STIER DAVID Form 5

February 14, 2011

securities beneficially owned directly or indirectly.

FORM 5

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Check this be	ITIES AND EXCHANGE COMMISSION				OMB Number:	3235-0362					
no longer sul to Section 16 Form 4 or Fo 5 obligations may continue	oject 5. orm ANNU e.	AL STATEMEN	Washington, D.C. 20549 ATEMENT OF CHANGES IN BENEF OWNERSHIP OF SECURITIES				TCIAL	Expires: January Estimated average burden hours per response			
See Instruction 1(b). Form 3 Hold Reported Form 4 Transactions Reported	Filed pursu ings Section 17(a)	ant to Section 16(of the Public Util 30(h) of the Inve	ity Holding	Compan	y Act	of 19		1			
STIER DAVID Symbol SPOT			mbol POT MOBILE INTERNATIONAL				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (Mid	dle) 3. Statemen	(Month/Day/Year)				Clieck an applicable) K Director 10% Owner K Officer (give title Other (specify below)				
950 YONGE 00	E STREET, SUI		.0				VP	P, S, T, CFO			
	(Street)		If Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
ORTH YOR	RK, A6 M2N 6	5K1				_	C_Form Filed by C _ Form Filed by M				
(City)	(State) (Zi	p) Table 1	I - Non-Deriva	itive Secu	rities A	Acquir	ed, Disposed of,	or Beneficiall	y Owned		
(City) Title of ecurity (Instr. 3)	(State) (Zi 2. Transaction Date (Month/Day/Year)	Table	3. Transaction Code	4. Securi Acquired Disposed (Instr. 3,	ties l (A) or l of (D)	r)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year	6. Ownership Form: Direct	7. Nature of Indirect		
.Title of ecurity	2. Transaction Date	2A. Deemed Execution Date, if any	3. Transaction Code	4. Securi Acquired Disposed	ties I (A) or I of (D) 4 and (A) or	r)	5. Amount of Securities Beneficially Owned at end of Issuer's	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
Title of ecurity	2. Transaction Date	2A. Deemed Execution Date, if any	3. Transaction Code	4. Securi Acquired Disposed (Instr. 3,	ties I (A) or I of (D) 4 and (A) or	r) 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired			`		
	· ·				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
					, ,					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title	Number	
						Lacroisdoic	Duic		of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

STIER DAVID

4950 YONGE STREET Â X Â Â VP, S, T, CFO Â

SUITE 900 NORTH YORK, A6Â M2N 6K1

Signatures

David Stier 02/14/2011

**Signature of Pate Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Mr. Stier is a director, officer and shareholder of Blackbird Corporation, a Florida corporation ("Blackbird"). Blackbird owned 10 million shares of Series A Convertible Preferred Stock of the Issuer (the "Preferred Stock"), which shares represented, on an as-converted basis,

- (1) 80% of the issued and outstanding shares of Common Stock of the Issuer. Upon the filing of the of the Amended and Restated Certificate of Incorporation of the Issuer on June 7, 2010, the Preferred Stock automatically converted into 520 million shares of Common Stock of the Issuer. Blackbird then distributed the 520 million shares of the Issuer's Common Stock to its exisiting shareholders, on a pro rata basis, on June 7, 2010.
- (2) Blackbird distributed 520 million shares of the Issuer's Common Stock owned by Blackbird to its existing shareholders, on a pro rata basis, on June 7, 2010.
- (3) On October 27, 2010, the Issuer effected a 1-for-30 reverse stock split of its Common Stock, resulting in the reduction of the reporting person's ownership from 17,000,000 shares of Common Stock to 566,667 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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