

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-KSB

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (D) OF THE SECURITIES EXCHANGE  
ACT OF 1934

For the fiscal year ended December 31, 2003

Commission file number 33-28465-LA

QUIKBYTE SOFTWARE, INC.

(Exact name of registrant as specified in its charter)

Colorado

33-0344842

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

7609 Ralston Road, Arvada, Colorado

80002

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number,  
including area code

(303) 422-8127

Securities registered pursuant to Section 12(g) of the Act:

None  
(Title of Class)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (Section 229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K.

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act)  Yes  No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12-2 of the Act).  Yes  No

As of December 31, 2002, 142,049,012 common shares were outstanding. The aggregate market value of the 97,549,012 common shares of Quikbyte Software, Inc. held by non-affiliates was none at December 31, 2003.

APPLICABLE ONLY TO REGISTRANTS INVOLVED IN BANKRUPTCY

PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court.  Yes  No NOT APPLICABLE

(APPLICABLE ONLY TO CORPORATE REGISTRANTS)

The number of shares outstanding of each of the registrant's classes of common stock, as of December 31, 2003: 142,049,012.

DOCUMENTS INCORPORATED BY REFERENCE

NONE

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PART I

ITEM 1 BUSINESS

(a) General Development of Business

QuikByte Software, Inc. (the "Registrant") was incorporated under the laws of the State of Colorado in January 1989, to develop and market computer software.

The Company completed its initial public offering of securities on October 11, 1989, in which it sold a total of 30,000,000 Units, each Unit consisting of one share of Common Stock, one Class A and one Class B Common stock Purchase Warrant, to approximately 200 public investors. The Company received proceeds, net of commissions and expenses of the offering, of \$220,378 from the sale of the Units. The Class A Warrants were exercisable to purchase one Common Share at \$.02 through April 10, 1992. The Class B Warrants were exercisable to purchase one Common Share at \$.02 through October 10, 1992. A Total of 3,550,000 A Warrants were exercised for net cash of \$69,851 in 1990. An additional exercise of warrants (6,150,000) was made in 1991 for \$122,385 in net proceeds for 2,149,012 common shares. The company also completed a Private Offering of \$121,835 (net) in 1991.

The Company was engaged in the development, marketing and sales of computer software programs, i.e. compilers and compiler related software, as described below. At December 31, 1990, the company had completed development of its first principal product, a compiler for the Pascal programming language, which the Company calls QuikByte Pascal.

A the time the Company's initial public offering commenced in September 1989, management had identified five elements which remained to be completed prior to releasing the product to market, and estimated that the Company would be in a position to begin marketing and selling QuikByte Pascal within four months following receipt of funding upon completion of the public offering. The Company anticipated that completion of the product would require two months for final testing and product completion and an additional two months for introduction of the product to market. However, delays were encountered and the Company did not meet these target dates. On a number of occasions after the initial public offering, the Company set completion dates into 1992. which it failed to meet. Ultimately, the Company ran out of capital and was unable to remain in operation and was dormant since 1992.

The company had no business operations at year end 2003, no revenues and no assets. The company wrote off its software efforts as obsolete.

The Registrant was inactive in 2003.

The Registrant has not been involved, during the year ended December 31, 2003 in any bankruptcy, receivership or similar proceedings.

(a) (2) Not applicable

(b) Financial Information About Industry Segments.  
-----

At the end of the fiscal year ended December 31, 2003, the Registrant did not operate in any segments. However, the Registrant did not realize any revenues. See financial statements for expenses related to the various operations.

(c) Narrative Description of Business.  
-----

(c) (1) (i) The Registrant was incorporated in the State of Colorado on January 26, 1989 to engage in any business that was deemed appropriate in the discretion of its officers and directors. Since inception, the Registrant and completed its initial public offering in 1989, and subsequently completed a warrant offering pursuant to a registration statement.

With its public offering in 1989 and warrant exercises and secondary offering in 1990, the company attempted to develop its proprietary software products, but was never able to complete a marketable product from which to achieve revenues. The company never developed any revenues. The company's initial business plan failed in 1991 and the company has been inactive since 1991.

## Employees

The Company has no employees. The Company's President, has agreed to allocate a portion of his time to the activities of the Company, without compensation. This officer anticipates that the business of the Company will use less than 20 hours per month. The business affairs of the Company. Consequently, conflicts of interest may arise with respect to the limited time commitment by such officer.

(c) (1) (xiii) The Registrant employs no one. Its president engaged part-time in administrative activities as officers of the Registrant.

## ITEM 2 PROPERTIES

### Audit Requirements

The Company has no properties and at this time has no agreements to acquire any properties.

The Company's mailing address is 7609 Ralston Road, Arvada, CO 80002 which is the office of the Company's legal counsel. This address is provided to the Company on a rent free basis and it is anticipated that this arrangement will remain until such time as the Company successfully consummates a merger or acquisition. Management believes that this address arrangement will meet the Company's needs for the foreseeable future. No office space is needed.

## ITEM 3 LEGAL PROCEEDINGS

There are no pending legal proceedings against the Registrant.

ITEM 4 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

No matters were submitted by the Company to a vote of the Company's shareholders through the solicitation of proxies or otherwise, during the fiscal year covered by this report.

PART II

ITEM 5 MARKET FOR THE REGISTRANT'S COMMON STOCK AND RELATED SECURITY HOLDER MATTERS

The Registrant's common stock was not quoted in the over-the-counter market or Pink Sheets in the past fiscal year or 2003.

The Registrant's stock had no active quote during the past fiscal year.

(b)(1) The approximate number of record shareholders of the Registrant's common stock on December 31, was approximately 220, but beneficial owners exceed 300.

(b)(2) Not applicable.

(c)(1) The Registrant has paid no dividends with respect to its common stock. There are no contractual restrictions on the Registrant's present or future ability to pay dividends.

(c)(2) Not applicable since the Registrant has not had earnings which indicate an ability to pay cash dividends. The Registrant does not expect to pay dividends in the foreseeable future.

Effective August 11, 1993, the Securities and Exchange Commission (the "Commission") adopted Rule 15c-9, which established the definition of a "penny stock," for purposes relevant to the Company, as any equity security that has a market price of less than \$5.00 per share or with an exercise price of less than \$5.00 per share, subject to certain exceptions. For any transaction involving a penny stock, unless exempt, the rules require: (i) that a broker or dealer approve a person's account for transactions in penny stocks; and (ii) that the broker or dealer receive from the investor a written agreement to the transaction, setting forth the identity and quantity of the penny stock to be purchased. In order to approve a person's account for transactions in penny stocks, the broker or dealer must (i) obtain financial information and investment experience and objectives of the person; and (ii) make a reasonable determination that the transactions in penny stocks are suitable for that person and that person has sufficient knowledge and experience in financial matters to be capable of evaluating the risks of transactions in penny stocks. The broker or dealer must also deliver, prior to any transaction in a penny stock, a disclosure schedule prepared by the Commission relating to the penny stock market, which, in highlight form, (i) sets forth the basis on which the broker or dealer made the suitability determination; and (ii) states that the broker or dealer received a signed, written agreement from the investor prior to the transaction. Disclosure also has to be made about the risks of investing in penny stock in both public offerings and in secondary trading, and about commissions payable to both the broker-dealer and the registered representative, current quotations for the securities and the rights and remedies available to an investor in cases of fraud in penny stock transactions. Finally, monthly statements have to be sent disclosing recent price information for the penny stock held in the account and information on the limited market in penny stocks.

In order to be included in NASDAQ's SmallCap Market, a company must satisfy the requirements described below. A company must meet one or more of the following three requirements: (i) net tangible assets of \$4 million (\$2 million for continued inclusion); (ii) have a market capitalization of \$50 million (\$35 million for continued inclusion); or (iii) have net income (in the latest fiscal year or two of the last three fiscal years) of \$750,000 (\$500,000 for continued inclusion). In addition, a company must also satisfy the following requirements: (i) 1 million shares in the public float (500,000 for continued inclusion); (ii) \$5 million of market value of the public float (\$1 million for continued inclusion); (iii) a minimum bid price of \$4 (\$1 for continued inclusion); (iv) three market makers (two for continued inclusion); (v) 300 (round lot) shareholders; (vi) an operating history of one year or market capitalization of \$50 million; and (vii) certain corporate governance standards.

Management intends to strongly consider undertaking a transaction with any merger or acquisition candidate which will allow the Company's securities to be traded without the aforesaid limitations. However, there can be no assurance that, upon a successful merger or acquisition, the Company will qualify its securities for listing on NASDAQ or some other national exchange, or be able to maintain the maintenance criteria necessary to insure continued listing. The failure of the Company to qualify its securities or to meet the relevant maintenance criteria after such qualification in the future may result in the discontinuance of the inclusion of the Company's securities on a national exchange. In such event, trading, if any, in the Company's securities may then continue in the non-NASDAQ over-the-counter market. As a result, a shareholder may find it more difficult to dispose of, or to obtain accurate quotations as to the market value of, the Company's securities.

## Plan of Operation

The Company intends to seek to acquire assets or shares of an entity actively engaged in business which generates revenues, in exchange for its securities. The Company has no particular acquisitions in mind and has not entered into any negotiations regarding such an acquisition. As of the date of this report, the Company has no plans, arrangements, understandings or commitments with respect to any potential merger or acquisition, nor is the Company engaged in negotiations with respect to such matter. For a complete description of the Company's plan of operation, see Item 1, "Description of Business."

If required to so do under relevant law, management of the Company will seek shareholder approval of a proposed merger or acquisition via a Proxy Statement. However, such approval would be assured where management supports such a business transaction because management presently controls sufficient shares of the Company to effectuate a positive vote on the proposed transaction. Further, a prospective transaction may be structured so that shareholder approval is not required, and such a transaction may be effectuated by the Board of Directors without shareholder approval. While any disclosure which may be provided to shareholders may include audited financial statements of such a target entity, there is no assurance that such audited financial statements will be available. The Board of Directors does intend to obtain certain assurances of value of the target entity assets prior to consummating such a transaction, with further assurances that an audited statement would be provided within 60 days after closing of such a transaction. Closing documents relative thereto will include representations that the value of the assets conveyed to or otherwise so transferred will not materially differ from the representations included in such closing documents, or the transaction will be voidable.



RESULTS OF OPERATIONS FOR THE YEAR ENDED DECEMBER 31, 2003 COMPARED TO YEAR ENDED DECEMBER 31, 2002.

The Company had no revenues or operations in years ended December 31, 2003 or 2002. The Company incurred no expenses in the year ended December 31, 2003 compared to \$12,000 in legal and accounting in 2002. The Company accrued \$763 in interest for 2003 and 2002. The company had (\$763) net loss in the year ended December 31, 2003 compared to (\$12,763) in 2002. The profit/loss per share was nominal in each year.

Losses should be expected to continue until a profitable business can be achieved through merger, acquisition, or development, of which there can be no assurance.

LIQUIDITY AND CAPITAL RESOURCES

At year end, the Company had no operating capital and is reliant upon advances from shareholders or loans to pay any expenses incurred. The Company had no commitments from any person for advances or loans

The Company remains in the development stage and, since inception, has experienced significant liquidity problems and has no significant capital resources now at December 31, 2003. The Company has no current assets and no other assets at December 31, 2003.

The Company is unable to carry out any plan of business without funding. The Company cannot predict to what extent its current lack of liquidity and capital resources will impair the consummation of a business combination or whether it will incur further operating losses through any business entity which the Company may eventually acquire. There is no assurance that the Company can continue as a going concern without substantial funding, for which there is no source.

The Company estimates it will require \$25,000 to \$30,000 to cover legal, accounting, transfer and miscellaneous costs of being a reporting company in the next fiscal year. The Company will have a cash shortfall for current annual costs of at least \$25,000 to \$30,000, for which it has no source except shareholder loans or contributions, none of which have been committed.

The Company has no cash for any operations. It will have to make private placements of stock, for which it has no sources, or obtain loans from shareholders, to have any cash for even limited operations. There are no committed loan sources at this time.

The Company does not have capital sufficient to meet the Company's cash needs, including the costs of compliance with the continuing reporting requirements of the Securities Exchange Act of 1934. The Company will have to seek loans or equity placements to cover such cash needs. Lack of its existing capital may be a sufficient impediment to prevent it from accomplishing the goal of successfully executing its business plan. The Company will need to raise additional funds to conduct its business activities in the next twelve months.

No commitments to provide additional funds have been made by management or other stockholders. Accordingly, there can be no assurance that any additional funds will be available to the Company to allow it to cover its expenses as they may be incurred.

Irrespective of whether the Company's cash assets prove to be inadequate to meet the Company's operational needs, the Company might seek to compensate providers of services by issuances of stock in lieu of cash.

The Company has no plans for any research and development in the next twelve months. The Company has no plans at this time for purchases or sales of fixed assets which would occur in the next twelve months.

The Company has no expectation or anticipation of significant changes in number of employees in the next twelve months, however, if it achieves a business acquisition, it may acquire or add employees of an unknown number in the next twelve months.

The Company's auditor has issued a "going concern" qualification as part of his opinion in the Audit Report.

There is substantial doubt about the ability of the Company to continue as a "going concern." The Company has a new business, and minimal capital, and relatively few assets, and no capital commitments. The effects of such conditions could easily be to cause the Company's bankruptcy, except there are no assets to liquidate in Bankruptcy.

ITEM 7 FINANCIAL STATEMENTS

Financial statements and supporting schedules reporting supplementary financial information are listed in the Index to Financial Statements filed as a part of this Form 10-K.

ITEM 8 CHANGES IN ACCOUNTANTS AND DISAGREEMENTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

In connection with audits of two most recent fiscal years and any interim period preceding resignation, no disagreements exist with any former accountant or any matter of accounting principles or practices, financial statement disclosure, or auditing scope of procedure, which disagreements if no resolved to the satisfaction of the former accountant would have caused him to make reference in connection with his report to the subject matter of the disagreement(s).

The principal accountants' reports on the financial statements for any of the past two years contained no adverse opinion or a disclaimer of opinion nor was qualified as to uncertainty, audit scope, or accounting principles except for the "going concern" qualification.

ITEM 8A. Controls and Procedures

Evaluation of Internal and Disclosure Controls

-----

The management of the company has evaluated the effectiveness of the issuer's disclosure controls and procedures and internal controls which were in effect as of December 31, 2003 (evaluation date) and have concluded that the internal and disclosure controls and procedures were adequate and effective based upon their evaluation.

There were no material changes in internal controls or in other factors that could materially affect internal controls subsequent to the date of the most recent evaluation of such, including any corrective actions with regard to material deficiencies and material weaknesses.

PART III

ITEM 9 DIRECTORS, EXECUTIVE OFFICERS, PROMOTERS AND CONTROL PERSONS OF THE REGISTRANT

Set forth below is certain information concerning the directors and executive officers of the Company as of the date of filing this report.

| Name<br>---- | Age<br>--- | Position<br>-----                   |
|--------------|------------|-------------------------------------|
| Reed Clayson | 73         | President and Director<br>CEO & CFO |

Officers are appointed by and serve at the discretion of the Board of Directors. Each director holds office until the next annual meeting of shareholders or until a successor has been duly elected and qualified. Each of the Company's officers and directors devotes only such time as is available to the business of the Company. There are no family relationships between any directors or executive officers of the Company.

Biographical Information

REED CLAYSON: He received Undergraduate Degrees, physics and journalism, Utah State University 1953 and 1963. He is a former Ph.D. candidate (physics) at UCLA in parallel with full-time employment. He has also done graduate work in English and physics at USU.

He has managed successful proposals/grant applications, often followed by project direction or support, for U.S Dept. of Interior, National Science Foundation, DOE INEEL Laboratory, DOD, U.S. Vet. Admin., US EPA, US Dept. of Justice, state, and local agencies, and some major commercial firms.

He has been an officer and director in Evergreen Associates, Inc. 2000-2004, Resource Science, Inc. 2003-2006, Quikbyte Software, Inc. 2003-2006 and Synfuels Engineering Development, Inc. 1981-Present.

Compliance with Section 16(a) of the Exchange Act

Section 16(a) of the Securities Exchange Act is not applicable.

Conflicts of Interest

Members of the Company's management are associated with other firms involved in a range of business activities. Consequently, there are potential inherent conflicts of interest in their acting as officers and directors of the Company. Insofar as the officers and directors are engaged in other business activities, management anticipates it will devote only a minor amount of time to the Company's affairs.

There can be no assurance that management will resolve all conflicts of interest in favor of the Company.

(c) Identification of Certain Significant Employees.

Not applicable.

(d) No officer or director of the Registrant, including controlling shareholders, is related to any other such person.

(e) (1) The business experience of the Registrant's officers and directors is as follows:

(e)(2) None

(f) Not applicable.

(g) Not applicable.

ITEM 10. EXECUTIVE COMPENSATION

(a)(1) Cash Compensation for the Fiscal Year Ended December 31, 2003.  
-----

None of the Company's officers and/or directors receives any compensation for their respective services rendered to the Company, nor have they received such compensation in the past. They all have agreed to act without compensation until authorized by the Board of Directors, which is not expected to occur until the Company has generated revenues from operations after consummation of a merger or acquisition. As of the date of filing this report, the Company has no funds available to pay officers or directors. Further, none of the officers or directors is accruing any compensation pursuant to any agreement with the Company.

No retirement, pension, profit sharing, stock option or insurance programs or other similar programs have been adopted by the Company for the benefit of its employees.

(a)(2) Bonuses and deferred compensation. Not applicable  
-----

(b)(1) Compensation Pursuant to Plans.  
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The Registrant has no annuity, pension, retirement or profit sharing plan in effect and none is presently contemplated.

Pension Table. Not applicable.  
-----

Alternative Pension Plan Disclosure. Not applicable.  
-----

Stock Option and Stock Appreciation Right Plans. The Registrant had no stock option and stock appreciation right plans.

Other compensation. Not applicable.  
-----

Compensation of Directors. Directors do not receive any compensation in their capacity as director.

Standard Arrangements. Members of the board of directors receive no remuneration.

Other arrangements. None.  
-----

Termination of employment and change of control arrangement. None.  
-----

ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT.

(a) Security Ownership of Certain Beneficial Owners as of December 31, 2003.  
-----

The following table sets forth certain information regarding beneficial ownership of the Company's Common Stock as of December 31, 2003 by (i) each person who is known by the Company to own beneficially more than 5% of the Company's outstanding Common Stock; (ii) each of the Company's executive

officers and directors; and (iii) all executive officers and directors as a group. Except as noted, each person or entity has sole voting and sole investment power with respect to the shares shown.

| SHAREHOLDERS/BENEFICIAL OWNERS   | NUMBER OF SHARES | OWNERSHIP PERCENTAGE |
|--|------------------|----------------------|
| Reed Clayson<br>11158 W. 68th Way<br>Arvada, CO 80004                  | 0                | 0                    |
| Vanden Capital Group, Inc.<br>1400 Glenarm Pl. Suite 300<br>Denver CO  | 10,000,000       | 7%                   |
| Mark R. Nixon<br>2506 Topanga Akyline Dr.<br>Topanga, CA 90290         | 21,500,000       | 15%                  |
| Bruno Koch<br>23820 Hawthorne Blvd.<br>Suite 101<br>Torrance, CA 90503 | 8,000,000        | 5.6%                 |
| J.B. Heidebrecht<br>3621 Garnet St., #1<br>Torrance, CA 90503          | 23,000,000       | 16%                  |
| Tri Denver Corp<br>110 16th St.<br>Denver, CO 80202                    | 8,500,000        | 5.9%                 |
| All directors and executive officers as a group (1 person)             | 0                | 0                    |

Each principal shareholder has sole investment power and sole voting power over the shares.

ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS.

(a) Transactions With Management and others.  
-----

None

Certain Business Relationships.  
-----

Not applicable

Indebtedness of Management.  
-----

Not applicable

Transactions with Promoters.  
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Not applicable.



PART IV

ITEM 13. EXHIBITS AND REPORTS ON FORM-8K

- (a) No Exhibits are filed with this Annual Report.
- (b) Reports on Form 8-K  
None

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES

General. Michael Johnson & Co. was the Company's principal auditing accountant firm. The Company's Board of Directors has considered whether the provisions of audit services is compatible with maintaining auditors independence. Jaspers + Hall, PC purchased the accounting practice of Michael Johnson & Co., the company's prior auditor in 2005.

The Company's Board acts as the audit committee and had no "pre-approval policies and procedures" in effect for the auditors' engagement for the audit years 2003 and thereafter.

Michael Johnson billed the Company \$1,750 in 2005 for the audits of the Company for 2002-2004.

In 2002, the Company engaged Michael Johnson & Co., Denver, Colorado, as its new principal independent accountant to audit the Company's financial statements for 2001, 2000, 1999 fiscal years. No auditors were engaged during the period 1992 to 2001. There has been no disagreement between accountants regarding the application of accounting principles to any specific completed or contemplated transaction, or as to policies as to accounting.

In connection with audits of two most recent fiscal years and any interim period preceding resignation, no disagreements exist with any former accountant or any matter of accounting principles or practices, financial statement disclosure, or auditing scope of procedure, which disagreements if no resolved to the satisfaction of the former accountant would have caused him to make reference in connection with his report to the subject matter of the disagreement(s).

FORM 10-K  
QUIKBYTE SOFTWARE, INC.  
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Quikbyte Software, Inc.  
(A Development Stage Company)

Financial Statements  
Years Ended  
December 31, 2003

MICHAEL JOHNSON & CO., LLC  
Certified Public Accountants  
9175 East Kenyon Ave., Suite 100  
Denver, Colorado 80237

Michael B. Johnson C.P.A.  
Member: A.I.C.P.A.  
Colorado Society of C.P.A.s

Telephone: (303) 796-0099  
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REPORT ON REVIEW BY REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors  
Quickbyte Software, Inc.  
Torrence, CA

We have audited the accompanying balance sheet of Software Inc., (a Development Stage Company) as of December 31, 2003 and 2002 and the related statements of operations, cash flows and changes in stockholders' equity for year then ended and for the period January 1, 2002 to December 31, 2003. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with standards of the Public Company Accounting Oversight Board (United States). These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Quikbyte Software, Inc. at December 31, 2003, and the results of its operations and its cash flows for the year then ended and the period January 1, 2002 to December 31, 2003, in conformity with accounting principles generally accepted in the United States.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As described in Note 1 to the financial statements, the Company is in the development stage, and conditions exist which raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Michael Johnson & Co.  
December 22, 2005

QUIKBYTE SOFTWARE, INC.  
(A Development Stage Company)  
Balance Sheets December, 31

|  | 2003        | 2002        |
|--|-------------|-------------|
|  | -----       | -----       |
| ASSETS;  |             |             |
| Current Assets:  |             |             |
| Cash   | \$ -        | \$ -        |
|  | -----       | -----       |
| Total Current Assets   | -           | -           |
|  | -----       | -----       |
| TOTAL ASSETS   | \$ -        | \$ -        |
|  | =====       | =====       |
| LIABILITIES AND STOCKHOLDERS' EQUITY   |             |             |
| Current Liabilities  |             |             |
| Accounts payable and accrued expenses  | \$ 84,303   | \$ 84,303   |
| Accrued salaries payable   | 236,773     | 236,773     |
| Notes payable  | 9,537       | 9,537       |
| Accrued interest payable   | 9,155       | 8,392       |
|  | -----       | -----       |
| Total Current Liabilities  | 339,768     | 339,005     |
|  | -----       | -----       |
| Stockholders' Equity   |             |             |
| Preferred stock, \$.0001 par value, 100,000,000 shares<br>authorized, none issued and outstanding            | -           | -           |
| Common stock, \$.0001 par value, 500,000,000 shares<br>authorized, 142,049,012 shares issued and outstanding | 14,205      | 14,205      |
| Additional Paid-In Capital   | 717,171     | 717,171     |
| Deficit accumulated during the development stage   | (1,071,144) | (1,070,381) |
|  | -----       | -----       |
| Total Stockholders' Equity (Deficit)   | (339,768)   | (339,005)   |
|  | -----       | -----       |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY   | \$ -        | \$ -        |
|  | =====       | =====       |

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

QUIKBYTE SOFTWARE, INC.  
(A Development Stage Company)  
Statements of Operations  
For the Year Ended December 31,

|   | 2003<br>----- | 2002<br>----- | January 26, 1989<br>(Inception) to<br>December 31,<br>2003<br>----- |
|---|---------------|---------------|---|
| Revenue:  | \$ -          | \$ -          | \$ 269  |
|   | -----         | -----         | -----   |
| Total Income  | -             | -             | 269   |
|   | -----         | -----         | -----   |
| Operating Expenses:                                     |               |               |   |
| Legal & accounting fees                                 | -             | 12,000        | 47,500  |
| Depreciation and amortization                           | -             | -             | 53,516  |
| Research and development                                | -             | -             | 470,932   |
| General and administrative                              | -             | -             | 498,334   |
|   | -----         | -----         | -----   |
| Total Expenses  | -             | -             | 1,070,282   |
|   | -----         | -----         | -----   |
| Other Expenses/Income:                                  |               |               |   |
| Interest Income   | -             | -             | 8,024   |
| Interest Expense  | (763)         | (763)         | (9,155)   |
|   | -----         | -----         | -----   |
| Net Loss From Operations                                | \$ (763)      | \$(12,763)    | \$ (1,071,144)  |
|   | -----         | -----         | -----   |
| Per Share Information:                                  |               |               |   |
| Weighted average number<br>of common shares outstanding | 142,049,012   | 142,049,012   |   |
|   | -----         | -----         |   |
| Basic and diluted net loss per share                    | *             | *             |   |
|   | =====         | =====         |   |

\* Less than \$.01

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

QUIKBYTE SOFTWARE, INC.  
(A Development Stage Company)  
Statements of Stockholders' Equity (Deficit)  
December 31, 2003

|                                  | COMMON STOCKS |           | Additional         | Accumulated    | Total                   |
|----------------------------------|---------------|-----------|--------------------|----------------|-------------------------|
|                                  | # of Shares   | Amount    | Paid-In<br>Capital | Deficit        | Stockholders'<br>Equity |
|                                  | -----         | -----     | -----              | -----          | -----                   |
| Balance - January 26, 1989       | -             | \$ -      | \$ -               | \$ -           | \$ -                    |
| Issuance of stock to founders    | 55,500,000    | 5,550     | (5,550)            | -              | -                       |
| Issuance of stock for cash       | 7,000,000     | 700       | 32,092             | -              | 32,792                  |
| Issuance of stock for services   | 3,000,000     | 300       | 14,700             | -              | 15,000                  |
| Issuance of stock for cash       | 28,500,000    | 2,850     | -                  | -              | 2,850                   |
| Issuance of stock for cash       | 30,000,000    | 3,000     | 217,378            | -              | 220,378                 |
| Issuance of stock for warrants   | -             | -         | 100                | -              | 100                     |
| Net Loss for Period              | -             | -         | -                  | (74,393)       | (74,393)                |
| Balance - December 31, 1989      | 124,000,000   | 12,400    | 258,720            | (74,393)       | 196,727                 |
| Issuance of stock for employment | 4,400,000     | 440       | 98,560             | -              | 99,000                  |
| Warrants exercised               | 3,550,000     | 355       | 69,851             | -              | 70,206                  |
| Net Loss for Year                | -             | -         | -                  | (424,063)      | (424,063)               |
| Balance - December 31, 1990      | 131,950,000   | 13,195    | 427,131            | (498,456)      | (58,130)                |
| Warrants exercised               | 6,150,000     | 615       | 122,385            | -              | 123,000                 |
| Issuance of stock for employment | 1,800,000     | 180       | 45,820             | -              | 46,000                  |
| Issuance of stock for cash       | 2,149,012     | 215       | 121,835            | -              | 122,050                 |
| Net Loss for Year                | -             | -         | -                  | (531,532)      | (531,532)               |
| Balance - December 31, 1991      | 142,049,012   | 14,205    | 717,171            | (1,029,988)    | (298,612)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1992      | 142,049,012   | 14,205    | 717,171            | (1,030,751)    | (299,375)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1993      | 142,049,012   | 14,205    | 717,171            | (1,031,514)    | (300,138)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1994      | 142,049,012   | 14,205    | 717,171            | (1,032,277)    | (300,901)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1995      | 142,049,012   | 14,205    | 717,171            | (1,033,040)    | (301,664)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1996      | 142,049,012   | 14,205    | 717,171            | (1,033,803)    | (302,427)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1997      | 142,049,012   | 14,205    | 717,171            | (1,034,566)    | (303,190)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1998      | 142,049,012   | 14,205    | 717,171            | (1,035,329)    | (303,953)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 1999      | 142,049,012   | 14,205    | 717,171            | (1,036,092)    | (304,716)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 2000      | 142,049,012   | 14,205    | 717,171            | (1,036,855)    | (305,479)               |
| Net Loss for Year                | -             | -         | -                  | (20,763)       | (20,763)                |
| Balance - December 31, 2001      | 142,049,012   | 14,205    | 717,171            | (1,057,618)    | (326,242)               |
| Net Loss for Year                | -             | -         | -                  | (12,763)       | (12,763)                |
| Balance - December 31, 2002      | 142,049,012   | 14,205    | 717,171            | (1,070,381)    | (339,005)               |
| Net Loss for Year                | -             | -         | -                  | (763)          | (763)                   |
| Balance - December 31, 2003      | 142,049,012   | \$ 14,205 | \$ 717,171         | \$ (1,071,144) | \$ (339,768)            |

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

QUIKBYTE SOFTWARE, INC.  
(A Development Stage Company)  
Statements of Cash Flows  
For the year Ended December 31,

Indirect Method

|   | 2003<br>---- | 2002<br>---- | January 26, 1989<br>(Inception) to<br>December 31,<br>2003<br>---- |
|---|--------------|--------------|--|
| <b>Cash Flows from Operating Activities:</b>                                  |              |              |  |
| Net Loss  | \$ (763)     | \$ (12,763)  | \$(1,071,144)  |
| Stock issued for services   | -            | -            | 160,100  |
| Depreciation and amortization   | -            | -            | 53,516   |
| Write down of computer software   | -            | -            | 173,358  |
| Adjustments to reconcile net loss to net cash used<br>by operating activities |              |              |  |
| Increase in accounts payable and accrued expenses                             | -            | 12,000       | 84,303   |
| Increase in interest payable  | 763          | 763          | 9,155  |
| Increase in salaries payable  | -            | -            | 236,773  |
|   | -----        | -----        | -----  |
| Net Cash Used by Operating Activities   | -            | -            | (353,939)  |
|   | -----        | -----        | -----  |
| <b>Cash Flows from Investing Activities:</b>                                  |              |              |  |
| Purchase of property and equipment  | -            | -            | (52,516)   |
| Organizational costs  | -            | -            | (1,000)  |
| Increase in computer software   | -            | -            | (173,359)  |
|   | -----        | -----        | -----  |
| Net Cash used in Investing Activities   |              |              | (226,875)  |
|   |              |              | -----  |
| <b>Cash Flows from Financing Activities:</b>                                  |              |              |  |
| Proceeds from notes payable   | -            | -            | 9,537  |
| Proceeds from stock issuance  | -            | -            | 571,277  |
|   | -----        | -----        | -----  |
| Net Cash Provided by Financing Activities                                     | -            | -            | 580,814  |
|   | -----        | -----        | -----  |
| Net Increase in Cash & Cash Equivalents                                       | -            | -            | -  |
| Beginning Cash & Cash Equivalents   | -            | -            | -  |
|   | -----        | -----        | -----  |
| Ending Cash & Cash Equivalents  | \$ -         | \$ -         | \$ -   |
|   | =====        | =====        | =====  |
| <b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>                       |              |              |  |
| Cash paid for Interest  | \$ -         | \$ -         | \$ -   |
|   | =====        | =====        | =====  |
| Cash paid for Income Taxes  | \$ -         | \$ -         | \$ -   |
|   | =====        | =====        | =====  |

See Accountants Review Report



Quikbyte Software, Inc.  
(A Development Stage Company)  
Notes To Financial Statements  
December 31, 2003

Note 1 - General:

Nature of Business

QuikByte Software, Inc. (the Company) was incorporated on January 26, 1989 under the laws of the State of Colorado, for the purpose of developing and marketing computer software. The Company was primarily engaged in developing Internet commerce solutions and products for businesses and consumers, and raising equity funding. The Company ceased operations in 1992 and has since remained inactive.

Going Concern

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States, which contemplates continuation of the Company as a going concern. The Company has no assets and current liabilities exceed current assets by \$339,768 and \$339,005 as of December 31, 2003, respectively. Also the Company has suffered losses of \$1,071,144 during the development stage.

The future success of the Company is likely dependent on its ability to attain additional capital to develop its proposed products and ultimately, upon its ability to attain future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will attain positive cash flow from operations.

Note 2 - Summary of Significant Accounting Policies:

Basis of Presentation - Development Stage Company

The Company has not earned any revenue from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States.

Estimates

The preparation of 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.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considered all cash and other highly liquid investments with initial maturities of three months or less to be cash equivalents.

Quikbyte Software, Inc.  
(A Development Stage Company)  
Notes To Financial Statements  
December 31, 2003

Note 2 - Summary of Significant Accounting Policies: Continued

Revenue Recognition

Revenue from products and services are recognized at the time goods are shipped or services are provided to the customer, with an appropriate provision for returns and allowances.

Net loss per share

Net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding for the period.

Accrued Salaries Payable

Accrued salaries payable consists of deferred/accrued salaries of officers and employees of the Company for the period December 1989 to December 1991.

Other Comprehensive Income

The Company has no material components of other comprehensive income (loss) and accordingly, net loss is equal to comprehensive loss in all periods.

Federal Income Taxes

The Company accounts for income taxes under SFAS No 109, which requires the asset and liability approach to accounting for income taxes. Under this approach, deferred income taxes are determined based upon differences between the financial statement and tax bases of the Company's assets and liabilities and operating loss carryforwards using enacted tax rates in effect for the years in which the differences are expected to reverse. Deferred tax assets are recognized if it is more likely than not that the future tax benefit will be realized.

Note 3 - Related Party Transactions:

Notes Payable - Shareholders

Notes payable consist of the following at December 31, 2003:

Notes Payable to officer of Company, interest at 8%, due on demand, unsecured \$9,537

Quikbyte Software, Inc.  
(A Development Stage Company)  
Notes To Financial Statements  
December 31, 2003

Note 4 - Income Taxes:

Significant components of the Company's deferred tax liabilities and assets at December 31, 2003 are as follows:

|   | 2003        |
|---|-------------|
| Deferred tax assets:                        |             |
| Net operating loss carryforwards            | \$1,071,144 |
| Valuation allowance for deferred tax assets | (1,071,144) |
|   | -----       |
| Net deferred tax assets                     | \$ 0        |
|   | =====       |

At December 31, 2003, the Company had net operating loss carryforwards of approximately \$1,071,144 respectively for federal income tax purposes. These carryforwards if not utilized to offset taxable income begin to expire in 2010. Utilization of the net operating loss may be subject to substantial annual limitation due to the ownership change limitations provided by the Internal Revenue Code and similar state provisions. The annual limitation could result in the expiration of the net operating loss before utilization.

Note 5 - Capital Stock Transactions:

Private placement

In March 1989, the Company received cash proceeds in the amount of \$35,000 from a private placement of 7,000,000 shares of its \$.0001 par value common stock (\$.005 per share) to Vanden Capital Group, Inc. (Vanden), a business consulting company. In addition, the Company issued 3,000,000 shares of its \$.0001 par value common stock in exchange for the initial, non-refundable \$15,000 fee associated with a consulting agreement. Pursuant to the consulting agreement, Vanden also received certain rights to have the 10,000 shares registered under the Securities Act of 1933. Also in March 1989, the Company received cash proceeds totaling \$2,850 from a private placement of 28,500,000 shares of its \$.0001 par value common stock (\$.0001 per share).

Public Offering

On October 11, 1989, the Company completed a sale to the public of 30,000,000 units (one share of its \$.0001 par value common stock, one A warrant and one B warrant), at \$.01 per unit, for proceeds of \$220,378 (net of offering expenses of \$79,622), pursuant to a Registration Statement filed with the Securities and Exchange Commission under the Securities Act of 1933.

Common stock warrants

During the year ended December 31, 1990, 9,350,000 A warrants and 350,000 B warrants had been exercised resulting in net cash proceeds of \$193,206. As of December 31, 2003, there were no common stock warrants outstanding.

Quikbyte Software, Inc.  
(A Development Stage Company)  
Notes To Financial Statements  
December 31, 2003

Note 5 - Capital Stock Transactions (Cont):

Stock Option Plan

In February 1989, the Company issued 55,500,000 shares of its \$.0001 par value common stock to officers and directors of the Company and another individual in exchange for the assignment of all rights and interests in a computer program which they developed. The contributors incurred at least \$5,500 in research and development costs associated with development of the computer program. The Company has recorded the value of the program at \$0.

Note 6 - Going Concern:

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States, which contemplates continuation of the Company as a going concern. The Company has no assets and current liabilities exceed current assets by \$339,768 as of December 31, 2003.

The future success of the Company is likely dependent on its ability to attain additional capital to develop its proposed products and ultimately, upon its ability to attain future profitable operations. There can be no assurance that the Company will be successful in obtaining such financing, or that it will attain positive cash flow from operations.

Note 7 - Accounting Pronouncements:

In March 2005, the FASB issued FASB Interpretation No. 47, "Accounting for Conditional Asset Retirement Obligations" ("FIN 47"). FIN 47 provides guidance relating to the identification of and financial reporting for legal obligations to perform an asset retirement activity. The Interpretation requires recognition of a liability for the fair value of a conditional asset retirement obligation when incurred if the liability's fair value can be reasonably estimated. FIN 47 also defines when an entity would have sufficient information to reasonably estimate the fair value of an asset retirement obligation. The provision is effective no later than the end of fiscal years ending after December 15, 2005. The Company will adopt FIN 47 beginning the first quarter of fiscal year 2006 and does not believe the adoption will have a material impact on its consolidated financial position or results of operations or cash flows.

In May 2005, the FASB issued SFAS No. 154, "Accounting Changes and Error Corrections" ("SFAS 154") which replaces Accounting Principles Board Opinions No. 20 "Accounting Changes" and SFAS No. 3, "Reporting Accounting Changes in Interim Financial Statements-An Amendment of APB Opinion No. 28." SFAS 154 provides guidance on the accounting for and reporting of accounting changes and error corrections. It establishes retrospective application, or the latest practicable date, as the required method for reporting a change in accounting principle and the reporting of a correction of an error. SFAS 154 is effective for accounting changes and a correction of errors made in fiscal years beginning after December 15, 2005 and is required to be adopted by the Company in the first quarter of 2006. The Company is currently evaluating the effect that the adoption of SFAS 154 will have on its results of operations and financial condition but does not expect it to have a material impact.

Quikbyte Software, Inc.  
(A Development Stage Company)  
Notes To Financial Statements  
December 31, 2003

Note 7 - Accounting Pronouncements:

In June 2005, the Emerging Issues Task Force, or EITF, reached a consensus on Issue 05-6, Determining the Amortization Period for Leasehold Improvements, which requires that leasehold improvements acquired in a business combination or purchased subsequent to the inception of a lease be amortized over the lesser of the useful life of the assets or a term that includes renewals that are reasonably assured at the date of the business combination or purchase. EITF 05-6 is effective for periods beginning after July 1, 2005. We do not expect the provisions of this consensus to have a material impact on the financial position, results of operations or cash flows.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

QUIKBYTE SOFTWARE, INC.

by /s/Reed Clayson  
Reed Clayson, President  
& Sole Director

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities on the dates indicated.

President

Date June 12, 2006

/s/Reed Clayson  
Reed Clayson,

Director

/s/Reed Clayson  
Reed Clayson

CERTIFICATION PURSUANT TO SECTION 302  
OF THE SARBANES-OXLEY ACT

## EXHIBIT 31

CERTIFICATION OF DISCLOSURE PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Quikbyte Software, Inc. (the "Company") on Form 10-KSB (the "Report") for the period ended December 31, 2003 as filed with the Securities and Exchange Commission on the date hereof. I, Reed Clayson Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to section 302 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge and belief:

1. I certify that I have reviewed the 10-KSB of Quikbyte Software, Inc.;

2. Based on my knowledge, the Report does not contain any untrue statement of a material fact or omit 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 the Report;

3. Based on my knowledge, the financial statements and other financial information included in the Report fairly present in all material respects the financial condition, results of operations, and cash flows of the issuer, as of, and for, the period presented in the Report;

4. The small business issuer's, other certifying officers, and I are responsible for establishing and maintaining disclosure controls and procedures (as such term is defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal control over financial reporting as defined in Exchange Act Rules 13a-15f and 15d-15f for the small business issuer and have:

a. Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by other within those entities, particularly during the period in which this Report is being prepared;

b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting, and the preparation of financial statements for external purposes in accordance with generally accepted accounting principals;

c. Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this Report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this Report based on such evaluation; and

d. Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and

5. The small business issuer's, other certifying officers, and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's Board of Directors (or persons fulfilling the equivalent function);

a. All significant deficiencies in the design or operation of internal control over financial reporting, which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize, and report financial information; and

b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Dated: June 12, 2006

Name: Reed Clayson

/s/Reed Clayson

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Position: President



CERTIFICATION PURSUANT TO  
18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Quikbyte Software, Inc. (the "Company") on Form 10-KSB for the period ending December 31, 2003 as filed with the Securities and Exchange Commission on the date hereof (the "Report"). I, Reed Clayson, CFO & CEO of the company, certify, pursuant to 18 USC Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge and belief.

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Reed Clayson

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Reed Clayson, CEO & CFO

Dated: June 12, 2006