted accounting principals requires management to make estimates and assumptions that affect the amounts recorded in the financial statements. These estimates are based on management's best knowledge of current events and actions that the Company may undertake in the future. Actual results may differ from these estimates.

(b) Revenue Recognition

The Company also recorded its revenues that requires that four basic criteria must be met before revenue can be recognized:

(i) persuasive evidence of an arrangement exists; (ii) delivery has occurred or service has been rendered; (iii) the fee is fixed and determinable; and (iv) collectibility is reasonably assured.

The Company has recognized revenue when the services have been rendered.

(c) Income taxes:

The company utilizes the liability method in providing income taxes on all transactions that have been recognized in the financial statements. This method requires the adjustment of deferred taxes to reflect the tax rates at which future amounts will be settled or realized. The effects of tax rate changes on future deferred tax liabilities and deferred tax benefits as well as other changes in income tax laws are recognized in earnings in the period in which such changes are enacted. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts expected to be realized.

As of October 31, 2011, the Company had a net operating loss carry forward of \$225,533.

BLACKBIRD INTERNATIONAL CORPORATION

NOTES TO UNAUDITED FINANCIAL STATEMENTS

OCTOBER 31, 2011

(IN U.S. DOLLARS)

UNAUDITED - REFER TO NOTICE TO READER

3. CAPITAL ASSETS

Capital assets are recorded at cost and amortized over their estimated useful lives at the following rates per year:

Machinery and equipment - 20% declining balance basis
 Computer Equipment - 45% declining balance basis
 A half year's amortization is taken in the year of acquisition.

| | Oct 31, 2011 | Oct 31, 2010 | Oct 31, 2009 |
|--|-----------------------|-----------------------|-----------------------|
| | <u>Net Book Value</u> | <u>Net Book Value</u> | <u>Net Book Value</u> |
| Computer equipment - net | \$ 3,319 | - | - |
| Office furn., Machinery and Equip. - net | \$ 1,316 | \$ 1,645 | \$ - |
| | \$ 4,635 | \$ 1,645 | \$ - |
| Depreciation Expense on tangible assets | \$ 1,299 | \$ 514 | \$ - |

4. SHARE CAPITAL

On February 2, 2009, the Board of Directors of the Company approved a stock dividend, whereby one share of common stock of the Company was issued for every one share of common stock. The record date of the stock dividend was established as of February 9, 2009. The stock dividend has been retroactively recorded in the financial statements of the Company as if the stock dividend had occurred at the inception of the Company.

During the year ended October 31, 2009, the Company issued 11,400,000 shares of common stock pursuant to the stock subscription agreements. These subscription agreements were cancelled and the 11,400,000 shares of common stock were issued for services rendered to the Company valued at \$11,400. Also, during the year ended October 31, 2009 a shareholder/officer voluntarily cancelled 500,000 shares of the Company's common stock.

Authorized capital of common shares consists of the following:

| | Oct 31, 2011 | Oct 31, 2010 | Oct 31, 2009 |
|---|--------------|--------------|--------------|
| Preferred Shares: None Authorized. | \$ - | \$ - | \$ - |
| Common Shares Issued \$.001 par value; 75,000,000 Shares Authorized | \$ 70,000 | \$ 70,000 | \$ 70,000 |
| 70,000,000 shares issued and outstanding at October 31, 2011 | | | |
| Contributed paid in capital | \$ 235,377 | \$ 172,900 | \$ 172,900 |
| | \$ 305,377 | \$ 242,900 | \$ 242,900 |