

eMax Worldwide, Inc.
Initial Disclosure
previous name
eMax Holdings Corporation

Part A General Company Information

Item I

eMax Worldwide, Inc. After 1000:1 reverse- 7-3-09 Cusip # 29078Y 20-0
Name change, eMax Worldwide, Inc. 8-10-07 Cusip # 29078Y 10-1
Formerly: eMax Holdings Corp. until 6-10-07 Cusip # 29078T 10-2
Formerly eMax Corp until 5/14/2004 Cusip # 290784 10-7
Formerly Gateways To Space, Inc 4/2/1999 Cusip #367847 10-0
Formerly Space Wiff, Inc. 4/12/1992 Cusip #

Item II The address of the issuer's principal executive offices.

Utah Corporate Office location

eMax Worldwide, Inc.
1512 S 1100 East, Suite B
Salt Lake City, UT 84105
850-638-3920
<http://www.emaxcorp.com>
info@emaxcorp.com

Mailing Address for Florida Operating Offices of eMax Media Group
1429 Blue Lake Road
Chipley Florida 32428

<http://www.eMaxworldwide.com>,, <http://www.eMaxcorp.com>

Investor Relations Corporate Public Relations

Phone: (407) 788-0123
Contact: James Meadows
Email: www.brokerrelations.com

Item III The jurisdiction(s) and date of the issuer's incorporation or organization.
Provide the issuer's jurisdiction(s) of incorporation or jurisdiction(s) of organization (if the issuer is not a corporation) and the date on which it was incorporated or organized.

The company's State of Incorporation is in UT United States. The company was first incorporated in 1989 in the State of Delaware and then Changed its domicile from State of Delaware on June 10, 2007 by way of reverse merer into a Utah corporation, Gold Rush Investments Corp.

Item IV The name and address of the transfer agent*.

Transfer Agent
National Stock Transfer, Inc.
1512 S 1100 East, Suite B
Salt Lake City, UT 84105
Contact: Kay Galster
Tel: 801-485-7978
Registered under the Exchange Act

Item V The name and address of the issuers corporate attorney is:
Law office of M.A Andrade 900 Cherry Street, Suite 3 Denver Colorado 80246
303-779-4800 phone

Item VI The name and address of the issuers corporate securities attorney is:
McMullen and Associates, Don Brown
10701 McMullen Creek Parkway
Charlotte NC 28226
Don Brown
704-542-2525

Item VII The nature of the issuer's business.
In describing the issuer's business, please provide the following information:

A. Business Development. Describe the development of the issuer and material events during the last three years so that a potential investor can clearly understand the history and development of the business. If the issuer has not been in business for three years, provide this information for any predecessor company. This business development description must also include:

1. The Issuer is a Corporation.
2. The Issuer was organized in 1989
3. The issuer's fiscal year end date is December 31, 2009
4. The Issuer has not been in bankruptcy or receivership.
5. any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;

History of Company's Formation

On December 30, 1988 the Company merged into Space Wif, Inc., a California corporation, and thereafter, on February 7, 1989 changed its name from Fairfield Capital Corporation to "Space Wif Corporation." On March 10, 1989 the Company changed its domicile from Colorado to Delaware as the result of a shareholder-approved exchange of shares between the Company and its wholly-owned Delaware subsidiary, Space Wif Corporation. Finally, effective May 1, 1992, a further name change occurred from Space Wif Corporation to its current name, Gateways to Space, Inc., The new cusip number was changed to 367847 10 0

9. any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

Historical Events

Effective May 1, 1992 the Board of Directors approved a 1 for 50 reverse stock split of all outstanding shares of \$.001 par value common stock. The Board also approved the reduction of authorized shares of common stock from 300,000,000 to 100,000,000 shares.

On April 2, 1999, pursuant to a Purchase Agreement (the "Agreement") among Entertainmax, Inc., a Florida corporation ("eMax"), and certain security holders of the Registrant (hereinafter such security holders are referred to as the "Shareholders"), the following occurred:

- (a) Louis Karabachos, Kathy L. Desmond, Kathy Desmond Karabachos, Kara Group Holdings, Inc., Kara Group Inc., and certain other persons affiliated with the foregoing persons, the Shareholders, sold to eMax 23,987,711 shares of the Registrant's common stock, \$.001 par value (the "Common Stock"), 600 shares of the Registrant's Class A preferred stock, \$.001 par value, 500,000 shares of the Registrant's Class B preferred stock, \$.001 par value, and 7,100,000 warrants to purchase shares of Common Stock (all of the foregoing, the "Purchased Securities");
- (b) eMax paid consideration of \$25,000.00 in cash for the Purchased Securities; and
- (c) Louis Karabachos and Kathy L. Desmond agreed to resign their positions as officers and directors of the Registrant, to terminate any employment agreements between each of them and the Registrant, and to waive all claims against the Registrant, including but not limited to any rights to receive any and all severance benefits for stock, outstanding fees and claims for past salaries or claims for issuance of the stock of the Registrant upon any subsequent termination of employment.

On March 29, 2000 the Company changed its name from Gateways to Space, Inc. to eMax Corporation, with the State of Delaware and reversed its capital stock ten to one, and appointed a new board of Directors as the result of a shareholder-approved consents. The issuer was granted then a new ticker symbol from GWTS to eMax . The company's cusip number was changed from 367847 10 0 to 290784 10 7. At that time the total authorized capital was modified by way of a reverse stock split 10 to one to change the number of common shares from 73,155,338 to 7,315,533

On May 27, 2004 the Company changed its name from eMax Corporation to EMAX Holdings Corporation with the State of Delaware and reversed its capital stock fourteen to one, and appointed a new board of Directors as the result of a shareholder-approved consents. The issuer was granted then a new ticker symbol from EMAX to EMXC . The company's cusip number was changed from 290784 10 7 to 2907T102. At that time the total authorized capital was modified by way of a reverse stock split 14 to one to change the number of common shares from 98,984,533 to 7,070,324. The company's authorized common stock was also changed from 300,000,000 to 50,000,000 and the par value of their common stock was changed to from \$.001/share to \$.000001/share

On April 30, 2007 Artists Innovations Corporation, a Utah company ("Artists"), and eMax Media Group, Inc., a company partly owned by eMax Holdings Corporation, a Delaware corporation

("eMax"), entered into a licensing Agreement for the marketing and exploitation rights to media, and technology rights . (the "Licensing Agreement") On May 2, 2007, the respective Boards of Directors of Artists and eMax and the holders of a majority of the issued and outstanding shares of common stock, \$.000001 par value, approved and adopted the Licensing Agreement. The licensing agreement from Artists Innovations for all non exclusive marketing rights to the media, entertainment and technology rights was for a value of and wherein there was caused to be issued an aggregate of 8,310,800 eMax MEDIA GROUP, Inc. Shares of Preferred Stock, with a stated value of \$1.00 per share of its \$0.000001 par value preferred stock, and convertible into 103,885,000 shares of common stock in eMax Holdings Corporation in exchange for certain licensing rights more fully described in the Agreement valued at \$ 8,310,800 and with 103,885,000 shares of eMax Holdings Corporation; at a stated value of a ten day average trading price of \$.08 per share of common stock to be and is being issued for the consideration of the rights

On May 8, 2007 the Issuer entered into a reverse merger agreement with Gold Rush Investment Corporation, a Utah corporation ("GoldRush"), and eMax Holdings Corporation, a Delaware corporation ("eMax"), entered into an Agreement and Plan of Merger (the "Merger Agreement") providing for the acquisition of eMax by GoldRush through the merger (the "Merger") of eMax into GoldRush. Gold Rush Investments Corporation was filed in the state of Utah on March 26, 2007 with 100,000,000 shares of common stock authorized and with 40,000,000 shares of Preferred Stock. On May 2, 2007, the respective Boards of Directors of GoldRush and eMax approved and adopted the Merger and the Merger Agreement. On May 2, 2007, the holders of a majority of the issued and outstanding shares of common stock, \$.01 par value, of eMax agreed to approve and adopt the Merger Agreement. On May 2, 2007, the holders of a majority of the issued and outstanding shares of common stock, \$.001 par value, of GoldRush and the holders of a majority of the shares of Gold Rush Common Stock and stock not issued by GoldRush to eMax or any of its affiliates voting voted to approve the Merger. The Merger was consummated and became effective as of the close of business on June 8, 2007, when Articles of Merger of eMax with Goldrush were filed with the Department of State of the State of Delaware and the State of Utah. As a result of the Merger, Gold Rush Investments Corporation is the survivor of the merger, Gold Rush Investments Corporation name was changed to eMax Worldwide, Inc. and eMax Holdings Corporation is scheduled to be dissolved in the State of Delaware. The effective record date of the event was scheduled for June 10, 2007. Upon consummation of the Merger, each one share of eMax Holdings Corporation Common Stock was converted into the right to receive share of common stock in Gold Rush Investments Corp (par value \$0.000001 per share).

Before the reverse merger listed above the Utah corporation Gold Rush Investments Corp acquired the operating Florida corporation, Gold Rush Investments Inc.

On April 12, 2007, Gold Rush Investment Corp., a Utah corporation ("Gold Rush Utah"), and Gold Rush Investments Inc., a Florida corporation ("Gold Rush Florida"), executed a Stock Exchange Agreement and Plan of Merger (the "Merger Agreement") providing for the acquisition of Gold Rush Florida by Gold Rush Utah through the merger (the "Merger") of Gold Rush Florida into Gold Rush Utah. The Merger was executed on April 12, 2007 and became effective as of the close of business on June 8, 2007, when Articles of Merger of Gold Rush Florida with Gold Rush Utah were filed with the State of Florida Division of Corporations and the State of Utah's Division of Corporations. As a result

of the Merger, Gold Rush Utah. is the surviving corporation of the merger. Gold Rush Florida name was changed to eMax Finance as a wholly owned division of Gold Rush Investments in Utah. The merger was approved by the holders of a majority of the issued and outstanding shares of common stock of both companies.

On April 12, 2007, the Issuer undertook to set aside 103,885,000 restricted shares of common stock valued at 0.08/share in respect of the acquisition of 8,310,800 shares of common stock valued at \$1.00 /share of eMax Media Group, Inc. ;and in preparation of eMax Media Group being spun off as its own publicly trading company. These shares have been issued and are being held in trust with the transfer agent

On June 15, 2007, the issuer set aside a total of 105,099,470 restricted shares of common stock for the distribution of shares due to shareholders from the record dividend date of May 15, 2007. These shares have been issued and are being held in trust with the transfer agent for current distribution to the issuer shareholders. These shares carries a book value of \$.02/share

On June 15, 2007, the issuer set aside a total of 81,405,248 restricted shares of common stock for the distribution of shares due to shareholders from the record dividend date of June 15, 2007. These shares have been issued and are being held in trust with the transfer agent for current distribution to the issuer shareholders. These shares carry a book value of \$.02/share

In November of 2007 the company's partly held company eMax Media Group signed a short term lease to rent some property at 101 E Green Street Perry Florida 34288 . The term of the lease was terminated on August 2008 and the locks were changed and keys were sent back to the owner of the property. The company paid the owner 10,000,000 shares of common stock. in the company in exchange for that short term lease and the total consideration for those shares was \$ 12,500 and paid in year 2008.

Also in August of 2008, the company signed a short term contract to lease the property located at 1212 Main Street Wildwood Florida 32812. This lease was terminated on March 2009 when both Landlord and Tenant could not effectuate the lease due to the fact that the buildings on the property was unusable due to a fire that transpired on the property in September of 200. EMAX never could take formal possession of the property in Wildwood Florida. The company however did issue to Euro American Finance 20,800,000 shares for the benefit of using the address for the company and that value equates to \$39,880.

7. Subsequent Events.

In Year 2008 the company issued 3,000,000 shares of stock to the three directors in satisfaction of accrued services totaling \$3390 to finish paying what is owed for their services for the year 2008

Change of capitalization

On July 4, 2008, The total authorized capital was modified by increasing the authorized shares from

500,000,000 shares of stock to 1,400,000,000 shares of common stock and with a par value of \$0.000001 per share.

On August 8, 2008, The company was also issued a new Cusip number at that time. The new cusip number for EMAX Worldwide, Inc. is 29078Y 101. The company is still awaiting Nasdaq to change the name of the company in the market and issue a new trading symbol .

In Year 2008 the company Transfer Agent thoroughly issued the shares below according to Board of Directors minutes from July of 2007 when the company was consolidated and situated for future growth in four distinct operation companies and as further outlined below :

In year 2008 for investments made by company on June 15, 2007, the Issuer undertook to reverse merge it's company into a Utah corporation which had 48,437,500 restricted shares of common stock issued and outstanding. The company agreed to merge EMAX Holdings Corporation with a then 393,775,562 shares issued and outstanding and the company agreed to merge with the understanding that EMAX Holdings Corp common stock carried at valued of \$0.08/share; and in respect of the acquisition of 100% of the shares of common stock valued at in EMAX. This event in 2007 when completed, changed the companies domicile from Delaware to Utah .

In year 2008 for investments made by company on April 12, 2007, the Issuer undertook to place in reserve 103,885,000 shares to exchange at a later date for a dividend distribution to the company shareholders. The shares are set in escrow for the spin off process of eMax Media Group as its own publicly trading company. The company shares of common stock carried at valued of \$0.08/share; and in respect to the exchange of shares of stock in EMAX Media Group and carries a book value of \$8,310,800

In January, and April of 2008 the company Transfer Agent thoroughly issued the shares below according to Board of Directors minutes from July of 2007 when the company was consolidated and situated for future growth in four distinct operation companies and as further outlined below :

In year 2008 for investments made by company on June 15, 2007, the Issuer voted by Board of Directors approval to issue as investment 100 million restricted shares of common stock, valued at \$.028- 0.0011/share, into the partly held company eMax Media Group, Inc. These shares have been issued and are being held in trust with the transfer agent and are controlled by the company and under the direction of the management and Board of Directors. The total shares value is \$240,800

In year 2008 for investments made by company on June 15, 2007,, the Issuer voted by Board of Directors approval to issue as investment 100 million restricted shares of common stock, valued at \$.028- 0.0011/share into the partly held company eMax Networks Group, Inc. These shares have been issued and are being held in trust with the transfer agent and are controlled by the company and under the direction of the management and Board of Directors, The total share values is \$ 240,800

In year 2008 for investments made by company on June 15, 2007 the Issuer voted by Board of Directors approval to issue as investment 110 million restricted shares of common stock, valued at \$.028- 0.0011/share, to the partly held company eMax Technology Group, Inc. These shares have been

issued and are being held in trust with the transfer agent and are controlled by the company and under the direction of the management and Board of Directors. The total shares value is \$ 179,800

In year 2008 for investments made by company on June 15, 2007 the Issuer voted by Board of Directors approval to issue as investment 60 million restricted shares of common stock, valued at \$.028- 0.0011/share, to the partly held company eMax Technology Group, Inc. These shares have been issued and are being held in trust with the transfer agent and are controlled by the company and under the direction of the management and Board of Directors. The total shares value is \$ 131,000

In year 2008 for investments made by company on June 15, 2007, the Issuer voted by Board of Directors approval to issue as investment 90 million shares of restricted shares of common stock, valued at \$.028- 0.0011/share into the partly held company Gold Rush Investments and for the benefit of the Katrina Re-Development projects. These shares have been issued and are being held in trust with the transfer agent and are controlled by the company and under the direction of the management and Board of Directors. The total shares value is \$ 170,600

On January 25, 2009, The Seller, E and A Enterprises Trust Corp canceled the contract signed On July 8, 2008, pursuant to a Purchase Agreement (the "Agreement") among Slavoljub Stefanovic (Stefanovic) and E and A Enterprise Trust ("E and A"), and certain security holders of the Registrant (hereinafter such security holders are referred to as the "Shareholders"), the following occurred:

(a) E and a Enterprises Trust Corp has now canceled the sale to Stefanovic of 64,000,000 shares of the Registrant's common stock, \$.0001 par value (the "Common Stock"), (all of the foregoing, the "Purchased Securities"); and 75,000,00 warrants

(b) Stefanovic paid consideration of \$640.00 in cash for the Purchased Securities; and was contractually obligated to pay off corporate liabilities; which he did not do

(c) Roxanna Weber was re-appointed as President and Chairman of the Board by majority vote of the Board of Directors and retains her position of Secretary of the company.

As a result of the cancellation of the closing of the Agreement, between E And A Enterprises, Inc. and Slavoljub, Roxanna Weber currently now controls approximately fifty percent , (52%), of the 1,378,065,364 issued and outstanding shares of the Registrant. Over Seven hundred and thirteen million shares are held in trust by the company for numerous investment interests in several companies, dividends and warrants. The cancellation was due to the fact that Mr. Stefanovic could not close the contract escrow agreement which called for certain capital costs to be paid in full including the costs of preparing and mailing the dividends owed to shareholders of the company.

The cancellation of the Exchange Agreement was initiated by the seller of the shares and as outlined in the purchase agreement and as adopted by the unanimous consent of the Board of Directors of EMAX and approval by the consent of the shareholders of EMAX was not required.

On December 31, 2009 the company Board of Directors has agreed for 144 shares to be issued at the end of the year to retire the accrued salaries owed to the officers and directors of the company for a total amount of \$418,750.(\$ 293,750 for year 2009 and \$125,000 that is owed for 2008). The shares are to be issued at a price per share of \$.10/share and equals 4,187,500 common shares to be issued.

On December 31, 2009 the company Board of Directors has agreed for 144 shares to be issued at the end of the year and to retire the accrued notes payable to the related parties and for a total amount of \$91,000.and which is for 2009). The shares are to be issued at a price per share of \$.10/share and equals 910,000 common shares to be issued.

Any pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization; See Below

FIRST DIVIDEND

YEAR: 2003

Div: Spin off; One share Freedom Entertainment Inc issued for every 9 Common shares in eMax Corporation

Ex-Date: March 15, 2003

Pay Date: February 19, 2010

Record Date: March 18, 2003

These shares will now be reissued in the partly owned company eMax Media Group, Inc. and which is going public.

On April 24, 2004, the company changed its name from eMax Corporation to eMax Holdings Corp and the total authorized capital was modified by way of a reverse stock split 14 to one to change the number of common shares from 98,984,5333 to 7,070,324 and the authorized number of shares was changed to 50,000,000 common shares with a par value of \$0.0000001 per share. The cusip number for the company was changed from 290784 10 7 to 290784 10 2

SECOND DIVIDEND

YEAR: 2005

Div: Spin off; One share of EntertainMax Inc issued for every 3 Common shares in eMax Holdings Corporation

Ex-Date: March 15, 2005

Pay Date: February 19, 2010

Record Date: March 18, 2005

These shares will now be reissued in the partly owned company eMax Media Group, Inc. and which is going public.

THIRD DIVIDEND

YEAR: 2007

After the acquiring the licensing rights form Artist Innovations Inc., For every shareholder that held

shares on May 15, 2007, their dividend issuance will be one for each 1.84 common shares held, not 1 for 2, as originally announced in May of 2007, an eight percent gain.

Div: One share eMax Holdings Corporation issued for every 1.84 Common shares held in eMax Holdings Corp.

Ex-Date: May 12, 2007

Pay Date: February 19, 2010

Record Date: May 15, 2007

On May 18, 2007, the total authorized capital was modified by increasing the authorized shares from 100,000,000 shares of stock to 900,000,000 shares of common stock and with a par value of \$0.000001 per share.

FOURTH DIVIDEND

YEAR: 2007

On June 15, 2007 Record date for one new share in EMXC for each 3.52 shares held in company as of record date June 15, 2007

Div: One share of eMax Worldwide, Inc. shares issued for each 3.52 Common shares held in eMax Holdings Corporation

Ex-Date: June 12, 2007

Pay Date: February 19, 2010

Record Date: June 15, 2007

On July 4, 2008, The total authorized capital was modified by increasing the authorized shares from 500,000,000 shares of stock to 1,400,000,000 shares of common stock and with a par value of \$0.000001 per share.

On August 8, 2008, The company was also issued a new Cusip number at that time. The new cusip number for EMAX Worldwide, Inc. is 29078Y 101. The company is still awaiting Nasdaq to change the name of the company in the market and issue a new trading symbol .

On April 6, 2009, the total authorized capital was modified by way of a reverse stock split 1000 to one to change the number of common shares from 1,378,065,364 to 1,378,065 shares of common stock and with a par value of \$0.000001 per share. The company was also issued a new Cusip number at that time. The new cusip number for EMAX Worldwide, Inc. is 29078Y 20-0 was issued June 2009

11. any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

None.

B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:

1. the issuer's primary and secondary SIC Codes;

Primary SIC — Industry Classification

8071 – Video Production

6719 – Holding Company

2. If the issuer has never conducted operations, is in the development stage, or is currently conducting operations;

The Issuer is not a Development Stage Company.

3. If the issuer is considered a “shell company” pursuant to Securities Act Rule 405;

The Issuer is not considered a Shell Company. It is a operating holding investment company

4. The names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement;

About eMax Worldwide, Inc

In year 2008 the company changed its name from eMax Holdings Corporation to eMax Worldwide, Inc. The Company is subject to government public trading regulations as required by the Securities and Exchange Commission and their trading exchange Pinksheets.com.

Currently the company is working towards becoming fully reporting and in the near term move up to another Nasdaq trading board such as Small Cap listed.

The primary focus of eMax Worldwide, Inc

eMax Worldwide, Inc. recently consolidated several operating division and changed its objective from being just a holding investment company and changed its name from the previous name of eMax Holdings Corporation., and their ticker symbol is to be changed but is still trading under the ticker symbol (OTC: PINK:EMXC). eMax Worldwide, Inc. <http://www.eMaxcorp.com>, is a diversified holding company investing in multimedia, family entertainment, broadcasting, communications, high-end technologies, electronics, real estate and finance industries through four companies, eMax Media Group, eMax Technology Group, eMax Networks Group, and eMax Finance, Inc.. These six operating areas offer technology-driven, high-quality products and services focusing in real estate acquisition & development, music concerts and live show events, pre-recorded music and videos, outdoor sports and special events, feature film and television programming production, and the sales of software and IT technologies, real estate, new media and energy technologies and finance industries. Each company has increased their asset base through acquisitions and establishing additional alliances resulting in higher profit margins.

Item VI The nature of products or services offered.

The partly held companies of the holding company is the entities which revenues are generated. eMax Media Group, Inc., eMax Networks Group, eMax Technology Group, Inc., and eMax Finance, Inc, are partly held companies and are invested into by the issuer with capitalized shares for minor stock positions held in their companies.

eMax MEDIA GROUP, INC.

eMax Media Group is composed of three divisions eMax Music, eMax Productions and eMax Studios and eMax Productions

eMax Media Group is a global music, multimedia, entertainment and broadcasting company that offers high-quality products and services focused in the areas of pre-recorded music, feature film and TV production, concert and sports events, and merchandising. eMax Media Group is a newly formed subsidiary. Recently eMax acquired the exclusive marketing and licensing rights held by Artist Innovations to market, sell or sublicense music libraries, video game rights and video marketing rights. http://www.eMaxcorp.com/e_media.html

eMax MUSIC

eMax MUSIC'S principle business is the publishing, production and wholesale distribution of pre-recorded music in the form of CD's, Cassette Tapes, and www.eMaxcorp.com/music.html
eMax PRODUCTIONS attends and promotes numerous outdoor sports and Special Events. The Company receives revenue from the rental of vendor spaces, admission receipts, motorcycle accessory and parts sales, food, beverage and merchandise sales. <http://www.eMaxcorp.com/freedom/index.htm>
eMax STUDIOS manages all feature film production, television specials and program production and home video activities. www.eMaxcorp.com/eMaxstudios.html, www.eMaxcorp.com/eMaxnet.html
The founders and managers of E and A Enterprises

The founders of eMax Media Group in 2007 licensed marketing rights to entertainment and media assets and rights to recorded music and software libraries assets owned by their companies. Those companies: eMax Entertainment, Inc. and eMax Music International, Inc. originally licensed to eMax Alive those rights and those rights include a music library valued at over \$124 million USD. The library includes multiple hits by Pop, Rock N Roll, Country, Classical and Jazz greats. These assets are now managed under the division eMax Music. eMax owns worldwide rights to music master recordings. The music library is quite unique in that the master recordings are the "creme de la creme" of popular music titles from the 1940's era through the 1990's. The catalog includes songs performed by such legends as the Platters, Alabama, Marvin Gaye, Jerry Lee Lewis, the Drifters, Kenny Rogers, Chicago, Ray Charles, The Platters, Little Richard and many other widely recognized names.

eMax Media Group is a diversified multi-media technology/internet entertainment content company which owns, develops, produces and sells music, gifts, events, music cassettes and CD's, videos, t-shirts and collectibles for distribution to wholesale and retail markets. Through its acquisitions and strategic alliances, eMax Media Group brings together an award-winning team of professionals from

the entertainment, Internet and high-technology media industries. eMax Media Group's business plan is focused on the creation, development, production and exploitation of both recorded and live music, special events, live action and variety show TV series and soundtracks, toys, Internet related tie-ins, live pay per view broadcast and web casting events. eMax Media Group also intends to participate in revenue generated from the ancillary merchandising of associated products as well as proprietary computer software programs and music publishing related to eMax Media Group's created works. Its relationships with a consortium of affiliate companies, consultants, software programmers, motion picture and television producers, music, video and toy manufacturers, artists, agents, directors and creative staff, strengthen its position in the entertainment and media industry.

eMax Music ("eMax Music") owns certain exclusive and non-exclusive worldwide rights to music, home video and computer game software libraries. The library is quite large, containing more than 9,500 legendary master recordings. These masters are the "creme de la creme" of popular music titles from the 1940s era through the 1990s. The Company's current inventory of master recordings includes a broad range of musical genres including adult contemporary, classical, gospel, blues, rap, reggae, jazz, instrumental, easy listening, big band, swing, Christmas, country, pop, rock & roll, rhythm and blues. The catalog includes songs performed by such legends as the Platters, Alabama, Fats Domino, Jerry Lee Lewis, the Drifters, Kenny Rogers, Chicago, Ray Charles, Louis Armstrong, Tony Bennett, Jerry Lee Lewis, Gladys Knight and the Pips, Frank Sinatra, Bobby Darin, Ray Charles, Nat King Cole, Bing Crosby, Carl Perkins, Duke Ellington, Ella Fitzgerald, Marvin Gaye, George Gershwin, Bill Haley's Comets, Billie Holliday, The Jackson Five, Frankie Lane, Glenn Miller, and Ray Peterson, and many other widely recognized names. eMax Music's principal business is the publishing and wholesale distribution of pre-recorded music in the form of CDs, cassette tapes, & other entertainment related products. It also distributes video tapes, DVDs, & entertainment related products. It was founded to produce compositions of such types of music as gospel, adult contemporary, country, top 40, blues, rock, instrumental, rock & roll, Latin, jazz, pop, classical, easy listening, big band, & R&B. All music will be recorded, manufactured, & distributed by eMax Music. The music CDs & cassette tapes will be distributed through such traditional and internet retail stores such as Wal-Mart, Target, Amazon, & other large organizations and global networks. Certain selections will be marketed as collector sets & sold via TV commercials & the internet. EMAX Music in the process of releasing 21 new collector CDs featuring music from the 50's, 60's, 70's, & 80's.

eMax Studios

eMax Studios. eMax Studios plans to build a studio facility production complex which maintains state of the art equipment and technologies. The studio will produce video, television, motion picture and DVD. eMax Studios manages TV Special production and distribution, feature film production, & home video activities. It is producing a new family variety shows featuring legendary recording artists & celebrities. It owns the rights to distribute 800+ videos, & the rights to 300 computer games.

eMax Studios also holds manages all interest to internet, satellite communications, and broadcast network holdings and companies. eMax Media owns all rights to the Internet companies, eMaxnet.net, emaxtv.com, and emaxnews.com, and eMaxmusic.com and all other broadcasting and internet network activities of eMax Media Group, Inc.

eMax Productions

eMax Productions in the past has produced and promoted motorcycle and hotrod sporting events and concerts throughout the United States. The founders of eMax Productions and previously named Freedom Entertainment, have had success for the past 14 years selling motorcycles, parts, accessories, novelty T-shirts, vendor spaces, food, beverages, advertising sponsorships and other products. eMax Productions has used several show truck and trailers that generate substantial profits from the sale of t-shirts and other event novelties at the events. eMax Productions has recently participated in numerous Daytona Beach Bike Week and Biketoberfest events in Daytona Beach Florida, in addition to events in Myrtle Beach, South Carolina and Montreal Canada and over 11 Grand National Drag Racing events throughout the US and Canada

The three divisions are dedicated to the redefinition of the artists' role in the entertainment industry. eMax Media Group will accomplish its goals through cooperative acquisition, development, publishing, distribution, & broadcast of quality audio & video entertainment. It is building a worldwide digital & broadcast multimedia conglomerate through mergers & acquisition to launch a 24-hour broadcast network showcasing all family valued entertainment. It will license its programming to satellite, Internet, & cable broadcast networks directly competing with the major networks.

eMax Media is developing alliances with well known electronic manufacturers to sell music bundled with their hardware. It is working to open a full media production & post-production facility in Florida. It will utilize these channels to license, market, &/or distribute their music, video and software game content.

eMax MEDIA GROUP Management

Charles ("Chuck") C. Weber, President and Chairman

Mr. Chuck Weber serves as the Company's Chief Executive Officer and the President. A veteran of more than five decades in the entertainment industry, Mr. Weber is the founder of eMax Media Group, Inc, eMax Entertainment and eMax Music International. Mr. Weber also founded and operated "International Entertainment Agency", a full-service artist management agency, for 25 years. Together with others, he is the co-founder of ROC-CO Records, Linthicum Music, and Me-Too Records. Mr. Weber was the Executive Producer of "Solid Gold Reunion," the largest revue of early Rock and Roll legends on one stage. Mr. Weber was also the Executive Producer for the live concert segments for "The United States 200th Birthday Celebration, under President Ford's administration." His productions include the "Memories" and "Vintage Rock" TV and video series. Chuck Weber brings to the company over 50 years experience in the areas of music and TV production, publishing, management, and distribution. From 1969-2002 Chuck worked with internationally acclaimed music Composer Otis Blackwell. In 1976 Chuck, Otis and Ray Smith founded record label Roc-co Records. Otis recorded and produced 20 songs which he had wrote and those songs included "Don't Be Cruel", "Return to Sender" "Handy Man", "Great Balls of Fire", "All Shook Up". From a young man Chuck had the good fortune to work with some of the most successful songwriters of all time in the world. These songwriters included, Charley Singelton, Jessie Stone, and Billy Dawn. Jessie Stone wrote "Shake Rattle and Roll", and "Rock around the Clock" and many more. Charley Singelton wrote "Strangers in the Night", "Spanish Eyes", and others.. Chuck's career has gave him the good fortune to meet and work along

with recording artists and legends such as Elvis Presley, Bob Hope, Jerry Lee Lewis, Brenda Lee, The Turtles, Rudy Vali, The Platters, Lou Christie, Bobby Vee, Tiny Tim, Johnny Maestro, Johnny and Santo, Ray Peterson, Ronnie Dove, Jimmy Velvet, The Cadilacs, the Moonglows, Gladys Knight and Pips, Dinah Ross, Stevie Wonder, Liberace, Billie Joel, Tanya Tucker, Waylon Jennings, Dolly Parton, Neil Diamond, Smokey Robinson and so many countless others. From 1957- until the 1990's Chuck had helped with the personal management of recording teen idols such as Ray Peterson, Jimmy Velvet, and Ronnie Dove. Mr. Weber has also owned several business in his past that gave him tremendous experience operating restaurants, nightclubs, and yacht clubs.

Geraldo Bernard- President eMax Records and Director

Gerardo Bernard is a strong executive with senior management expertise in all facets of the entertainment business with over 25 years of experience in the music, recording, and international television industries. Mr. Bernard has managed and been involved in the careers of many recording Artists, most notably Donna Summer, Chaka Kahn, Pretty in Pink, and A=440 He became involved with Donna Summer at the beginning of her stellar career and stayed with her for over 20 years assuming a myriad of responsibilities including organizing and directing her tours both domestically and internationally, managing attorneys, business managers, publicists, and agents as well as producing many of her concerts.

Mr. Bernard lived the genius of the marketing explosion of major acts like Kiss, Donna Summer, and the Village People, all very successfully marketed and promoted with cutting edge promotional concepts. Mr. Bernard has high-level contacts through the entertainment industry including major labels with strong ties with Neil Bogart and Casablanca Records, Sony, and PolyGram to name a few. He also has close relationships at the foremost talent agencies such as the William Morris Agency and CAA. Mr. Bernard pioneered direct response television advertising in Latin America as President of Home Shopping Network's Latin America and Caribbean division. In this capacity he created a new programming format in Spanish for HSN, making deals with broadcast television networks throughout Latin America and the Caribbean. Mr. Bernard has produced shows all around the world – including concerts tours for major artists in large venues as well as more theatrical productions such as The Power Rangers, an international tour with a cast of over 60 people. He also assisted Robert Evans produce the “Power of Faith” a cinematic biography of Pope John Paul II. Mr. Bernard's experience and contact base provide a unique blend of skills that build a strong foundation for the management of artists, production and distribution of entertainment products, and the sale of entertainment products utilizing direct response television.

Paul Curcio VP of eMax Procuitions

Music is in Paul Curcio's blood! In the early days of “Rock and Roll” Paul was active in the business of music; not just content with playing guitar in a high school rock and roll band he began producing “dances” in smallest venues as Knights of Columbus halls in South Florida, promotion was accomplished with mimeographed fliers and relied heavily on word of mouth.

While living in Miami in the early sixties and attending the University of Miami, Paul played guitar on the first albums by, Sam and Dave, which were released on Roulette Records and produced by top rhythm and blues producer, Steve Alaimo. During the mid-sixties, Curcio was a founding member of the his west coast pop rock band, “THE MOJO MEN”, WHO RECORDED A STRING OF CHART RECORDS FOR, Autumn Records, Warner Bros./Reprise, (Sit Down I Think I Love You). He

appeared on thirty national shows during the sixties such as, The Pat Boone Show, American Bandstand (four times), Mike Douglas, Dick Clark'Where the Action Is, Lloyd Thaxson, Sam Riddles: Ninth Street West and Shindig. In 1968 foreseeing a need for a state of the art MULTI-TRACK recording studio facility in San Francisco Bay area, he founded Pacific Recording Studios. MULTI-TRACK recording studios were available in Los Angeles but none in the SF bay area. Also, the first 16 track recording machines were being manufactured in close by Redwood City by Ampex Corporation. Pacific purchased two of these new prototype recorders and for the next ten years, (1968-1978) was one of the most successful studios of it's time being credited with eighteen (18) Gold and Platinum Albums. The first remote 16 track recording session in America was credited to Pacific Recording during this time. During September 1968, Newsweek Magazine did a story on Paul Curcio and Pacific Recording Studios showing them as one of the NEW breed of studios in the world. During this period, Paul began his involvement in record production, being involved in the careers of "The Doobie Brothers", Warner/Brothers Records, "Santana", CBS Records and "Maze featuring Frankie Beverly", Capitol Records to name just a few of the highlights. During 1979 and 1980, seeing that the next wave of recording facilities was moving out of the cities and into the country atmosphere, Paul built a new studio in northern California called, Arrow Recording. During these years Curcio also began promoting Country Concerts. Paul brought the biggest names to Northern California, such as Merle Haggard, Hank Williams, Jr., and Don Williams. In late 1982, the opportunity became available to build a NEW STATE OF THE ART studio complex in Upstate New York, MusicAmericaStudios. Paul and his cousin, who was also in the MOJO MEN, began building a unique recording facility. This studio offered access to an empty 40,000 square foot private club, which contained a couple of very large ballrooms, the studio instantly became a mecca for various up and coming rock bands from New York City and New Jersey shoreline.

eMax Networks Group

eMax Networks Group plans to launch a satellite, TV network, internet, communications and music network to help to change the programs that travel over our radio, TV, internet and wireless networks today. eMax hopes to work towards keeping our airwaves from hearing words of violence, and immorality, and hoping to help put there very uplifting and positive music, TV shows, and internet content. http://www.eMaxcorp.com/e_network.html, and <http://www.eMaxnet.net>.

eMax Networks Group launched its safe family portal, <http://www.eMaxnet.net>, in 2002. eMaxNET is affiliated with hundreds of retailers such as Amazon, Wal-Mart, The Gap, Old Navy, Brooks Brothers, Nordstrom's, Time Life Kmart, Toys "R" US, Target, Disney, BMG Music, HSN, Best Buy, DVD Planet, Circuit City, Sears, A&E Networks, eMusic, Travelocity, Expedia, and many more. The goal of eMax Networks Group is to bring more communications, broadcasting and wireless services into the local community nationwide.

eMax Networks plans to partner with the Washington Holmes Technical Center which is located in Chipley Florida to help train and hire new employees from the local community. Washington-Holmes Technical Center is to provide students with instruction in academic and technical training at competency levels required for employment and/or advancement in existing or potential occupational fields.”

Washington Holmes Technical Center History

The Washington-Holmes Technical Center was established in November 1965, to meet the vocational education needs of Washington and Holmes counties. The Center began classes in August 1967, and has grown from nine programs of study to the present twenty-four programs.

Washington Holmes Technical Center Campus And Facilities

The main campus of the Washington-Holmes Technical Center is located on the west side of the city limits of Chipley, Florida. It is accessible from U.S. Highway 90, State Highway 77 and Interstate 10. The campus consists of 26 acres and 116,164 square feet of buildings.

Washington Holmes Technical Center located at 757 Hoyt Street in Chipley Florida 32428, <http://www.whtc.us>, and has expressed a great interest in working along with the eMax companies .

eMax Technology Group, Inc

Recently eMax Technology Group, Inc. acquired the exclusive marketing and licensing rights held by Artist Innovations, Inc. for many technologies, including artificial intelligence, IT and computer programs. The rights include some secure and niche-market browsers, language translation technologies, and music and video players. eMax Technology Group plans to cross-market and promote a new line of electronic and energy products that includes mobile phones, media players, game players, solar charges and storage devices in association with the eMax media entertainment content. http://www.eMaxcorp.com/e_tech.html. eMax Technolgy plans to market exclusively proprietary eco friendly building supply products and other unique green energy products throughout the US.

eMax Finance Inc.

eMax Finance Inc, , a wholly owned division and originally named Gold Rush Investments and A.K.A. The Gold Rush Network was formed to serve as a real estate and investment development holding company and is actively acquiring and developing new real estate, oil, financial, gas and alternative energy products and properties in the U.S. and Canada. Investors can find current updates and developments at <http://www.eMaxfinance.com> . eMaxfinance.com is a free financial portal that offers current information on stocks, real estate, metals, trading markets and other financial matters. eMax Finance Inc recently committed to invest into real estate investments for the benefit of working together towards the rebuilding of the housing and communities in the Katrina devastated areas in Florida and for the development of affordable housing in Washington and Bay County Florida. eMax Finance has recently transferred the invested ninety million shares of stock that was originally placed in the name of Gold Rush Investments FBO Karina Redevelopment Group for the benefit of a new corporation, Washington Realty Corp, and specifically for the use and for the new business construction activities that will be performed in Washington County Florida. Originally the shares were to be used to rebuild areas of destruction of Hurricane Katrina in New Orleans. However two and three years later the company has agreed to keep all capital investments in the state of Florida , where they have operated for over ten years and where their investments can be kept in their own community. Washington Realty Corp is in an ideal opportunity to rebuild areas that are devastated by hurricanes each year due to its proximity to the Gulf coast area of Panama City and its connecting beach resort properties. In addition, there is a new international airport being built in Bay county, just one county

south of Washington county and there is expected at least 35,000 plus new homes to be constructed in the next five to ten years. Washington Realty Corp is already promoting its services in the counties and surrounding areas as a full service Real Estate investment and construction company, specializing in concrete services mainly currently and investing into affordable housing projects.

About Washington County Florida

Washington County is a rural county that covers approximately 391,040 acres, of which 16,448 are fresh water and 374,592 are land. The population is more than 21,000. The county is found in Northwest Florida, about 50 miles north of Panama City and midway between Pensacola and Tallahassee. Main roads serving the county are I-10, State Roads 77, 79, 20 and US 90. Jackson County, Holmes County, Walton County and Bay County border the county. The county seat is Chipley. The CSX Railroad System runs through Chipley and provides Amtrak service to Jacksonville to the east and Pensacola to the west. Panama City-Bay County Airport and Dothan Municipal Airport provides commercial air service. The Tri-County Airport provides small terminal facilities for light general aviation services. Much of Washington County is uninhabited, with most of the population residing in or around Chipley, Caryville, Ebro, Sunny Hills Vernon, Wausau, and other developments around the county's many lakes. Washington County is centrally located in the Florida Panhandle providing both residents and guests with an array of choices in shopping, church activities, dining, recreational, and employment opportunities. Excellent schools and medical facilities are available. Parks and recreational areas abound in the area. All of this while still retaining the charm of small town and rural living. It is a great place to visit and an excellent place for a family-oriented lifestyle. Also just south of Washington County sits Bay county where a new international airport is being built. Below is an article recently written regarding all the new commercial business that will be developed from the airport's expansion plans.

As quoted "New Airport Puts Panama City on Track for Long-Term Growth on Jun 12, 2009 By: Dees Stribling, Contributing Editor for Commercial Property Executive. "In the Florida panhandle, in particular the Panama City area, a new international airport--under construction, scheduled for completion next year--promises economic stimulation, both in terms of business growth and real estate development. "A new business community will be able to grow around the new airport in a way that's impossible around the existing airport, which is too small and too hemmed in for further expansion," Randall S. Curtis, executive director of the Panama City-Bay County International Airport, told CPN. "But the long-term impact will involve more than development in the immediate vicinity of the airport. The entire region stands to benefit. Indeed, the existing smallish airport--two runways, 6,308 feet and 4,884 feet long, on 745 acres--may have been hindering the area's growth while the rest of Florida has expanded mightily. Bay County is still fairly small, experiencing only modest growth in recent years, with its population expanding from about 127,000 in 1990 to 155,000 now, according to the U.S. Census Bureau. Located on a complex of bays (St. Andrews, West, North and East bays) on the Gulf Coast, the area has access to miles of desirable beaches and other natural amenities, but mainly draws vacationers and second-home buyers mainly from the nearby states of Mississippi, Alabama and Georgia. New airports in other parts of the country, in fact other parts of Florida, also have a history of spurring growth over the long run. The Southwest Florida International Airport opened in Ft. Myers in 1983, and during the 1990s the population of Lee County (county seat, Ft. Myers) grew 31.6 percent, considerably faster than the rest of the state, and the area has continued to grow in the 2000s."

Washington Realty Corp. has to follow normal licensing requirements as it relates to holding a contractors building license or other licenses regarding the services it provides. Currently the company holds a county license. This license includes the right in the state to install concrete foundations and other slab work. The company is currently hiring an employee that has a state license as a building contractor and he will operate the company's new construction oversight and management. Any other licenses that may be needed in the near future will be obtained by the corporation as the licenses are required or the company will subcontract those services to the companies that are licensed, bonded and insured to perform such responsibilities.

Currently the company is evaluating new building product technologies for use and investments which include but is not limited to new forms of green energy productions, biological friendly water systems, and new concrete formation technologies.

6. an estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;

A total of \$5,000USD was expended on research by Washington Realty Corp during 2009, and a further amount of \$7,000 in the first quarter of 2010 is expected.

7. costs and effects of compliance with environmental laws (federal, state and local); and
Not Applicable.

8. the number of total employees and number of full-time employees.

Number of Employees – Consultants – Advisers

12 as of December 31, 2009

Need For Government Approval:

No major governmental approval is needed for any of the company's' divisions or operations

Key Suppliers/Partners:

Each company has their own suppliers on as per need basis. Currently there is no suppliers under contract or partners needed to fulfill the company business activities. Everything is managed in house with current management abilities.

Item VII The nature and extent of the issuer's facilities.

eMax Worldwide, Inc:

eMax Worldwide Inc.'s corporation has shared office presence in Utah with their transfer agent and those facilities are located at 1511 S 100 East, St B Salt Lake City Utah 84105 and Its main facility was for the company Washington Realty Corp and eMax Finance is located at 1429 Blue Lake Road Chipley Florida 32428. Currently the company uses approximately 1000 square feet from Washington

Realty for eMax Media Groups corporate use at no expense.

Plans for growth for the corporation is to build a facility by the spin off company eMax Media Group that will be used for additional corporate offices that may be needed.

Part B Share Structure and Issuance History

Item VIII The exact title and class of securities outstanding.

In answering this item, provide the exact title and class of each class of outstanding securities. In addition, please provide the CUSIP and trading symbol.

Trading Symbol: EMXC.PK

CUSIP number: 29078T 10-2 recently changed to 29078Y 20-0

CIK: 0000830519

Item IX Description of the security.

A. Par or Stated Value. Provide the par or stated value for each class of outstanding securities.

B. Common or Preferred Stock.

1. For common equity, describe any dividend, voting and preemption rights.
2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.
3. Describe any other material rights of common or preferred stockholders.
4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

Common Stock:

Par Value: \$0.0000001

Each share carries 1 vote for any matters requiring shareholder consent.

Series A Convertible Preferred Shares

Par Value \$0.001

Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, after setting apart or paying in full the preferential amount due to Holders of senior capital stock, if any, the Holders of Series A Convertible Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Corporation to the Holders of junior capital stock, including Common Stock, an amount equal to \$1.00 per share [the "Liquidation Preference"]. If upon such liquidation, dissolution or winding up of the Corporation, the assets of the Corporation available for distribution to the Holders of the Series A Convertible Preferred Stock and parity capital stock, if any, shall be insufficient to permit in full the payment of the Liquidation Preference, then all such assets of the Corporation shall be distributed pro-ratably among the Holders of the Series A Convertible Preferred Stock, if any. Neither the consolidation or merger of the Corporation nor the sale, lease or transfer by the Corporation of all or a part of its assets shall be deemed a liquidation, dissolution or winding up of the Corporation for purposes of this Section (c).

Dividends. The Series A Convertible Preferred Stock are not entitled to receive any dividends in any amount during which such shares are outstanding.

Conversion Rights. Each share of Series A Convertible Preferred Stock shall be convertible, at the option of the Holder, into one (1) fully paid and non-assessable shares of the Corporation's Common Stock. The foregoing conversion calculation shall be hereinafter referred to as the "Conversion Ratio".

Conversion Procedure. Upon written notice by the Holder, the Holder shall effect conversions by surrendering the certificate(s) representing the Series A Convertible Preferred Stock to be converted to the Corporation, together with a form of conversion notice satisfactory to the Corporation, which shall be irrevocable. Not later than ten [10] trading days after the conversion date, the Corporation will deliver to the Holder, (i) a certificate or certificates, which shall be subject to restrictive legends, representing the number of shares of Common Stock being acquired upon the conversion; provided, however, that the Corporation shall not be obligated to issue such certificates until the Series A Convertible Preferred Stock is delivered to the Corporation. If the Corporation does not deliver such certificate(s) by the date required under this paragraph (e) (i), the Holder shall be entitled by written notice to the Corporation at any time on or before receipt of such certificate(s), to receive ten (10) Series A Convertible Preferred Stock shares for every week the Corporation fails to deliver Common Stock to the Holder. (ii) Adjustments on Stock Splits, Dividends and Distributions. If the Corporation, at anytime which any Series A Convertible Preferred Stock is outstanding, (a) shall pay a stock dividend or otherwise make a distribution or distributions on shares of its Common Stock payable in shares of its capital stock [whether payable in shares of its Common Stock or of capital stock of any class], (b) subdivide outstanding shares of Common Stock into a larger number of shares, (c) combine outstanding shares of Common Stock into a smaller number of shares, or (d) issue reclassification of shares of Common Stock for any shares of capital stock of the Corporation, the Conversion Ratio shall be adjusted by multiplying the number of shares of Common Stock issuable by a fraction of which the numerator shall be the number of shares of Common Stock of the Corporation outstanding after such event and of which the denominator shall be the number of shares of Common Stock outstanding before such event Any adjustment made pursuant to this paragraph (e) (iii) shall become effective immediately after the record date for the determination of stockholders entitled to receive such dividend or distribution and shall become effective immediately after the effective date in the case of a subdivision, combination or reclassification. Whenever the Conversion Ratio is adjusted pursuant to this paragraph, the Corporation shall promptly mail to the Holder a notice setting forth the Conversion Ratio after such adjustment and setting forth a brief statement of the facts requiring such adjustment. (iii) Adjustments on Reclassifications, Consolidations and Mergers. In case of reclassification of the Common Stock, any consolidation or merger of the Corporation with or into another person, the sale or transfer of all or substantially all of the assets of the Corporation or any compulsory share exchange pursuant to which the Common Stock is converted into other securities, cash or property, then each Holder of Series A Convertible Preferred Stock then outstanding shall have the right thereafter to convert such Series A Convertible Preferred Stock only into the shares of stock and other securities and property receivable upon or deemed to be held by Holders of Common Stock following such reclassification, consolidation, merger, sale, transfer or share exchange, and the Holder shall be entitled upon such event to receive such amount of securities or property as the shares of the Common Stock into which such Series A Convertible Preferred Stock could have been converted immediately prior to

such reclassification, consolidation, merger, sale, transfer or share exchange would have been entitled. The terms of any such consolidation, merger, sale, transfer or share exchange shall include such terms so as to continue to give to the Holder the right to receive the Security or property set forth in this paragraph (e) (iv) upon any conversion following such consolidation, merger, sale, transfer or share exchange. This provision shall similarly apply to successive reclassification, consolidations, mergers, sales, transfers or share exchanges.

(iv) Fractional shares: Issuance Expenses. Upon a conversion of Series A Convertible Preferred Stock, the Corporation shall not be required to issue stock certificates representing fractions of shares of Common Stock, but shall issue that number of shares of Common Stock rounded to the nearest whole number. The issuance of certificates for shares of Common Stock on conversion of Series A Convertible Preferred Stock shall be made without charge to the Holder for any documentary stamp or similar taxes that may be payable in respect of the issuer or delivery of such certificate, provided that the Corporation shall not be required to pay any tax that may be payable in respect of any transfer involved in the issuance and delivery of any such certificates upon conversion in a name other than that of the Holder, and the Corporation shall not be required to issue or deliver such certificates unless or until the person or persons requesting the issuance thereof shall have paid to the Corporation the amount of such tax or shall have established to the satisfaction of the Corporation that such tax has been paid.

Voting Rights. Except as otherwise expressly provided herein or as required by law, The Holders of the Series A Convertible Preferred Stock shall be entitled to no votes per share of Series A Convertible Preferred Stock.

Amendments as Necessary to Authorized Shares of Common Stock. The Corporation covenants that it will, upon being provided written notice by any holder of record of Series A Preferred Convertible stock of their intent to convert their shares of Series A Preferred Convertible to common stock, ensure that the total available amount of its authorized and unissued Common Stock is sufficient for the purpose of issuance of a sufficient number of common shares upon conversion of Series A Convertible Preferred Stock as herein provided, free from pre-emptive rights or any other actual contingent purchase rights of persons other than the Holders of Series A Convertible Preferred Stock. If, at the time written notice of the intent to convert any Series A Convertible Preferred Stock is provided there are insufficient shares of common stock available in Treasury to accommodate the issuance of shares in regards to the conversion, within twenty [20] trading days the Corporation will take such corporate action necessary to increase its authorized shares of Common Stock to such number as shall be sufficient for such purpose. The Corporation covenants that all shares of Common Stock that shall be so issuable shall, upon issue, be duly and validly authorized, issued and fully paid and non-assessable.

Series B Convertible Preferred Shares
Par Value \$0.001

Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Corporation, either voluntary or involuntary, after setting apart or paying in full the preferential amount due to Holders of senior capital stock, if any, the Holders of Series B Convertible Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Corporation to the Holders of junior capital stock, including Common Stock, an amount equal to \$1.00

per share [the "Liquidation Preference"]. If upon such liquidation, dissolution or winding up of the Corporation, the assets of the Corporation available for distribution to the Holders of the Series A Convertible Preferred Stock and parity capital stock, if any, shall be insufficient to permit in full the payment of the Liquidation Preference, then all such assets of the Corporation shall be distributed pro-ratably among the Holders of the Series B Convertible Preferred Stock, if any. Neither the consolidation or merger of the Corporation nor the sale, lease or transfer by the Corporation of all or a part of its assets shall be deemed a liquidation, dissolution or winding up of the Corporation for purposes of this Section (c).

Dividends. The Series B Convertible Preferred Stock are entitled to receive a dividend of (\$.10) per share annually which is cumulative and is payable semi-annually. The dividend payment may at the option of the Corporation be issued as Class B Preferred Stock.

Conversion Rights. Each share of Series B Convertible Preferred Stock shall be convertible, at the option of the Holder, into one (1) fully paid and non-assessable shares of the Corporation's Common Stock. The foregoing conversion calculation shall be hereinafter referred to as the "Conversion Ratio".

Conversion Procedure. Upon written notice by the Holder, the Holder shall effect conversions by surrendering the certificate(s) representing the Series B Convertible Preferred Stock to be converted to the Corporation, together with a form of conversion notice satisfactory to the Corporation, which shall be irrevocable. Not later than twenty [20] trading days after the conversion date, the Corporation will deliver to the Holder, (i) a certificate or certificates, which shall be subject to restrictive legends, representing the number of shares of Common Stock being acquired upon the conversion; provided, however, that the Corporation shall not be obligated to issue such certificates until the Series B Convertible Preferred Stock is delivered to the Corporation. If the Corporation does not deliver such certificate(s) by the date required under this paragraph (e) (i), the Holder shall be entitled by written notice to the Corporation at any time on or before receipt of such certificate(s), to receive ten (10) Series B Convertible Preferred Stock shares for every week the Corporation fails to deliver Common Stock to the Holder. (ii) **Adjustments on Stock Splits, Dividends and Distributions.** If the Corporation, at anytime which any Series B Convertible Preferred Stock is outstanding, (a) shall pay a stock dividend or otherwise make a distribution or distributions on shares of its Common Stock payable in shares of its capital stock [whether payable in shares of its Common Stock or of capital stock of any class], (b) subdivide outstanding shares of Common Stock into a larger number of shares, (c) combine outstanding shares of Common Stock into a smaller number of shares, or (d) issue reclassification of shares of Common Stock for any shares of capital stock of the Corporation, the Conversion Ratio shall be adjusted by multiplying the number of shares of Common Stock issuable by a fraction of which the numerator shall be the number of shares of Common Stock of the Corporation outstanding after such event and of which the denominator shall be the number of shares of Common Stock outstanding before such event Any adjustment made pursuant to this paragraph (e) (iii) shall become effective immediately after the record date for the determination of stockholders entitled to receive such dividend or distribution and shall become effective immediately after the effective date in the case of a subdivision, combination or reclassification. Whenever the Conversion Ratio is adjusted pursuant to this paragraph, the Corporation shall promptly mail to the Holder a notice setting forth the Conversion Ratio after such adjustment and setting forth a brief statement of the facts requiring such adjustment. (iii) **Adjustments on Reclassifications, Consolidations and Mergers.** In case of reclassification of the

Common Stock, any consolidation or merger of the Corporation with or into another person, the sale or transfer of all or substantially all of the assets of the Corporation or any compulsory share exchange pursuant to which the Common Stock is converted into other securities, cash or property, then each Holder of Series B Convertible Preferred Stock then outstanding shall have the right thereafter to convert such Series A Convertible Preferred Stock only into the shares of stock and other securities and property receivable upon or deemed to be held by Holders of Common Stock following such reclassification, consolidation, merger, sale, transfer or share exchange, and the Holder shall be entitled upon such event to receive such amount of securities or property as the shares of the Common Stock into which such Series B Convertible Preferred Stock could have been converted immediately prior to such reclassification, consolidation, merger, sale, transfer or share exchange would have been entitled. The terms of any such consolidation, merger, sale, transfer or share exchange shall include such terms so as to continue to give to the Holder the right to receive the Security or property set forth in this paragraph (e) (iv) upon any conversion following such consolidation, merger, sale, transfer or share exchange. This provision shall similarly apply to successive reclassification, consolidations, mergers, sales, transfers or share exchanges.

(iv) Fractional shares: Issuance Expenses. Upon a conversion of Series B Convertible Preferred Stock, the Corporation shall not be required to issue stock certificates representing fractions of shares of Common Stock, but shall issue that number of shares of Common Stock rounded to the nearest whole number. The issuance of certificates for shares of Common Stock on conversion of Series B Convertible Preferred Stock shall be made without charge to the Holder for any documentary stamp or similar taxes that may be payable in respect of the issuer or delivery of such certificate, provided that the Corporation shall not be required to pay any tax that may be payable in respect of any transfer involved in the issuance and delivery of any such certificates upon conversion in a name other than that of the Holder, and the Corporation shall not be required to issue or deliver such certificates unless or until the person or persons requesting the issuance thereof shall have paid to the Corporation the amount of such tax or shall have established to the satisfaction of the Corporation that such tax has been paid.

Voting Rights. Except as otherwise expressly provided herein or as required by law, The Holders of the Series B Convertible Preferred Stock shall be entitled to no votes per share of Series B Convertible Preferred Stock.

Amendments as Necessary to Authorized Shares of Common Stock. The Corporation covenants that it will, upon being provided written notice by any holder of record of Series B Preferred Convertible stock of their intent to convert their shares of Series B Preferred Convertible to common stock, ensure that the total available amount of its authorized and unissued Common Stock is sufficient for the purpose of issuance of a sufficient number of common shares upon conversion of Series B Convertible Preferred Stock as herein provided, free from pre-emptive rights or any other actual contingent purchase rights of persons other than the Holders of Series B Convertible Preferred Stock. If, at the time written notice of the intent to convert any Series B Convertible Preferred Stock is provided there are insufficient shares of common stock available in Treasury to accommodate the issuance of shares in regards to the conversion, within twenty [20] trading days the Corporation will take such corporate action necessary to increase its authorized shares of Common Stock to such number as shall be sufficient for such purpose. The Corporation covenants that all shares of Common Stock that shall be so issuable shall, upon issue, be duly and validly authorized, issued and fully paid and non-assessable.

Item X The number of shares or total amount of the securities outstanding for each class of securities authorized.

In answering this item, provide the information below for each class of securities authorized. Please provide this information (i) as of the end of the issuer's most recent fiscal quarter and (ii) as of the end of the issuer's last two fiscal years.

- (i) Period end date;
- (ii) Number of shares authorized;
- (iii) Number of shares outstanding;
- (iv) Total number of shareholders of record.
- (v) Freely tradable shares (public float); and

Common Shares:

December 31, 2007:

Authorized Shares: 900,000,000 as of December 31, 2007

Outstanding Shares: 804,815,259 as of December 31, 2007

Number of Share Holders of Record: 2816 as of December 31, 2007

Float: 387,787,108 as of December 31, 2007

June 30, 2008

Authorized Shares: 900,000,000 as of June 30, 2008

Outstanding Shares: 883,065,102 as of June 30, 2008

Number of Share Holders of Record: 2816 as of June 30, 2008

Float: 248,326,716 as of June 30, 2008

December 31, 2008

Authorized Shares: 1,400,000,000 as of December 31, 2008

Outstanding Shares: 1,378,065,364 as of December 31, 2008

Number of Share Holders of Record: 2821 as of December 31, 2008

Float: 248,326,716 as of December 31, 2008

June 30, 2009

Authorized Shares: 1,400,000,000 as of June 30, 2009

Outstanding Shares: 1,378,065,364 as of June 30, 2009

Number of Share Holders of Record: 2821 as of June 30, 2009

Float: 248,326,716 as of June 30, 2009

September 30, 2009

Authorized Shares: 1,400,000,000 as of September 30, 2009

Outstanding Shares: 1,378,065,364 as of September 30, 2009

Number of Share Holders of Record: 2821 as of September 30, 2009

Float: 248,326,716 as of June 30, 2009

December 31, 2009

Authorized Shares: 1,400,000,000 as of December 31, 2009

Outstanding Shares: 1,378,065,364 as of December 31, 2009

Number of Share Holders of Record: 2821 as of December 31, 2009

Float: 248,326,716 as of June 30, 2009

Series A Convertible Preferred Shares

December 31, 2007:

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record: N/A

Float: N/A

Series B Convertible Preferred Shares

December 31, 2007:

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record: N/A

Float: N/A

Series A Convertible Preferred Shares

December 31, 2008:

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record: N/A

Float: N/A

Series B Convertible Preferred Shares

December 31, 2008

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record:

Float: N/A

Series A Convertible Preferred Shares

December 31, 2009:

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record: N/A

Float: N/A

Series B Convertible Preferred Shares

December 31, 2009:

Authorized Shares: 20,000,000 with par value of \$.001/share

Outstanding Shares: N/A

Number of Share Holders of Record: N/A

Float: N/A

Item XI List of securities offerings and shares issued for services in the past two years.

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year.

The list shall include all offerings of securities, whether private or public, and shall indicate:

- (i) The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- (ii) Any jurisdictions where the offering was registered or qualified;
- (iii) The number of shares offered;
- (iv) The number of shares sold;
- (v) The price at which the shares were offered, and the amount actually paid to the issuer;
- (vi) The trading status of the shares; and
- (vii) Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The list shall also include all shares or any other securities or options to acquire such securities issued for services in the past two fiscal years and any interim periods, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; provided, however, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than five percent (5%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

Part C Management and Control Structure

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any

significant shareholders.

A. Officers and Directors. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement:

Roxanna Weber , President , CFO Sec., Treasurer and CO-Chairman of Board

1. Full name; Roxanna Weber , President , CFO Sec.

2. Business address;

1512 S 1100 East, Suite B
Salt Lake City, UT 84105

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates); Roxanna Weber is the Co-founder and Chief Executive Officer of eMax Holdings Corporation and has a diverse background in all areas of corporate management and finance. Roxanna has extensive experience working with corporate legal and financial counsels and has worked with such diverse institutions as the World Bank's Latin America International Economical Development Committee, the Canadian Venture Exchange and NASDAQ. Ms. Weber has extensive background in real estate acquisition and financing and has owned her own custom home building and commercial and land acquisition and development business. From 1985-1999 Roxanna was a Commercial and Land Acquisition Specialist for Coldwell Banker Commercial. Ms. Weber has over twenty years experience in the areas of personnel management, corporate finance, taxation, contract negotiations and legal planning matters. Roxanna is also a seasoned vocalist, composer, and percussionist and has performed live and on numerous recording sessions with major recording artists for nearly twenty years.

eMax Holdings Corporation: Since January 2004

Positions Held: President

eMax Corp : Since 1999

Positions Held: CFO, Sec

4. Board memberships and other affiliations;

None

5. Compensation by the issuer; \$125,000 in 144 stock issued at end of each year at a ten day average value per share.

6. Number and class of the issuer's securities beneficially owned by each such person.

Shares held in name of The Weber Family Trust dated April 12, 1996 and which is a total of 48,083,533 or a total of 3.4% of outstanding shares of company and controlled by daughter Brenda Weber

Matthew "Chuck" Weber , CEO and Chairman of Board of Directors

1. Full name; Matthew Weber, President/Chairman

2. Business address;

1512 S 1100 East, Suite B
Salt Lake City, UT 84105

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);

Matthew ("Chuck") C. Weber, CEO and Chairman

Mr. Chuck Weber serves as the Company's Chief Executive Officer and the President. A veteran of more than five decades in the entertainment industry, Mr. Weber is the founder of eMax Media Group, Inc, eMax Entertainment and eMax Music International. Mr. Weber also founded and operated "International Entertainment Agency", a full-service artist management agency, for 25 years. Together with others, he is the co-founder of ROC-CO Records, Linthicum Music, and Me-Too Records. Mr. Weber was the Executive Producer of "Solid Gold Reunion," the largest revue of early Rock and Roll legends on one stage. Mr. Weber was also the Executive Producer for the live concert segments for "The United States 200th Birthday Celebration, under President Ford's administration." His productions include the "Memories" and "Vintage Rock" TV and video series. Chuck Weber brings to the company over 50 years experience in the areas of music and TV production, publishing, management, and distribution. From 1969-2002 Chuck worked with internationally acclaimed music Composer Otis Blackwell. In 1976 Chuck, Otis and Ray Smith founded record label Roc-co Records. Otis recorded and produced 20 songs which he had wrote and those songs included "Don't Be Cruel", "Return to Sender" "Handy Man", "Great Balls of Fire", "All Shook Up". From a young man Chuck had the good fortune to work with some of the most successful songwriters of all time in the world. These songwriters included, Charley Singelton, Jessie Stone, and Billy Dawn. Jessie Stone wrote "Shake Rattle and Roll", and "Rock around the Clock" and many more. Charley Singelton wrote "Strangers in the Night", "Spanish Eyes", and others.. Chuck's career has gave him the good fortune to meet and work along with recording artists and legends such as Elvis Presley, Bob Hope, Jerry Lee Lewis, Brenda Lee, The Turtles, Rudy Vali, The Platters, Lou Christie, Bobby Vee, Tiny Tim, Johnny Maestro, Johnny and Santo, Ray Peterson, Ronnie Dove, Jimmy Velvet, The Cadilacs, the Moonglows, Gladys Knight and Pips, Dinah Ross, Stevie Wonder, Liberace, Billie Joel, Tanya Tucker, Waylon Jennings, Dolly Parton, Neil Diamond, Smokey Robinson and so many countless others. From 1957- until the 1990's Chuck had helped with the personal management of recording teen idols such as Ray Peterson, Jimmy Velvet, and Ronnie Dove. Mr. Weber has also owned several business in his past that gave him tremendous experience operating restaurants, nightclubs, and yacht clubs.

eMax Holdings Corporation: Since January 2009

Positions Held: Director

eMax Corp : From 1999-12/2004

Positions Held: CEO, Pres

4. Board memberships and other affiliations;

President of eMax Media Group

5. Compensation by the issuer; \$125,000 in 144 stock issued at end of each year at a ten day average value per share.

6. Number and class of the issuer's securities beneficially owned by each such person.

Shares held in name of TWI Enterprises, Inc which is a total of 52,627,867 or a total of 3.5% of outstanding shares of company and controlled by daughter Brenda Weber

Dorliss Bright, Vice President and Director

1. Full name; Dorliss Bright, Vice President and Director

2. Business address;

1512 S 1100 East, Suite B

Salt Lake City, UT 84105

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);

Mr. Dorliss Bright brings to eMax Holdings Corporation over 30 years experience in the advertising, marketing, print, TV and interactive media industries. Mr. Bright for many years owned and operated a full service advertising agency and has managed in excess of \$20 million a year in annual billings. Mr. Bright will work with the company to help with all the branding needs of the company and to work with the eMax studios to oversee all media development projects. Some of Mr. Brights' clients include: Walt Disney World, JobWarehouse.com, AldoAldoAldo.com Career Portal, A-EConcepts.com, IBM, Siemen's, General Electric, Ford Motor Company, Dole Foods, Toshiba, EPSON, DON KING Productions, American National Ltd., Barry Financial Group, Ron Jons, FARO Technologies Inc., Milliumdoctor.com, E-Surety, DiGiDOX, Baccardi, Motorola, Champion Spark Plus, Mr. Gasket Inc., Star Media, and Marriott Vacation Club International. <http://www.macbright.net>

eMax Holdings Corporation: since January 2008

Positions Held: Vice President and Director since July 2008

Dorliss Studios: since July 2000

Positions Held: President, Sec

4. Board memberships and other affiliations;

Board of Director

5. Compensation by the issuer; \$75,000 in 144 stock issued at end of each year at a ten day average value per share.

6. Number and class of the issuer's securities beneficially owned by each such person.

None

Shares held in name of Dorliss Brights name and which is a total of 2,000,000 or a total of 0.001% of outstanding shares of company.

Board of Directors

1. Board members: Roxanna Weber, Dorliss Bright and Matthew Weber

2. Compensation by the issuer; Common stock is issued each year to the Directors for their tenure as a Director to the company and each year the share amount varies depending on the value of shares at time of issuance to the Directors .

B. Legal/Disciplinary History. Please 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 a 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 Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

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

None of the individuals mentioned above have been subject to any legal/disciplinary action as defined above.

C. Disclosure of Certain Relationships. Describe any relationships existing among and between the issuer's officers, directors and shareholders.

To the extent not otherwise disclosed, describe all relationships and affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders.

Matthew Weber is a director of eMax Worldwide, Inc and is the President of eMax Media Group, Inc., and E and A Enterprises, Inc. Matthew Weber and Roxanna Weber are husband and Wife. Matthew Weber is the President and sole owner of E and A Enterprises, Inc. The Weber Family Trust and TWI Enterprises is controlled by Brenda Weber, Matthew Weber and Roxanna Weber and their Childrens' Trust

D. Disclosure of Conflicts of Interest. Describe any related party transactions or conflicts of interests. Provide a description of the circumstances, parties involved and mitigating factors for any related party transactions or executive officer or director with competing professional or personal interests.

Not Applicable.

Item XIII Beneficial Owners.

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.

To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

E and A Enterprises, Inc, a non for profit corporation is the holder of 10.77 % of

the Issuer's Common Stock and controls 148,458,154 144 common shares The Company is located at:
1386 Foxworth Road
Chpley Florida 32428
President: Charles M Weber

Item XIV The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

1. Investment Banker
N/A

2. Stock Transfer Agent
National Stock Transfer, Inc.
1512 S 1100 East, Suite B
Salt Lake City, Utah 84105
801-485-7978
Kay Galster
N/A

3. Corporate Counsel
M Andrew Andrade
950 South Cherry St, Suite 3
Denver, Co 80246
303-779-4800

M Andrew Andrade has been the corporate counsel for eMax since the inception of the company, in 1988. Mr Andrade has been the corporate counsel for the companies since it changed management control in 1999 and has been instrumental in helping the company to maintain all its corporate paperwork and corporate legal affairs. Mr Andrade is an attorney that specializes in corporate legal services in the areas of business law, real estate, telecommunications and mining industries. Mr. Andrade has been a wonderful legal adviser to the company for more than twenty years.

4. Sec Legal Counsel

McMullen Associates LLC
A Securities and Corporate Law firm
www.SmallCapAttorneys.com
www.McMullenAssociates.com
1(704) 541.2649 Office
1(704) 605.3320 Mobile
1(704) 541.4751 Fax
1(800) 251.1525 Toll Free

About McMullen Associates, Inc.

"McMullen Associates LLC" is a Securities and Corporate Law Firm that specializes in Securities Regulation; Corporate Law; Mergers and Acquisitions; Corporate Finance; Business Law, Private

Placement Memorandums, Exchange Listings, Franchising, as well as all general securities law practice and corporate law matters. The Firm employs experienced staff securities attorneys and associates working together to assist private and public client companies with all aspects of Securities and Corporate Law.

Attorney Donald Brown Esq. has been practicing law for over 20 years has extensive experience in all aspects of Securities Law, SEC Filings, Securities Litigation and Business Litigation and provides ongoing advice to public and private companies. Mr. Brown has successfully navigated many SmallCap Companies through S-1, and Form 211/15c211 process obtaining listings and providing ongoing securities counsel. His expertise includes PPM preparation and all aspects of general securities law practice." Don Brown, is an accomplished book author and truly understands the business of intellectual media and property rights that is relevant to our company and corporate held interests. Recently Mr. Brown's newest book, 'Treason' has become The #1 Best Selling Fiction Novel on Amazon.com. You can read more about Don Brown's books at <http://www.donbrownbooks.com>."

5. Accountant or Auditor - the information shall clearly (i) describe if an outside accountant provides audit or review services, (ii) state the work done by the outside accountant and (iii) describe the responsibilities of the accountant and the responsibilities of management (i.e. who audits, prepares or reviews the issuer's financial statements, etc.). The information shall include the accountant's phone number and email address and a description of the accountant's licensing and qualifications to perform such duties on behalf of the issuer.

The Auditor has just been retained to perform the SEC audits for the company

Auditor:

Michael J. Bongiovanni, CPA, MBA

GreenTree Financial Group, Inc.

19720 Jetton Road, 3rd Floor Penthouse

Cornelius, North Carolina 28031

(704) 892-8733 office

(704) 892-6487 fax

www.gtfinancial.com

www.gtfinancial.com.cn

Greentree Financial Group is a financial consulting firm whose principals have over twenty years experience as accountants to the securities industry. Greentree provides specialized consulting services to private and public companies, assisting clients with their access to the public financial markets Greentree performs specialized financial consulting for growth companies either planning to go public or having recently completed a public offering. Greentree works as a team with management to design a financial plan that compliments the clients business plan, By integrating financial and business plans , they assist their clients in achieving timely and cost effective access to the public markets. Greentree assists its clients to develop a cost effective plan for going public by evaluating several flexible option for each client

The corporate offices for GREENTREE FINANCIAL GROUP are located in Pompano Beach, Florida. Additional financial consulting offices are located in Charlotte, North Carolina. Although we are not broker/dealers or investment bankers, and we do not provide the services of a broker/dealer on

investment banker, GREENTREE actively recruits professionals from varied industries to provide the best possible services for our clients. Mike Bongiovanni, is the President and CEO of the Greentree Financial Group.

Michael J. Bongiovanni, CPA, MS is a graduate of Florida Atlantic University in Boca Raton, Florida with a MBA degree. He has five years experience with a "Big 5" CPA firm, three years as a CFO for a publicly traded company and over 10 years as President and CEO of GreenTree Financial Group, Inc. His diverse SEC industry experience includes financial audits and SEC reporting compliance for publicly traded companies and broker/dealers in securities. In addition to his SEC expertise, he provides client services in the areas of equity financing, and helping owner-managed entrepreneurial clients succeed. His vision is to provide the highest quality of services to the clients he serves and help achieve their goals, whatever they may be. This means going beyond traditional SEC compliance services and helping companies access the capital markets. He takes pride in offering straightforward solutions and identifying opportunities. Mike serves as an experienced business advisor and confidant, dedicated to understanding businesses and helping them succeed. With his client missions in mind, he works with them in an integrated way to design value-added financial information and SEC consulting services specifically for his clients and consistently takes it to them with ideas, questions, challenges and solutions. Some of Mike experiences include reverse acquisitions into public shells, creation of public entities via registration statements with the SEC, locating venture capital sources for clients, creation of a \$20 million venture capital fund for Internet start ups located in and around Charlotte, North Carolina, private placement memorandums, developing business plans, cash flow projections, preparation of 15C-2(11) disclosure statement, Form SEC 10-SB, SEC SB-2 and S-8 Registration Statements, SEC Forms 10-K and 10-Q and other SEC reporting issues. Mike is a graduate of the SEC Institute where the latest knowledge in SEC trends was acquired. Mike is a member of the American Institute of Certified Public Accountants, Florida Institute of Certified Public Accountants, North Carolina Association of Certified Public Accountants, and the Charlotte Chamber of Commerce Venture Capital Committee. He serves on the board of numerous committees and was appointed by the mayor as trustee of a municipal trust fund.

6. Investor and Public Relations Consultant(s)

Corporate Public Relations

Investor and Public Relations Services.

681 Seminole Road

Longwood Florida 32779

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.

N/A

Part D Financial Information

Item XV Financial information for the issuer's most recent fiscal period.

The financial statements requested pursuant to this item shall be prepared in accordance with generally accepted accounting principles (GAAP)³ by persons with sufficient financial skills.

The issuer must state in its disclosure statement that such financial statements are incorporated by reference. The issuer must also (i) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (ii) clearly explain where the incorporated documents can be found, and (iii) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents. The un-audited Financial Statements for period ending December 31, 2009 are incorporated by reference and will be posted on the Pink Sheets web site. This includes:

- BALANCE SHEET;
- STATEMENT OF INCOME;
- STATEMENT OF CASH FLOWS;
- STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY;
- NOTES TO THE FINANCIAL STATEMENTS

These statements will be able to be found at <http://pinksheets.com/pink/quote/quote.jsp?symbol=emxc> under the heading 'Filings' and on the company's website at <http://www.emaxcorp.com/disclosure.html>

See attached information to be filed at pinksheets listed above

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

Please provide the financial statements described in Item XV above for the issuer's two preceding fiscal years.

Instruction to Item XVI: The issuer shall either (i) attach the financial statements required by this Item XVI to its initial disclosure statement or (ii) post such financial statements on the Pink Sheets News Service as a separate report under the name of "Annual Report" for the applicable fiscal year end.

The issuer must state in its disclosure statement that such financial statements are incorporated by reference. The issuer must also (x) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (y) clearly explain where the incorporated documents can be found, and (z) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents.

The un-audited Financial Statements for years ending December 31, 2007 and December 31, 2008 are incorporated by reference and will be posted on the Pink Sheets web site.

This includes:

- BALANCE SHEET;
- STATEMENT OF INCOME;
- STATEMENT OF CASH FLOWS;

- STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY;
- NOTES TO THE FINANCIAL STATEMENTS

These statements can be found at <http://pinksheets.com/pink/quote/quote.jsp?symbol=emxc> under the heading 'Filings'. And at the company's website <http://www.emaxcorp.com/disclosures.html>

Item XVII Management's Discussion and Analysis or Plan of Operation.
Instructions to Item XVII

A. Plan of Operation.

1. Describe the issuer's plan of operation for the next twelve months. This description should include such matters as:

a discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;

It is anticipated that the Issuer will need to raise additional capital to continue to fund ongoing investments and professional fees in the remainder of 2010. A. summary of any fees that the issuer will need to perform the filing and full compliance process and grow the company for the term of the plan;

Over the next 12 months, this will consist of:

- a. Audits and legal Fees..... \$200,000
- b. eMax Media and eMax Network .Investments.....\$400,000
- c. eMax Finance and eMax Technology Investments.....\$400,000

Our primary focus is on developing a family entertainment network and producing new family friendly TV, music and other media content. With the advent of new networks, family and moral value TV and music content is needed more than ever today

In addition our focus is to start building affordable housing in Washington and Bay county Florida near where the new international airport is to be opened Spring of this year. There is already a planned development of over 33,000 plus homes to be built adjacent to the airport and Washington Realty Corp in tandem with eMax Finance plans to offer their concrete services and other building company services to aid in the production of these new homes and the new affordable housing development projects planned in those counties.

It is anticipated that the number of employees will remain stable for the foreseeable future. However, there are a number of new business initiatives, as described previously in this document, that, if successful, would see expansion of growth revenues and a resultant increase in the number of employees and subcontractors. Washington County has a very large pool of extremely talented and skilled employees for all the EMAX companies needs

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

1. Full fiscal years. Discuss the issuer's financial condition, changes in financial condition

and results of operations for each of the last two fiscal years. This discussion should address the past and future financial condition and results of operation of the issuer, with particular emphasis on the prospects for the future. The discussion should also address those key variable and other qualitative and quantitative factors that are necessary to an understanding and evaluation of the issuer. If material, the issuer should disclose the following:

The past two years has generated less revenue than normal but the capital markets and the real estate markets has both taken very hard hits. During the past 24 months while these markets has taken hits, the company has been concentrating in the meantime on matters surrounding 1). Consolidation of company investments , 2). Becoming a fully reporting company with Nasdaq and the SEC, 3). Cutting Overhead costs and increasing profitability. 4) and Evaluating new future prudent and prosperous investment opportunities

Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer's short-term or long-term liquidity;

N/A

Internal and external sources of liquidity;

The recent global financial crisis has made it difficult to raise capital for new corporate initiatives and plans for re-investments. The past two years, the founders of the company have continued to fund the corporate overhead costs and the founding management is cautiously optimistic that it can continue to support the capital needs of the company and to raise capital from a number of accredited investors with which it has worked in the recent past to grow all the companies. In addition however, the Company is also currently preparing to 504 PPM through the services of their SEC counsel to raise up to 1 million dollars to help pay for all compliance and auditing fees and to advance the eMAX Finance and eMax Media Groups growth plans

Any material commitments for capital expenditures and the expected sources of funds for such expenditures;

N/A

Any known trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations;

N/A

Any significant elements of income or loss that do not arise from the issuer's continuing operations;

N/A

The causes for any material changes from period to period in one or more line items of the issuer's financial statements; and

N/A

Any seasonal aspects that had a material effect on the financial condition or results of operation.
N/A

2. Interim Periods. Provide a comparable discussion that will enable the reader to assess material changes in financial condition and results of operations since the end of the last fiscal year and for the comparable interim period in the preceding year. The company believes their revenue will grow exponentially in year 2010 due to the opening of the new international airport in Bay County Florida and the current overwhelming demand for affordable housing. Also eMax Media Group is in an idea place for growth in Washington and Bay County Florida due to the fact that there is a growing demand for more internet, communications, broadcasting and entertainment services, due to the fact that there is very little competition in the counties

C. Off-Balance Sheet Arrangements.

1. In a separately-captioned section, discuss the issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors. The disclosure shall include the items specified in paragraphs C(1)(i), (ii), (iii) and (iv) of this Item XVII to the extent necessary to an understanding of such arrangements and effect and shall also include such other information that the issuer believes is necessary for such an understanding. The nature and business purpose to the issuer of such off-balance sheet arrangements; The importance to the issuer of such off-balance sheet arrangements in respect of its liquidity, capital resources, market risk support, credit risk support or other benefits; The amounts of revenues, expenses and cash flows of the issuer arising from such arrangements; the nature and amounts of any interests retained, securities issued and other indebtedness incurred by the issuer in connection with such arrangements; and the nature and amounts of any other obligations or liabilities (including contingent obligations or liabilities) of the issuer arising from such arrangements that are or are reasonably likely to become material and the triggering events or circumstances that could cause them to arise; and Any known event, demand, commitment, trend or uncertainty that will result in or is reasonably likely to result in the termination, or material reduction in availability to the issuer, of its off-balance sheet arrangements that provide material benefits to it, and the course of action that the issuer has taken or proposes to take in response to any such circumstances.

N/A

2. As used in paragraph C of this Item XVII, the term off-balance sheet arrangement means any transaction, agreement or other contractual arrangement to which an entity unconsolidated with the issuer is a party, under which the issuer has: Any obligation under a guarantee contract that has any of the characteristics identified in paragraph 3 of FASB Interpretation No. 45, Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Indirect Guarantees of Indebtedness of Others (November 2002) ("FIN 45"), as may be modified or supplemented, and that is not excluded from the initial recognition and measurement provisions of FIN 45 pursuant to paragraphs 6 or 7 of that Interpretation; A retained or contingent interest in assets transferred to an unconsolidated entity or similar arrangement that serves as credit, liquidity or market risk support to such entity for such assets; Any obligation, including a contingent obligation, under a contract that would be accounted for as a derivative instrument, except that it is both indexed to the issuer's own stock and classified in stockholders' equity in the issuer's statement of financial position, and therefore excluded from the

scope of FASB Statement of Financial Accounting

Standards No. 133, Accounting for Derivative Instruments and Hedging Activities (June 1998), pursuant to paragraph 11(a) of that Statement, as may be modified or supplemented;

or

N/A

iv. Any obligation, including a contingent obligation, arising out of a variable interest (as referenced in FASB Interpretation No. 46, Consolidation of Variable Interest Entities (January 2003), as may be modified or supplemented) in an unconsolidated entity that is held by, and material to, the issuer, where such entity provides financing, liquidity, market risk or credit risk support to, or engages in leasing, hedging or research and development services with, the issuer.

Instructions to paragraph C of Item XVII

N/A

No obligation to make disclosure under paragraph C of this Item XVII shall arise in respect of an off-balance sheet arrangement until a definitive agreement that is unconditionally binding or subject only to customary closing conditions exists or, if there is no such agreement, when settlement of the transaction occurs. Issuers should aggregate off-balance sheet arrangements in groups or categories that provide material information in an efficient and understandable manner and should avoid repetition and disclosure of immaterial information. Effects that are common or similar with respect to a number of off-balance sheet arrangements must be analyzed in the aggregate to the extent the aggregation increases understanding. Distinctions in arrangements and their effects must be discussed to the extent the information is material,

but the discussion should avoid repetition and disclosure of immaterial information. For purposes of paragraph C of this Item XVII only, contingent liabilities arising out of litigation, arbitration or regulatory actions are not considered to be off-balance sheet arrangements.

N/A

Generally, the disclosure required by paragraph C of this Item XVII shall cover the most recent fiscal year. However, the discussion should address changes from the previous year where such discussion is necessary to an understanding of the disclosure. In satisfying the requirements of paragraph C of this Item XVII, the discussion of off-balance sheet arrangements need not repeat information provided in the footnotes to the financial statements, provided that such discussion clearly cross-references to specific information in the relevant footnotes and integrates the substance of the footnotes into such discussion in a manner designed to inform readers of the significance of the information that is not included within the body of such discussion.

Part E Exhibits

The following exhibits must be either described in or attached to the disclosure statement:

Item XVIII Material Contracts.

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

contracts:

N/A

Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, 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;

N/A

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

N/A

Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or Any material lease under which a part of the property described in the disclosure statement is held by the issuer.

N/A

B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.

Not Applicable

C. The following management contracts or compensatory plans need not be included:
Ordinary purchase and sales agency agreements;

Agreements with managers of stores in a chain organization or similar organization;
Contracts providing for labor or salesmen's bonuses or payments to a class of security holders, as such; and Any compensatory plan that is available to employees, officers or directors generally and provides for the same method of allocation of benefits between management and non-management participants

N/A

Item XIX Articles of Incorporation and Bylaws.

A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation or certificate of organization are filed, a complete copy of the articles of incorporation or certificate of organization as amended shall be filed.

See Attached

B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.

See Attached

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

N/A

A. In the following tabular format, provide the information specified in paragraph (B) of this Item XX with respect to any purchase made by or on behalf of the issuer or any "Affiliated Purchaser" (as defined in paragraph (C) of this Item XX) of shares or other units of any class of the issuer's equity securities.

B. The table shall include the following information for each class or series of

1. The total number of shares (or units) purchased (Column (a)). Include in this column all issuer repurchases, including those made pursuant to publicly announced plans or programs and those not made pursuant to publicly announced plans or programs. Briefly disclose, by footnote to the table, the number of shares purchased other than through a publicly announced plan or program and the nature of the transaction (e.g., whether the purchases were made in open-market transactions, tender offers, in satisfaction of the company's obligations upon exercise of outstanding put options issued by the company, or other transactions).

N/A

2. The average price paid per share (or unit) (Column (b)).

N/A

3. The total number of shares (or units) purchased as part of publicly announced repurchase plans or programs (Column (c)).

N/A

4. The maximum number (or approximate dollar value) of shares (or units) that may yet be purchased under the plans or programs (Column (d)).

Instructions to paragraphs (B)(3) and (B)(4) of this Item XX:

a. In the table, disclose this information in the aggregate for all plans or programs publicly announced.

b. By footnote to the table, indicate:

i. The date each plan or program was announced;

ii. The dollar amount (or share or unit amount) approved;

iii. The expiration date (if any) of each plan or program;

iv. Each plan or program that has expired during the period covered by the table; and

v. Each plan or program the issuer has determined to terminate prior to expiration, or under which the issuer does not intend to make further purchases.

N/A

C. For purposes of this Item XX, "Affiliated Purchaser" means:

1. A person acting, directly or indirectly, in concert with the issuer for the purpose of acquiring the

issuer's securities; or

2. An affiliate who, directly or indirectly, controls the issuer's purchases of such securities, whose purchases are controlled by the issuer, or whose purchases are under common control with those of the issuer; provided, however, that "Affiliated Purchaser" shall not include a broker, dealer, or other person solely by reason of such broker, dealer, or other person effecting purchases by or on behalf of the Issuer. Not Applicable.

Exhibit Description

EXHIBIT 3.3 Bylaws of EMAX Worldwide, Inc.

EXHIBIT 99.1 Press Release 2/15/2010

EXHIBIT 99.1 Press Release 2/12/2010

EXHIBIT 99.1 Press Release 12/28/2009

EXHIBIT 99.1 Press Release 12/4/2009

EXHIBIT 3.3 Letter to Nasdaq 5/11/2009

EXHIBIT 99.1 Press Release 12/2/2009

EXHIBIT 99.1 Press Release 7/6/2009

EXHIBIT 99.1 Press Release 5/15/2007

EXHIBIT 3.3 Letter to Nasdaq 4/4/2008

EXHIBIT 3.3 Letter to Nasdaq 7/31/2007

EXHIBIT 3.3 Letter to Nasdaq 6/12/2007

EXHIBIT 3.3 Letter to Nasdaq 6/1/2007

EXHIBIT 3.3 Letter to Nasdaq 7/31/2007

EXHIBIT 3.3 Letter to Nasdaq

EXHIBIT 3.3 Letter to Nasdaq 8/1/2007

EXHIBIT 99.1 Letter to Shareholders

EXHIBIT 99.1 Press Release 11/11/2007

EXHIBIT 33.1 Cancellation letter to Slavoljub Stefanovic,

EXHIBIT 3.3

BYLAWS

OF

eMax WORLDWIDE, INC.

ARTICLE I

OFFICES

Section 1.1 **PRINCIPAL OFFICE.** The principal office of the corporation in the State of Utah shall be located at 1512 1100 East Suite B, Salt Lake City Utah 84105. The corporation may have such other

offices, either within or without the States of Utah or Utah, as the Board of Directors may designate or as the business of the corporation may require from time to time.

Section 1.2 REGISTERED OFFICE. The registered office of the corporation, required by the Utah Business Corporation Act to be maintained in the State of Utah, may be, but need not be, identical with the principal office in the State of Utah, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

SHAREHOLDERS

Section 2.1 ANNUAL MEETING. The annual meeting of the shareholders shall be held on the 20th day of January in each year, at the hour of 10:00 a.m., or at such other time on such other day as shall be fixed by the Board of Directors. The annual meeting of the shareholders shall be held at such time on such day as shall be fixed by the Board of Directors, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Utah, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for any annual meeting of the shareholders, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the shareholders as soon thereafter as may be convenient.

Section 2.2 SPECIAL MEETINGS. Special meetings of the shareholders, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by the Board of Directors, and shall be called by the President at the request of the holders of not less than one-tenth of all outstanding shares of the corporation entitled to vote at the meeting.

Section 2.3 PLACE OF MEETINGS. The Board of Directors may designate any place, either within or without the State of Utah, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. A waiver of notice signed by all shareholders entitled to vote at a meeting may designate any place, either within or without the State of Utah, as the place for the holding of such meeting. If no designation is made, or if a special meeting can be otherwise called, the place of meeting shall be the principal office of the corporation in the State of Utah.

Section 2.4 NOTICE OF MEETING. Written notice stating the place, day and hour of the meeting of shareholders and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall, unless otherwise prescribed by statute, be delivered not less than five nor more than fifty days before the date of the meeting, either personally or by mail, by or at the direction of the President, or the Secretary, or the officer or other persons calling the meeting, to each shareholder of record entitled to vote at such meeting; provided; however, that if the authorized shares of the corporation are to be increased, at least thirty days' notice shall be given, and if sale of all or substantially all assets are to be voted upon, at least twenty days' notice shall be given. If mailed, such

notice shall be deemed to be delivered when deposited in the United States mail, addressed to the shareholder at his address as it appears on the stock transfer books of the corporation, with postage thereon prepaid.

Section 2.5 MEETING OF ALL SHAREHOLDERS. If all of the shareholders shall meet at any time and place, either within or without the State of Utah, and consent to the holding of a meeting at such time and place, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 2.6 CLOSING OF TRANSFER BOOKS OR FIXING OF RECORD DATE. For the purpose of determining shareholders entitled to notice of or to vote at any meeting of shareholders or any adjournment thereof, or shareholders entitled to receive payment of any dividend, or in order to make a determination of shareholders for any other purpose, the Board of Directors of the corporation may provide that the share transfer books shall be closed for a stated period but not to exceed, in any case, fifty days. If the share transfer books shall be closed for the purpose of determining shareholders entitled to notice of or to vote at a meeting of shareholders, such books shall be closed for at least ten days immediately preceding such meeting. In lieu of closing the share transfer books, the Board of Directors may fix in advance a date as the record date for any such determination of shareholders, such date in any case to be not more than fifty days and, in case of a meeting of shareholders, not less than ten days prior to the date on which the particular action, requiring such determination of shareholders, is to be taken. If the share transfer books are not closed and no record date is fixed for the determination of shareholders entitled to notice of or to vote at a meeting of shareholders, or shareholders entitled to receive payment of a dividend, the date on which notice of the meeting is mailed or the date on which the resolution of the Board of Directors declaring such dividend is adopted, as the case may be, shall be the record date for such determination of shareholders. When a determination of shareholders entitled to vote at any meeting of shareholders has been made as provided in this section, such determination shall apply to any adjournment thereof.

Section 2.7 VOTING RECORD. The officer or agent having charge of the stock transfer books for shares of the corporation shall make, at least ten days before such meeting of shareholders, a complete record of the shareholders entitled to vote at each meeting of shareholders or any adjournment thereof, arranged in alphabetical order, with the address of and the number of shares held by each. The record, for a period of ten days prior to such meeting, shall be kept on file at the principal office of the corporation, whether within or without the State of Utah, and shall be subject to inspection by any shareholder for any purpose germane to the meeting at any time during usual business hours. Such record shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting for the purposes thereof.

The original stock transfer books shall be the prima facie evidence as to who are the shareholders entitled to examine the record or transfer books or to vote at any meeting of shareholders.

Section 2.8 QUORUM. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of shareholders, except as otherwise provided by the Utah Business Corporation Act and the Articles of Incorporation. In the absence of a quorum at any such meeting, a majority of the shares so represented may adjourn the

meeting from time to time for a period not to exceed sixty days without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally noticed. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

Section 2.9 MANNER OF ACTING. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders, unless the vote of a greater proportion or number or voting by classes is otherwise required by statute or by the Articles of Incorporation or these Bylaws.

Section 2.10. PROXIES. At all meetings of shareholders a shareholder may vote in person or by proxy executed in writing by the shareholder or by his duly authorized attorney-in-fact. Such proxy shall be filed with the Secretary of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Section 2.11. VOTING OF SHARES. Unless otherwise provided by these Bylaws or the Articles of Incorporation, each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote at a meeting of shareholders, and each fractional share shall be entitled to a corresponding fractional vote on each such matter.

Section 2.12 VOTING OF SHARES BY CERTAIN SHAREHOLDERS. Shares standing in the name of another corporation may be voted by such officer, agent or proxy as the Bylaws of such corporation may prescribe, or, in the absence of such provision, as the Board of Directors of such other corporation may determine.

Shares standing in the name of a deceased person, a minor ward or an incompetent person, may be voted by his administrator, executor, court-appointed guardian or conservator, either in person or by proxy without a transfer of such shares into the name of such administrator, executor, court-appointed guardian or conservator. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name.

Shares standing in the name of a receiver may be voted by such receiver and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his name if authority so to do be contained in an appropriate order of the court by which such receiver was appointed.

A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred.

Neither shares of its own stock belonging to this corporation, nor shares of its own stock held by it in a fiduciary capacity, nor shares of its own stock held by another corporation if the majority of shares entitled to vote for the election of directors of such corporation is held by this corporation may

be voted, directly or indirectly, at any meeting and shall not be counted in determining the total number of outstanding shares at any given time.

Redeemable shares which have been called for redemption shall not be entitled to vote on any matter and shall not be deemed outstanding shares on and after the date on which written notice of redemption has been mailed to shareholders and a sum sufficient to redeem such shares has been deposited with a bank or trust company with irrevocable instruction and authority to pay the redemption price to the holders of the shares upon surrender of certificates therefor.

Section 2.13 INFORMAL ACTION BY SHAREHOLDERS. Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof.

Section 2.14 VOTING BY BALLOT. Voting on any question or in any election may be by voice vote unless the presiding officer shall order or any shareholder shall demand that voting be by ballot.

ARTICLE III

BOARD OF DIRECTORS

Section 3.1 GENERAL POWERS. The business and affairs of the corporation shall be managed by its Board of Directors.

Section 3.2 NUMBER, TENURE AND QUALIFICATIONS. The number of directors of the corporation shall be between three and seven. The number of directors of the corporation shall be fixed from time to time by resolution of the Board of Directors, but shall not be less than two. Each director shall hold office until the next annual meeting of shareholders or until his successor shall have been elected and qualified. Directors need not be residents of the State of Utah or shareholders of the corporation.

Section 3.3 REGULAR MEETINGS. A regular meeting of the Board of Directors shall be held without other notice than this bylaw immediately after, and at the same place as, the meeting of shareholders. The Board of Directors may provide, by resolution, the time and place, either within or without the State of Utah, for the holding of additional regular meetings without other notice than such resolution.

Section 3.4 SPECIAL MEETING. Special meetings of the Board of Directors may be called by or at the request of the President or any two directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of Utah, as the place for holding any special meeting of the Board of Directors called by them.

Section 3.5 NOTICE. Written notice of any special meeting of directors shall be given as follows:

By mail to each director at his business address at least three days prior to the meeting; or

By personal delivery or telegram at least twenty-four hours prior to the meeting to the business address of each director, or in the event such notice is given on a Saturday, Sunday or holiday, to the residence address of each director. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, so addressed, with postage therein prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 3.6 QUORUM. A majority of the number of directors fixed by or pursuant to Section 3.2 of this Article III shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than such present may adjourn the meeting from time to time without further notice.

Section 3.7 MANNER OF ACTING. Except as otherwise required by law or by the Articles of Incorporation, the act of the majority of the directors present at a meeting at which the quorum is present shall be the act of the Board of Directors.

Section 3.8 INFORMAL ACTION BY DIRECTORS. Any action required or permitted to be taken by the Board of Directors or by a committee thereof at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors or all of the committee members entitled to vote with respect to the subject matter thereof.

Section 3.9 PARTICIPATION BY ELECTRONIC MEANS. Any members of the Board of Directors or any committee designated by such Board may participate in a meeting of the Board of Directors or committee by means of telephone conference, email, instant text messaging or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.

Section 3.10 VACANCIES. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors may be filled by election by the Board of Directors for a term of office continuing only until the next election of directors by the shareholders.

Section 3.11 RESIGNATION. Any director of the corporation may resign at any time by giving written notice to the president or the secretary of the corporation. The resignation of any director shall take effect upon receipt of notice thereof or at such later time as shall be specified in such notice; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it

effective. When one or more directors shall resign from the board, effective at a future date, a majority of the directors then in office, including those who have so resigned, shall have the power to fill such vacancy or vacancies, the vote thereon to take effect when such resignation or resignations shall become effective.

Section 3.12 REMOVAL. Any director or directors of the corporation may be removed at any time, with or without cause, in the manner provided in the Utah Business Corporation Act.

Section 3.13 COMMITTEES. By resolution adopted by a majority of the Board of Directors, the directors may designate two or more directors to constitute a committee, any of which shall have such authority in the management of the corporation as the Board of Directors shall designate and as shall not be proscribed by the Utah Business Corporation Act.

Section 3.14 COMPENSATION. By resolution of the Board of Directors and irrespective of any personal interest of any of the members, each director may be paid his expenses, if any, of attendance at each meeting of the Board of Directors, and may be paid a stated salary as director or a fixed sum for attendance at each meeting of the Board of Directors or both. No such payment shall preclude any director from serving the corporation in any other capacity and receiving compensation therefor.

Section 3.15 PRESUMPTION OF ASSENT. A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 3.16 RELEASE OF LIABILITIES. No Director or Officer of the corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as Director, or officers except for liability (1) for any breach of the Directors duty of loyalty to the Corporation or it's shareholders, (2) for acts or omissions not in good faith or which involve intentional misconduct or a know in violation of law (3) under section 174 of the Delaware and of Utah law or (4) for any transaction from which the Director or Officer derived an improper personal benefit.

ARTICLE IV

OFFICERS

Section 4.1 NUMBER. The officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person.

Section 4.2 ELECTION AND TERM OF OFFICE. The officers of the corporation to be elected by the Board of Directors shall be elected annually by the Board of Directors at the first meeting of the Board of Directors held after the annual meeting of the shareholders. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as practicable. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Section 4.3 REMOVAL. Any officer or agent may be removed by the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

Section 4.4 VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4.5 PRESIDENT. The President, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. He shall, when present, preside at all meetings of the shareholders and of the Board of Directors. He may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, certificates for shares of the corporation and deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by

these Bylaws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 4.6 THE SECRETARY. The Secretary shall: (a) keep the minutes of the proceedings of the shareholders and of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents the execution of which on behalf of the corporation under its seal is duly authorized; (d) keep a register of the post office address of each shareholder; (e) sign with the President certificates for shares of the corporation, the issuance of which shall have been authorized by resolution of the Board of Directors; (f) have general charge of the stock transfer books of the corporation; and (g) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 4.7 THE TREASURER. The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipts for monies due and payable to the corporation from any source what-soever, and deposit all such monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these Bylaws; and (c) in general perform all of the duties incident to

the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 4.8 BONDS. If the Board of Directors by resolution shall so require, any officer or agent of the corporation shall give bond to the corporation in such amount and with such surety as the Board of Directors may deem sufficient, conditioned upon the faithful performance of their respective duties and offices.

Section 4.9 SALARIES. The salaries of the officers shall be fixed from time to time by the Board of Directors and no officer shall be prevented from receiving such salary by reason of the fact that he is also a director of the corporation.

ARTICLE V

CONTRACT, LOANS, CHECKS AND DEPOSITS

Section 5.1 CONTRACT. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 5.2 LOANS. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 5.3. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 5.4 DEPOSITS. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE VI

SHARES, CERTIFICATES FOR SHARES AND TRANSFER OF SHARES

Section 6.1 REGULATION. The Board of Directors may make such rules and regulations as it may deem appropriate concerning the issuance, transfer and registration of certificates for shares of the corporation, including the appointment of transfer agents and registrars.

Section 6.2 CERTIFICATES FOR SHARES. Certificates representing shares of the corporation shall be respectively numbered serially for each class of shares, or series thereof, as they are issued, shall be impressed with the corporate seal or a facsimile thereof, and shall be signed by the President and Secretary, provided that such signatures may be facsimile if the certificate is

countersigned by a transfer agent, or registered by a registrar other than the corporation itself or its employee. Each certificate shall state the name of the corporation, the fact that the corporation is organized or incorporated under the laws of the State of Utah, the name of the person to whom issued, the date of issue, the class (or series of any class), the number of shares represented thereby and the par value of the shares represented thereby or a statement that such shares are without par value. A statement of the designations, preferences, qualifications, limitations, restrictions and special or relative rights of the shares of each class shall be set forth in full or summarized on the face or back of the certificates which the corporation shall issue, or in lieu thereof, the certificate may set forth that such a statement or summary will be furnished to any shareholder upon request without charge. Each certificate shall be otherwise in such form as may be prescribed by the Board of Directors and as shall conform to the rules of any stock exchange on which the shares may be listed.

The corporation shall not issue certificates representing fractional shares and shall not be obligated to make any transfers creating a fractional interest in a share of stock. The corporation may, but shall not be obligated to, issue scrip in lieu of any fractional shares, such scrip to have terms and conditions specified by the Board of Directors.

Section 6.3 CANCELLATION OF CERTIFICATES. All certificates surrendered to the corporation for transfer shall be canceled and no new certificates shall be issued in lieu thereof until the former certificate for a like number of shares shall have been surrendered and canceled, except as herein provided with respect to lost, stolen or destroyed certificates.

Section 6.4 LOST, STOLEN OR DESTROYED CERTIFICATES. Any shareholder claiming that his certificate for shares is lost, stolen or destroyed may make an affidavit or affirmation of that fact and lodge the same with the Secretary of the corporation, accompanied by a signed application for a new certificate. Thereupon, and upon the giving of a satisfactory bond of indemnity to the corporation not exceeding an amount double the value of the shares as represented by such certificate (the necessity for such bond and the amount required to be determined by the President and Treasurer of the corporation), a new certificate may be issued of the same tenor and representing the same number, class and series of shares as were represented by the certificate alleged to be lost, stolen or destroyed.

Section 6.5 TRANSFER OF SHARES. Subject to the terms of any shareholder agreement relating to the transfer of shares or other transfer restrictions contained in the Articles of Incorporation or authorized therein, shares of the corporation shall be transferable on the books of the corporation by the holder thereof in person or by his duly authorized attorney, upon the surrender and cancellation of a certificate or certificates for a like number of shares. Upon presentation and surrender of a certificate for shares properly endorsed and payment of all taxes therefor, the transferee shall be entitled to a new certificate or certificates in lieu thereof. As against the corporation, a transfer of shares can be made only on the books of the corporation and in the manner herein above provided, and the corporation shall be entitled to treat the holder of record of any share as the owner thereof and shall not be bound to recognize any equitable or other claim to or interest in such share on the part of any other person, whether or not it shall have express or other notice thereof, save as expressly provided by the statutes of the State of Utah.

ARTICLE VII

FISCAL YEAR

The fiscal year of the corporation shall end on the last day of December in each calendar year.

ARTICLE VIII

DIVIDENDS

The Board of Directors may from time to time declare, and the corporation may pay, dividends on its outstanding shares in the manner and upon the terms and conditions provided by law and its Articles of Incorporation.

ARTICLE IX

CORPORATE SEAL

The Board of Directors shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the corporation and the state of incorporation and the words "CORPORATE SEAL."

ARTICLE X

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the Utah Business Corporation Act, or otherwise, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the event or other circumstance requiring such notice, shall be deemed equivalent to the giving of such notice.

ARTICLE XI

AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the directors present at any meeting of the Board of Directors of the corporation at which a quorum is present.

ARTICLE XII

EMERGENCY BYLAWS

The Emergency Bylaws provided in this Article XII shall be operative during any emergency in

the conduct of the business of the corporation resulting from an attack on the United States or any biological, chemical, nuclear or atomic disaster, notwithstanding any different provision in the preceding articles of the Bylaws or in the Articles of Incorporation of the corporation or in the Utah Business Corporation Act. To the extent not inconsistent with the provisions of this Article, the Bylaws provided in the preceding articles shall remain in effect during such emergency and upon its termination the Emergency Bylaws shall cease to be operative.

During any such emergency:

(a) A meeting of the Board of Directors may be called by any officer or director of the corporation. Notice of the time and place of the meeting shall be given by the person calling the meeting to such of the directors as it may be feasible to reach by any available means of communication. Such notice shall be given at such time in advance of the meeting as circumstances permit in the judgment of the person calling the meeting.

(b) At any such meeting of the Board of Directors, a quorum shall consist of the number of directors in attendance at such meeting.

(c) The Board of Directors, either before or during any such emergency, may, effective in the emergency, change the principal office or designate several alternative principal offices or regional offices, or authorize the officers so to do.

(d) The Board of Directors, either before or during any such emergency, may provide and from time to time modify, lines of succession in the event that during such an emergency any or all officers or agents of the corporation shall for any reason be rendered incapable of discharging their duties.

(e) No officer, director or employee acting in accordance with these Emergency Bylaws shall be liable except for willful misconduct.

(f) These Emergency Bylaws shall be subject to repeal or change by further action of the Board of Directors or by action of the shareholders, but no such repeal or change shall modify the provisions of the next preceding paragraph with regard to action taken prior to the time of such repeal or change. Any amendment of these Emergency Bylaws may make any further or different provision that may be practical and necessary for the circumstances of the emergency.

CERTIFICATE

I hereby certify that the foregoing Bylaws, consisting of twelve (12) pages, including this page, constitute the Bylaws of eMax Worldwide, Inc. adopted by the Board of Directors of the corporation, as of December 31, 2009

President

EXHIBIT 99.1

eMax Worldwide, Inc. Reschedules Shareholder Meeting and the appointment of new SEC Auditors Bongiovanni & Associates, Inc.

Chipley, FL, United States, 2/15/2010 - eMax Holdings Corp. (Other OTC: EMXC), recently renamed eMax Worldwide, Inc., announces today that it has re-scheduled its annual shareholder meeting for December 3-5, 2010 in Panama City Beach Florida.

After reviewing new rules regarding notification of shareholders for its annual shareholder meeting, eMax Worldwide has rescheduled its annual shareholder meeting to properly comply with new said rules. Shareholders can make early reservations for the annual meeting which is scheduled at the Edgewater Beach & Golf Resort Gulf front in Panama City Beach, Florida. eMax Worldwide guests can call reservations at 800.874.8686 to book their reservations or book online at: www.edgewaterbeachresort.com using Promo Code: 1405. The Edgewater Beach and Golf Resort has

offered eMax shareholders a deep discounted rate for the shareholder meeting and is available from December 3-5, 2010.

On February 12, 2010 eMax Worldwide, Inc. announced that it had retained the services of Bongiovanni & Associates, Inc. to prepare the company's financial audits and to help further work towards meeting SEC fully reporting status for up-listing to OTCBB exchange as a fully reporting company. You can find more information at the company's website, www.emaxcorp.com

In addition to the rescheduling of the annual shareholder meeting eMax, their auditors, Bongiovanni & Associates, Inc.. <http://www.BAI-CPA.com>, and their SEC counsel, McMullen and Associates LLC are working diligently finishing all necessary filings and audits to expedite the mailing process of all dividends to the shareholders. This will allow eMax Worldwide to reach compliance as a fully reporting company.

In May of this year a new international airport will be opening in Panama City-Bay County www.newpcairport.com. This will allow easier travel for shareholders who plan on attending the Dec 3-5 meeting. "The North West Florida area is undergoing rapid growth and eMax is in a great position to capitalize on this growth. There will be opportunities for new media and entertainment companies and real estate investing enterprises. eMax is excited to be involved in promoting Panama City Beach and the surrounding areas", stated Roxanna Weber, President of eMax.

"We believe Washington County and Bay County are slated for tremendous growth over the next ten years. Panama City Beach, Florida, is a beautiful vacation destination with white sandy beaches and wonderful entertainment attractions. Panama City Beaches was recently voted 12th in the most beautiful beaches throughout the world. "eMax Worldwide has some tremendous announcements and incredible surprised events planned for the shareholders at the annual meeting, and this is one event all shareholders should not miss", stated, Roxanna Weber.

About eMax Worldwide, Inc.

eMax Worldwide, Inc., (emaxcorp.com), eMax Worldwide, Inc. is a diversified holding company investing in family valued multimedia, entertainment, communication, broadcasting, high-end technologies, and real estate and finance industries through five corporations. eMax Worldwide, Inc. holds stock interest in eMax Media Group., EMAX Networks Group, Inc., EMAX Technology Group, Inc., EMAX Finance Group and Washington Realty Corp

Safe Harbor Statement

Information in this press release may contain 'forward-looking statements.' Statements describing objectives or goals or the Company's future plans are also forward-looking statements and are subject to risks and uncertainties, including the financial performance of the Company and market valuations of its stock, which could cause actual results to differ materially from those anticipated. Forward-looking statements in this news release are made pursuant to the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995.

Contact: [eMax Worldwide, Inc](http://www.emaxcorp.com)

Roxanna Weber

850-638-3920

info@emaxcorp.com

EXHIBIT 99.1

eMax Worldwide, Inc. Retains the SEC Auditing Services of BAI-CPA.com

SALT LAKE CITY, UT -- (Marketwire) -- 02/12/10 -- eMax Holdings Corp. (PINKSHEETS: EMXC), recently renamed eMax Worldwide, Inc., <http://www.emaxcorp.com/>, announces today that it has retained the services of Bongiovanni & Associates, Inc., <http://www.BAI-CPA.com>, to prepare the company's financial audits and to help further work towards meeting SEC fully reporting status for up-listing to OTCBB exchange as a fully reporting company.

Mrs. Roxanna Weber, CEO, stated, "We are very excited about the opportunity to work with BAI-CPA.com and their staff, <http://www.bai-cpa.com>. This is one of our many administrative goals in growing our company. We feel that achieving fully reporting status on the OTC Bulletin Board Exchange will broaden our market exposure and add credibility to our company. We want our shareholders to have the confidence that the Company is continuously striving to reach their new goals.

About Bongiovanni & Associates, Inc.

"BAI-CPA" is a financial accounting firm whose principals have over twenty years' experience as accountants to the securities industry. Bongiovanni & Associates, CPAs, with three decades of productive client relationships, is firmly committed to building a long-term relationship with you through our team of accountants, attorneys, and paralegals, as well as our associations with many sources in the industry all work to fulfill our clients' different needs.

About eMax Holdings Corporation

eMax Holdings Corporation (<http://www.emaxcorp.com>), recently renamed eMax Worldwide (<http://www.emaxworldwide.com>), is a diversified holding company investing in networks, multimedia, entertainment, communication, broadcasting, technologies, real estate, energy and finance industries.

Safe Harbor Statement

Information in this press release may contain 'forward-looking statements.' Statements describing objectives or goals or the Company's future plans are also forward-looking statements and are subject to risks and uncertainties, including the financial performance of the Company and market valuations of its stock, which could cause actual results to differ materially from those anticipated. Forward-looking statements in this news release are made pursuant to the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995.

CONTACT: eMax Holdings Corp.

+1-850-638-3920 Web Site: <http://www.emaxcorp.com/>

EXHIBIT 99.1 **eMax Worldwide, Inc. Plans Shareholder Meeting**

NewsWireToday - /newswire/ - Chipley, FL, United States, 12/28/2009 - eMax Holdings Corp. (Other OTC: EMXC), recently renamed eMax Worldwide, Inc., announces today that it has scheduled its annual shareholder meeting for the weekend of February 26-28, 2010 in Panama City Beach Florida.

All shareholders can make early reservations for the annual shareholder meeting which is scheduled at the Edgewater Beach & Golf Resort Gulf front in Panama City Beach, Florida. Reservations can be made by RSVP through the company's website located at emaxcorp.com or by the special link site provided by the Edgewater Beach Golf Resort. eMax Worldwide guests can call reservations at 800.874.8686 to book their reservations or book online at edgewaterbeachresort.com using Promo Code: 1405. The Edgewater Beach and Golf Resort has offered eMax shareholders a deep discounted rate for the shareholder meeting and is available from February 26 - March 2, 2010. (This is 3 additional days after the conference so all attendants may want to enjoy beautiful Panama Beach for a longer period of time).

“Panama City Beach Florida is a beautiful vacation destination with white sandy beaches and wonderful entertainment attractions. This year, Panama City Beaches was voted 12th in the most beautiful beaches throughout the world. Come and see how beautiful the beaches are for yourself. eMax Worldwide has some wonderful announcements and incredible surprised events planned for the shareholders at the annual meeting and this is one event all shareholders should not miss”, stated, Roxanna Weber, President of eMax Worldwide, Inc.

The Resort Collection of Panama City Beach which includes the family-friendly Edgewater Beach & Golf Resort, the intimate Majestic Beach Resort, the new luxuriously appointed Emerald Beach Resort, the relaxing Long Beach Resort, the exclusive En Soleil, and the distinctive Marina Landing and all properties are managed by The Edgewater Beach Resort Management, Inc. The Edgewater Resort boasts more than 1,000 full-service gulf-front suites and golf villas, 90,000 square feet of combined indoor and outdoor meeting space, 6 Plexicushion tennis courts, an outdoor basketball court, batting cages, 21 luxurious pools, a 9-hole executive golf course and 27 holes of championship golf at the Hombre Golf Club on Northwest Florida's Gulf Coast. For information on The Resort Collection of Panama City Beach visit resortspcbeach.com/.

About eMax Worldwide, Inc.

eMax Holdings Corporation (emaxcorp.com), recently renamed eMax Worldwide, Inc., is a diversified holding company investing in networks, multimedia, entertainment, communication, broadcasting, technologies, real estate, energy and finance industries.

Safe Harbor Statement

Information in this press release may contain 'forward-looking statements.' Statements describing

objectives or goals or the Company's future plans are also forward-looking statements and are subject to risks and uncertainties, including the financial performance of the Company and market valuations of its stock, which could cause actual results to differ materially from those anticipated. Forward-looking statements in this news release are made pursuant to the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995.

EXHIBIT 99.1 Press Release

eMax Holdings Corp. Retains the SEC Legal Services of McMullen Associates LLC

CHIPLEY, FL -- (Marketwire) -- 12/04/09 -- eMax Holdings Corp. (PINKSHEETS: EMXC) <http://www.emaxcorp.com/>, announces today that it has retained the services of McMullen Associates LLC <http://www.mcmullenassociates.com/> as securities legal counsel for the company.

The attorney's at McMullen Associates have over 20 years experience working with publicly traded companies, preparing documents, procedures and filings to meet SEC fully reporting status for up-listing to OTCBB exchange as a fully reporting company. Mrs. Roxanna Weber CEO stated, "McMullen Associates LLC is a good fit for eMax Holdings because of their experience working with small-cap public companies. We are extremely blessed and honored to have the ability to work with such a fine company and staff that is found at McMullen Associates LLC. We are moving forward with the proper registrations and filing to become a fully reporting company on the bulletin board exchange. One of the lead attorneys at McMullen Associates LLC, Don Brown, is an accomplished book author and truly understands the business of intellectual media and property rights that is relevant to our company and corporate held interests. Recently Mr. Brown's newest book, 'Treason' has become The #1 Best Selling Fiction Novel on Amazon.com. You can read more about Don Brown's books at <http://www.donbrownbooks.com.>"

About Attorney Don Brown

Attorney Donald Brown Esq. has been practicing law for over 20 years has extensive experience in all aspects of Securities Law, SEC Filings, Securities Litigation and Business Litigation and provides ongoing advice to public and private companies. Mr. Brown has successfully navigated many SmallCap Companies through S-1, and Form 211/15c211 process obtaining listings and providing ongoing securities counsel. His expertise includes PPM preparation and all aspects of general securities law practice."

About McMullen Associates, Inc.

"McMullen Associates LLC" is a Securities and Corporate Law Firm that specializes in Securities Regulation; Corporate Law; Mergers and Acquisitions; Corporate Finance; Business Law, Private Placement Memorandums, Exchange Listings, Franchising, as well as all general securities law practice and corporate law matters. The Firm employs experienced staff securities attorneys and associates working together to assist private and public client companies with all aspects of Securities and Corporate Law.

About eMax Holdings Corporation

eMax Holdings Corporation (PINKSHEETS: EMXC) (<http://www.emaxcorp.com>), recently renamed eMax Worldwide (<http://www.emaxworldwide.com>), is a diversified holding company investing in networks, multimedia, family entertainment, communication, broadcasting, high-end technologies, electronics, real estate, energy and finance industries. through five companies, eMax Media Group, eMax Networks Group, eMax Finance Inc., eMax Technology Group and Washington Realty Corp.
Safe Harbor Statement

Information in this press release may contain 'forward-looking statements.' Statements describing objectives or goals or the Company's future plans are also forward-looking statements and are subject to risks and uncertainties, including the financial performance of the Company and market valuations of its stock, which could cause actual results to differ materially from those anticipated. Forward-looking statements in this news release are made pursuant to the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995.

CONTACT:

eMax Holdings Corp.

+1-850-638-3920

Web Site: <http://www.emaxcorp.com/>

EXHIBIT 3.3

eMax Worldwide, Inc.
1512 S 1100 East, Suite B
Salt Lake City, Utah 84105
407-615-2100
<http://www.emaxcorp.com>

May 11, 2009
Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Dear Ms. Fainer

eMax Holdings Corporation , now named eMax Worldwide, Inc Board of Directors and controlling shareholders has made the following changes :

1. The respectful companies has rescinded the change of control dated July 8, 2008 and announced the corrected change in control to the SEC on March 20, 2009.
2. The company increased its authorized common stock from 500,000,000 shares to 1,400,000,000 .
3. The Company's common stock was restructured through a 1:1000 reverse split of the One Billion, Three Hundred and Seventy Eight Million and Sixty Five Thousand Three Hundred and Sixty Four outstanding shares of common stock and leaving a share balance of 1,378,065 issued and outstanding common shares. For every 1000 shares a common stock the holder owns in e Max Worldwide, Inc then they will receive one share of common stock in EMAX Worldwide, Inc. The record date we have stated will be June 15, 2009
4. The company is applying for a new cusip number.
5. The company needs to apply for a new ticker symbol and has asked if they can check the following symbols for the company, (EMAX, EMMX, EMXX), if allowable
e Max Holdings Corp., now named eMax Worldwide, Inc. is a Publicly traded company on NASDAQ OTC: Pinksheets and trading under the stock symbol EMXC. The effective date will be set as of the date of June 15, 2009

The transfer agent is National Stock Transfer Agent 801-485-7978 Contact Kay Galster

Sincerely Yours,
Roxanna Weber CEO/Sec

EXHIBIT 99.1

eMax Worldwide, Inc. Releases letter to it's Shareholders

Chipley, FL - December 2, 2009 /PRNewswire/ -- EMAX Holdings Corp. (Other OTC: EMXC) , recently renamed eMax Worldwide, Inc., ("eMax") updates their shareholders on recent events. "We are very excited about the future of eMax this next year due to all the growth activities we have been very involved with completing this year", stated Roxanna Weber, President of eMax Worldwide, Inc. Recently, eMax Worldwide, Inc. has not been making many public statements of their activities due to the fact that they are currently working with NASDAQ and the SEC to put their company in full compliance, fully transparent and hopefully in the very near future moving off the NASDAQ Pink Sheets and trading on another larger stock exchange board. Last month, eMax filed a large compliance document to NASDAQ and currently they are awaiting the approval for their new stock symbol and trading date for the company's new symbol since the company has been restructured recently. eMax Worldwide is also currently preparing for a very large and swift growth agenda that their Board of Directors has put in place for the company and their corporate holdings.

eMax Worldwide has recently hired a SEC attorney to help them with all their corporate filings to the SEC and currently is in the process of engaging an SEC auditing firm

As eMax continues to update their corporate filings and finish their audits shareholders will be able to find all the materials at their corporate website as they are filed with the respective agencies. This year a lot of regulation requirements has changed by the new President 's Administration, and for the better. However, the additional request of information on publicly trading companies has now caused companies a little longer time frame to complete name changes, mergers and acquisitions and or capital restructuring. At the eMax website, you will find links to the important forms and listing requirement files which the corporation has to work within the guidelines; and you can read on your own the new guidelines that eMax and you as a shareholder in the OTCBB companies has to work within currently at <http://www.finra.org>.

We at eMax must have the final approval of NASDAQ and the ticker symbol affective date so we can finish issuing the last of four dividends that our company currently owes to our shareholders.

Also at this time, eMax is working on the following matters:

1. eMax is scheduling a shareholder meeting for the last weekend in February next year in Panama City Beach Florida.
2. eMax is currently preparing the completion of corporate audits for the company..
3. eMax is preparing a disclosure information statement that is filed with FINRA, which will help us to complete to get into complete compliance with the Securities and Exchange Commission.
4. eMax is preparing to spin out EMAX Media Group and issuing a new stock dividend to our shareholders. Shareholders dividends in the previous companies: Freedom Entertainment and EntertainMax Worldwide will be allowed to be exchanged into EMAX Media Group at that time and those shares will also be registered as freely trading shares.
5. eMax is currently in the pre-production stages of numerous music and Television projects and will be announcing the events in the very near future.
6. eMax has recently invested partly in the Real Estate construction company, named Washington

Realty Corporation and that company specializes in concrete installation and finishing services.

7. eMax has recently moved its operating headquarters to Washington County Florida. The Real Estate opportunities that are available in the county are like no other areas eMax has seen for a long time and it is attributed to the following reasons: 1) There is a new international airport being built and will be opening spring of next year. h. 2) Washington County also has a great Technological Vocational School and 3) a slate of county officials that are very proactive in the community to help companies like eMax grow and succeed. We are living in very uncertain times like a lot of people have never seen in the past. eMax is still very committed to invest in and increase business in the areas that are needed desperately today such as clean family media, entertainment and communications, innovative and economical new technologies, and affordable housing and other real estate development needs.

About eMax Holdings Corporation

eMax Holdings Corporation, Inc., recently renamed eMax Worldwide, is a diversified holding company investing in networks, multimedia, entertainment, communication, broadcasting, technologies, real estate, energy and finance industries.

Safe Harbor Statement

Information in this press release may contain 'forward-looking statements.' Statements describing objectives or goals or the Company's future plans are also forward-looking statements and are subject to risks and uncertainties, including the financial performance of the Company and market valuations of its stock, which could cause actual results to differ materially from those anticipated. Forward-looking statements in this news release are made pursuant to the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995.

EXHIBIT 99.1

eMax Worldwide, Inc. Files 8-K to Announce Change of Control and Reverses Corporate Stock
SALT LAKE CITY, UT--(Marketwire - July 6, 2009) - eMax Worldwide, Inc., previously named eMax Holdings Corporation (PINKSHEETS: EMXC), announced they have filed an 8-K to announce that Dr. Slavoljub Stefanovic and his family is know longer the controlling shareholder or the President and Chairman of the Board of the company. Currently Roxanna Weber is the President and Dorliss Bright is the Vice President of the company. Roxanna Weber, Dorliss Bright and Matthew Weber are directors. The filing can be found listed at www.sec.gov and at our website.

President Roxanna Weber stated, "Due to the economical hardships many people are having in America today, this has been the reason for capital infusion delays as originally promised by Slavoljub Stefanovic and was agreed in writing; during the sale agreement which was signed last year between Dr. Slavo Stefanovic and E and A Enterprises Trust, Corp. Due to the delays closing the escrow of the agreement, E and A Enterprises decided to rescind the agreement signed and began to work diligently to capitalize, personally, the needs of the company, including working personally to issue the outstanding dividends owed to the corporate shareholders, filing all corporate statements with the SEC and getting eMax into full compliance. All the current Directors of the company appreciate greatly the time spent with the Stefanovic family and wish them well in their family business and endeavors."

Ms. Weber also stated, "Due to the unrest in all the capital markets and on Wall street, the company's Board of Directors and Controlling stockholders have voted unanimously to reverse the stock of the company 1000:1. The company believes this event will allow the company to grow quickly and be in a very good capitalized position to complete some very good business acquisition candidates available at this time that would help our overall companies grow exponentially. The company is working with NASDAQ to effectuate all the changes and the record date will be announced in the very near future. Currently, the company is working on issuing all stock dividends all at one time. You can find all current information always at our websites, <http://www.emaxcorp.com>, and <http://www.emaxworldwide.com>."

As a proactive shareholder, you can speed the process of receiving your stock dividends, if you are holding a corporate stock certificate, by sending to the company's transfer agent, National Stock Transfer Agency, ("NST"), 1512 S 1100 East, Suite B, Salt Lake City, Utah 84105 Phone 801-485-7978 fax 801-466-4677.

Ms. Weber stated, "The Directors of the company would like to thank all shareholders who have called our office or emailed us their current mailing information. We have received all that information and have updated our records. We are preparing to mail all dividends. We would like to advise our shareholders, if you would like to ensure you directly and correctly receive your dividend shares, then we have prepared the following procedures. For everyone holding a stock certificate, please feel free to mail your certificate to the transfer agent for EMAX Holdings Corporation, National Stock Transfer Agency, ('NST'). Please sign the back of the certificate, mail to NST and send the following administration fees as follows. If you would like to change your existing certificate for a new one in the name of EMAX Worldwide, then send \$70.00 along with certificate and NST will reissue you the correct certificate. In addition, if you held the certificate during the last two dividend event dates of May 15, 2007 and June 15, 2007 please send an addition \$30.00 for each of the two dividend shares

certificate you will be receiving. Please make sure you send to the transfer agent your correct mailing information at that time. If a shareholder is holding a certificate in the name of EMAX Corp or Gateways to Space, Inc., you can also follow the directions listed above to exchange your shares in the correct name and to receive your dividend shares, which you are entitled to. We are implementing these procedures so as to help expedite the mailing correctly of dividends to all shareholders and to enable all shareholders to have direct access to our transfer agent, so everyone can monitor the dividend process personally." Ms. Weber stated, "We thank everyone for their support and understanding as we have been moving towards the completion of having all dividends issued to our shareholders." She stated, "You can find all current filings, information and current letters issued by the company's President and other corporate officers and Directors on eMax at their websites. Keep checking back to the websites for current information on the company within the next few weeks and months."

About eMax Holdings Corporation

eMax Holdings Corporation (<http://www.emaxcorp.com>), recently renamed eMax Worldwide, (<http://www.emaxworldwide.com>), is a diversified holding company investing in networks, multimedia, entertainment, communication, broadcasting, technologies, real estate, energy and finance industries. You can reach eMax at 407-615-2100

This press release contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, which are intended to be covered by the safe harbors created thereby. Investors are cautioned that all forward-looking statements involve risks and uncertainties, including, without limitation, the future press releases of eMax.

EXHIBIT 99.1

eMAX Holdings Corporation announces Dividend Progress

SPRINGFIELD, TN, May 15, 2007 (MARKET WIRE via COMTEX) -- eMax Holdings Corporation (PINKSHEETS: EMXC) (<http://www.emaxcorp.com>) announces today May 15, 2007 is the last day to own shares in EMXC to take part in a new stock dividend distribution

As of this date, all eMax Holdings Corporation shareholders will be entitled to receive a new share of common stock in eMax Holdings Corporation for each two shares of common stock they currently hold in eMax Holdings Corporation. The record date for the stock dividend is May 15, 2007.

eMax Holdings Corp shareholders should expect to receive regular mailings from the company. If you are a shareholder and do not know if we have your correct mailing address, please email info@emaxcorp.com your correct information. The company has received a lot of great communications from shareholders recently and the company always enjoys hearing from their shareholders

"We value our shareholders and the position that they have taken in supporting eMax. In response to that support, the Board of Directors of eMax Holdings Corporation has approved by all its directors and officers to continue to consolidate certain holdings and issue the new stock dividend in the company to its shareholders. The company and its operating divisions have grown immensely the past few years and issuing this stock dividend is a great way for the company to show it's gratitude and support to all of it's shareholders for believing in the company and its founders efforts," said Roxanna Weber, CEO, eMax Holdings Corp.

About eMax Holdings Corporation

eMax Holdings Corporation (<http://www.emaxcorp.com>) is a diversified holding company investing in multimedia, entertainment, communication, broadcasting, IT and artificial intelligence technologies, and real estate, energy and finance industries.

This press release contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, which are intended to be covered by the safe harbors created thereby. Investors are cautioned that all forward-looking statements involve risks and uncertainties, including, without limitation, the future press releases of eMax.

Contact:

eMax Holdings Corp.

Roxanna Weber

866-585-2065

<http://www.emaxcorp.com>

EXHIBIT 3.3

April 4, 2008
Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Re: Change in Forward Stock Dividend originally announced in May of 2007 and corrected in new Release dates October 11, 2007

Dear Ms. Fainer

We had recently announced a one for every two shares of common stock held in the company EMAX Holdings Corporation that the shareholders would receive as a new share of common stock and as a dividend in the company; and with a stated a record date of May 15, 2007. The dividends have not be mailed due to the fact that in October of 2007 our Board of Directors agreed and announced a different larger dividend which was set as follows: Each shareholder will now receive a new common share of stock in eMax Holdings for every 1.84 shares they held in the company as of the record date of May 15, 2007 . The shares are in the process of being prepared for mailings at this time and without any necessary action on the part of the shareholders

For every 1.84 shares currently held by each shareholder, the shareholder will receive one (1) newly issued common share of stock in the company, EMAX Holdings Corporation. There was 193,120,247 shares issued and outstanding on record as of the day of May 15, 2007 and so currently the dividend being issued will add an additional 105,099,470 shares to the total shares outstanding and issued. The new issued and outstanding shares of common stock will be a total of 298,293,178

The shares are currently being issued as 144 restricted common stock and will not become freely trading until such time as the company finishes filing the necessary registration paperwork; which the company is currently preparing.

The transfer agent is National Stock Transfer Agent
801-485-7978. Contact Kay Gallister

Thank You for your attention to these matters

Sincerely Yours,
Roxanna Weber, Chairman/CEO

EXHIBIT 3.3

July 31, 2007
Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Dear Ms. Fainer

We have recently announced a one for every four shares of common stock held in the company the shareholders will receive a new share of common stock as a dividend in the company; and with a stated a record date of June 15, 2007. The dividends will be mailed out by September 15, 2007 with no required action by the shareholder.

The shares are in the process of being prepared for mailings at this time and without any necessary action on the part of the shareholders

For every two (2) shares currently held by each shareholder, the shareholder will receive one (1) newly issued common share of stock in the company, EMAX Holdings Corporation. These numbers are pre-merger with Gold Rush Investments Corp. There was 289,680,370 shares issued and outstanding on record as of the day of June 15, 2007 and so currently the dividend being issued will add an additional 96,560,123 shares to the total shares outstanding and issued. The new issued and outstanding shares of common stock will be a total of 362,100,462. The dividends will be mailed out by September 15, 2007 with no required action by the shareholder.

The shares are currently being issued as 144 restricted common stock and will not become freely trading until such time as the company finishes filing the necessary registration paperwork; which the company is currently preparing.

The transfer agent is National Stock Transfer Agent
801-485-7978. Contact Kay Galster

Thank You for your attention to these matters

Sincerely Yours,
Roxanna Weber
Chairman/CEO

EXHIBIT 3.3

June 12, 2007
Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Dear Ms. Fainer

We are sending this information to you to announce that the Board of Directors and shareholders of eMax Holdings Corporation has consented to reverse merge the company EMAX Holdings Corporation into Gold Rush Investments Corporation, a Utah corporation. All EMAX Holdings Corporation shareholders will exchange 1 share of their current EMAX Holdings Corporation stock for one new share of stock in the merged company. The company will also go through a name change. The new name of the corporation will be EMAX Worldwide, Inc. The dividends will be mailed out by September 15, 2007 and with no required action by the shareholder.

We would like to ask for one of the following ticker symbols for the new ticker symbol of the merged company if available: EMAX, EMXX, EMAC

The date of record we have stated was June 15, 2007

eMax Corporation's transfer agent is National Stock Transfer Agent in Salt Lake City Utah, 801-485-7978. For further questions of them please contact Kay or Roger Greer

Thank You for your attention to this matter.

Roxanna Weber
Chairman/CEO

EXHIBIT 3.3

June 1, 2007
OTC Bulletin Board Coordinator
NASDAQ Market Operations
80 Merritt Boulevard
Trumbull, CT 06611
Fax (203)385-6381

To Whom It May Concern

We are sending this information to you to announce that the Board of Directors and shareholders of eMax Holdings Corporation has consented to reverse merge the company EMAX Holdings Corporation into Gold Rush Investments Corporation, a Utah corporation. All EMAX Holdings Corporation shareholders will exchange 1 shares of their current EMAX Holdings Corporation stock for one new share of stock in the merged company. The company will also go through a name change. The new name of the corporation will be EMAX Worldwide, Inc. This event will also present a new stock dividend in EMXC to the EMAX Holdings Corporations shareholders prior to the merger. The date of record of will be June 15, 2007

We would like to ask for one of the following ticker symbols for the new ticker symbol of the merged company if available: EMAX, EMXX, EMAC

The date of record we have stated will be June 15, 2007

eMax Corporation's transfer agent is National Stock Transfer Agent in Salt Lake City Utah, 801-485-7978. For further questions of them please contact Kay or Roger Greer

Thank You for your attention to this matter.

Sincerely Yours,
Roxanna Weber
CFO/Sec. Co-Chair

EXHIBIT 3.3

July 31, 2007
Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Dear Ms. Fainer

We have recently announced a one for every four shares of common stock held in the company the shareholders will receive as a new share of common stock as a dividend in the company; and with a stated a record date of June 15, 2007. The dividends have not be mailed due to the fact that in October our Board of Directors agreed and announced a different and larger dividend which was set as follows: Each shareholder will receive a new common share of stock in eMax Holdings for every 3.64 shares they held in the company as of the record date of June 15, 2007

For every 3.64 shares currently held by each shareholder, the shareholder will receive one (1) newly issued common share of stock in the company, EMAX Holdings Corporation. There was 289,680,370 shares issued and outstanding on record as of the day of June 15, 2007 and so currently the dividend being issued will add an additional 81,405,248 shares to the total shares outstanding and issued. The new issued and outstanding shares of common stock will be a total of 362,100,462.

The shares are currently being issued as 144 restricted common stock and will not become freely trading until such time as the company finishes filing the necessary registration paperwork; which the company is currently preparing.

The transfer agent is National Stock Transfer Agent
801-485-7978. Contact Kay Gallister

Thank You for your attention to these matters

Sincerely Yours,

Roxanna Weber
Chairman/CEO

EXHIBIT 3.3

Jennifer A. Fainer
The NASDAQ Stock Market
Dividend Department
* jennifer.fainer@nasdaq.com
* (203)385-6366
Fax (203)385-6381

Dear Ms. Fainer

We are sorry for delay in getting this materials to you. We had stated a record date of March 18, 2003 for a dividend as it relates to the merger of Gateways Entertainment into another company

The shares are scheduled to be mailed on April, 24, 2004 without any action on the part of the shareholders

If I own Nines share in eMAX Corporation then I will receive
One common share of stock in the company Freedom Entertainment International, Inc.
Freedom Entertainment International is a Publicly traded company on NASDAQ originally named SPINPLANET.COM but is not a trading company yet. Freedom Entertainment is in process of requesting trading status.

The Spin off shares will be registered with the SEC but not be freely trading until proper registration and filings are made by Freedom Entertainment with the SEC.

3/18/2003 one in Freedom for nine in EMAX
5,118,283 emax corp-

3/18/2005 one in Entertainmax for three held
8,456,160

The transfer agent is National Stock Transfer Agent. 801-485-7978
Contact Kay or Roger Greer

Thank You for your attention to this matters

Sincerely Yours,
Roxanna Weber
CEO/Sec. Co-Chair

EXHIBIT 3.3

August 1, 2007
OTC Bulletin Board Coordinator
NASDAQ Market Operations
80 Merritt Boulevard
Trumbull, CT 06611
Fax (203)385-6381

To Whom It May Concern

We are sending this information to you to announce that the Board of Directors and shareholders of eMax Holdings Corporation has consented to reverse merge the company EMAX Holdings Corporation into Gold Rush Investments Corporation, a Utah corporation. All EMAX Holdings Corporation shareholders will exchange 1 share of their current EMAX Holdings Corporation common stock for one new share of stock in the merged company. The company will also go through a name change. The new name of the corporation will be EMAX Worldwide, Inc. At time of the merger there was approximately 434,824,916 shares issues and outstanding. The dividends will be mailed out by September 15, 2007 and with no required action by the shareholder.

We would like to ask for one of the following ticker symbols for the new ticker symbol of the merged company if available: EMAX, EMXX, EMAC

The date of record we have stated will be June 15, 2007

eMax Corporation's transfer agent is National Stock Transfer Agent in Salt Lake City Utah, 801-485-7978. For further questions of them please contact Kay or Roger Greer

Thank You for your attention to this matter.

Sincerely Yours,

Roxanna Weber
CEO/Sec. Chairman

Letter to Shareholder January 24, 2008

Dear Shareholders,

For the past 7 years, we have been busy consolidating some business holdings, preparing corporate filings, started to bring a slate of wonderful managers and officers into the company to run the newly reorganized EMAX and establishing the opening of some very incredible new operational divisions. These managers have already begun to commit more growth capital resources for the companies success, as well. This letter we hope will be a good recap for all of our wonderful shareholders, friends, founding members, affiliates, family, directors, and professional associates to understand a little about where EMAX has come from, where it is currently and where we hope for it to be in the next two and five years. We thank each and every one of our shareholders and friends emails and words of suggestions. We do read and listen to all of them. We try to respond to all emails but we know this year we have not been as good in that department in communication with our shareholders. While working on the reorganization matters, we could not fairly make communications readily available until we started some filings. If there is an email not unanswered we are working on correcting those matters but do feel free to email us again. Currently we have begun to file our disclosure filings to the Securities and Exchange Commission and there are many more being prepared for filing as well.

At this time we would like to take this moment to bring you up-to-date about eMax Holdings Corporation. Let us begin by briefly recapping the history of the company. Currently we are preparing for mailing dividends. Do we have your current mailing address and or email address. Please feel free to contact our office 866-585-2065 to give us your current info or you can email us at shareholders@emaxcorp.com and give us your current info. Since management took control of this company in 1999, those managing directors and officers have never taken a salary from the company. All members of the company's management have deferred their salary compensation and took restricted founder shares in the company for all of their loyal and hard years of work for the benefit of the company. At this writing, all of us at EMAX would like each shareholder to know how much we appreciate each and every one of our shareholder's investments. We have some of the most loyal, steadfast investors of any company we know. Because of the incredible faithful, trusting investors from the US, Canada and many other countries, our company and the companies we have invested into have grown ASTRONOMICALLY, and this year all shareholders will see the rewards in numerous dividends. We are very proud of our enormous progress so far in many areas, but we have only just begun. The eMax corporate web site has been redeployed as a central reference point for eMax Corp's shareholders providing communications and investor information on the company and its investments. Please check in for updated information at <http://www.emaxcorp.com>

Folks have thought we have been slow in our efforts but we have walked cautiously and prudently with much time to deliberate our actions, We thank God for his guidance and answered prayers every day. We thank each and every shareholder that has been devoted and who has kept us and the company in their daily prayers, as well.

Several years ago management reorganized the company into a holding company and invested at that time into several different business enterprises.

eMax Holdings Corporation has successfully acquired interests in several businesses the past seven years in operating areas and companies such technologies, family entertainment and media and other

pre-recorded music, Internet, broadcasting, Video and Television programs and the acquisition and development of real estate, energy , IT and software development technologies. Due to the enormous growth the past several years in those new company ventures and which EMAX has invested into; in year 2007 the EMAX Board of Directors voted to grant two very strong new forward stock dividends for their shareholders. The Board of Directors of EMAX Holdings Corporation approved the stock dividends to their loyal shareholders and the plans that was approved are listed below

On October 11, 2007 eMax Holdings Corporation announced as they were finalizing the issuance of dividends, the company announced increased stock dividends

After the acquiring the licensing rights form Artist Innovations Inc., For every shareholder that held shares on May 15, 2007, their dividend issuance will be one for each 1.84 common shares held, not 1 for 2, as originally announced in May of 2007, an eight percent gain.

In June of 2007 and pertaining to the merger of EMAX Holdings Corporation into Gold Rush Investments Inc., the company announced that on the record date of June 15, 2007, a forward stock dividend was announced for 1 for each 4 common shares held but the dividend rate was restated in October of 2007 as actually 1 for each 3.52 common shares held, a twelve percent gain.

The recalculation of the above mentioned stock dividends is what has caused EMAX to delay issuing the stock dividends until this time. The Board of directors of the company wanted to make sure to give each shareholder every stock dividend they were entitled to and to perfect the distribution of all dividends at one time so as to save time and expense for the corporation.

HISTORY OF COMPANY

In 1999, new management bought control of the company from the founders and changed the name to eMax Corporation, restructuring it into a holding company and focused on multimedia and family entertainment investments. Today the company is known as eMax Holdings Corporation (OTC Pink Sheets: EMXC). In the past the company has gone through a few changes. One change that occurred was that the company's name was changed from Gateways to Space to eMax corp. and then in year 2004 the name was again changed to EMAX Holdings Corporation . In 2007 EMAX Holdings Corp reverse merged into it's partly owned company Gold Rush Investment Corp and the company has changed its name to EMAX Worldwide Inc. and the company is reorganized the company investment interests into four new companies. eMax Holdings Corporation holds stock interest in eMAX Media Group, Inc., EMAX Technology Group, Inc., EMAX Networks Group, Inc., and Gold Rush Networks Group.

About EMAX MEDIA GROUP, INC .

EMAX Media Group is a positive and family oriented global music, multimedia, entertainment and broadcasting company that offers high-quality products and services focused in the areas of pre-recorded music, feature film and TV production, concert and sports events, and merchandising. Investors can find current updates and developments at http://www.emaxcorp.com/e_media.html Recently EMAX Media acquired the marketing and licensing rights held by Artist Innovations to market, sell or license music libraries, software game rights , video marketing rights and numerous technology rights. EMAX Media Group is segmented into three divisions . EMAX MUSIC'S principle business is the wholesale distribution of pre-recorded music in the form of CD's, Cassette Tapes, DVD's, Video Tapes. <http://www.emaxmusic.com>, <http://www.emaxcorp.com/music.html> EMAX PRODUCTIONS attends and promotes numerous outdoor sports and Special Events. The

Company receives revenue from the rental of vendor spaces, admission receipts, motorcycle accessory and parts sales, food, beverage and merchandise sales. <http://www.emaxcorp/productions.html>
<http://www.emaxracing.com>, <http://www.emaxcorp.com/emaxalive.html>

EMAX STUDIOS manages all feature film production, television specials and program production and home video activities. <http://www.emaxcorp.com/studios.html>

About EMAX TECHNOLOGY GROUP, INC.

EMAX Technology Group, Inc., a company partly owned by eMax Holdings Corporation, signed a marketing and distribution agreement for new mobile electronics such as mpoblie phones, media players, game players, storage devices and other forms of portable energy products. EMAX Technology Group plans to cross-market and promote new energy products and technologies along with a new line of consumer electronics that EMAX plans to launch this year. eMax Technology Group is currently building out the network systems that will allow the company to market and sell eMax family entertainment and media content; which includes music, games, movies, gifts, electronics, and other consumer goods worldwide. eMax will also be marketing and selling their own branded mobile phones, media players and other consumer electronics. http://www.emaxcorp.com/e_tech.html

About EMAX Networks GROUP, INC

EMAX Networks was founded in 2000 and established to build a new network that will compete and give all other TV network, internets, and music labels a race to help to change the programs that travel over our radio, TV, internet and wireless networks today. EMAX Networks plans to help change the music, family programming, and internet content, back to the clean and family programming that traditional TV used to provide to their audiences, to keep our airwaves safe from hearing words of violence, and immorality, and hoping to help disseminate uplifting and positive music, TV shows, and internet content. EMAX NETWORKS plans to launch a 24 hour broadcast network which will showcase all family entertainment movies, television shows and Music and internet and communication services and EMAX Networks Group owns the rights to the new interactive entertainment family internet port (www.emaxnet.net) <http://www.emaxcorp.com/network.html>. EMax Networks launched its family portal, <http://www.emaxnet.net>, in 2002. EMAXNET is affiliated with retailers such as Amazon, Wal-Mart, The Gap, Old Navy, Brooks Brothers, Macy, Time Life, Kmart, Toys "R" US, Target, Disney, BMG Music, HSN, Best Buy, DVD Planet, Circuit City, Sears, A&E Networks, eMusic, Travelocity, Expedia, and many more.

About Gold Rush Network, Inc.

Gold Rush Network, Inc. was formed to serve as a real estate investment and development holding company and is actively acquiring and developing real estate and energy properties in the U.S. and Canada. GOLD RUSH NETWORK founded a new financial portal company, www.goldrushnetwork.com in year 2005. Gold Rush Networks' financial division expands across the entire financial industry. Gold Rush Network Group owns a multitude of financial portals, products, and services. Gold Rush Networks goal is to introduce new products and services to the investment community, brokers, and everyday users to enhance their investment strategies and increase their investment knowledge. Please visit our site frequently and look for announcements concerning these new products and services.

EXHIBIT 99.1

Press Release issued by Registrant, dated October 11, 2007

eMax Holdings Corporation Announces Updates on Dividends

eMax Holdings Corporation (PINKSHEETS: EMXC), announces today that as they are finalizing the issuance of dividends. At this time the company is announcing increased dividends. For every shareholder that held shares on May 15, 2007, your dividend issuance will be one for each 1.84 common shares held, not 1 for 2, an eight percent gain. On June 15, 2007, the dividend announced was 1 for 4 but the dividend rate is actually 1 for each 3.52 common shares held, a twelve percent gain. This equates to a total increase of twenty percent to the shareholders in dividends.

At this time the last of the dividends are being issued and will be sent to shareholders without any action necessary on their part. The company realizes the issuance of dividends has taken longer than management expected, and previously announced, however the company is very particular in making sure to attend to details and making sure the shareholders get all the dividends they are entitled to. eMax Holdings Corporation is also preparing, currently, a private placement offering; to be properly registered with the SEC, to help keep funding the company's rapid growth. The company's management is planning to institute a proper and registered stock buyback program at the same time. The filing of the recent 8k marks the first of many filings the company will be completing over the next several months; and to get the company into complete compliance with the SEC and then also to request listing on Nasdaq's Bulletin Board or for Small Cap listing.

About eMax Holdings Corporation

eMax Holdings Corporation (<http://www.emaxcorp.com>) is a diversified holding company investing in multimedia, entertainment, communication, broadcasting, IT technologies, real estate, energy and finance industries.

Exhibit 3.3

Sent letter registered mail to Slavo Stefanovic- marked as received

January 23, 2009

Dear Slavoljub Stefanovic,

Below you will find a letter which we sent to you on October 12, 2008, and which stated the importance to finish closing the purchase contract between our companies and which included the payment of several corporate liabilities listed on Schedule A.

At this time, and after six months , the liabilities still have not been met by you or the company, and thus the contract has not finished closing escrow due to these matters. At this time we have no choice but to terminate the contract agreement based on the following terms:

The contract and escrow agreement calls for the following costs to be met and they have not been to date met: See below highlighted information from contract.

"ESCROW AGREEMENT (this "Agreement"), dated as of July 4, 2008, by and among **Dianne Christmas** ("Christmas"), and certain persons affiliated with **E and A Enterprises Trust** identified in the signature pages hereof (collectively, "Sellers"), **EMAX Worldwide Inc.**, a Utah corporation (the "Company") and **Slavoljub Stefanovic**, a resident of Florida ("Purchaser"), and **Andrew Andrade P.A.** (the "Escrow Agent").

The Company, the Sellers and the Purchaser have entered into a Purchase Agreement, dated as of the date hereof (the "Purchase Agreement"), pursuant to which the Purchaser has agreed to purchase certain shares of common stock of the Company ("Common Stock") owned by Sellers (the "Relevant Shares") at a price of \$6400. (the "Purchase Price"). The company has also entered into an agreement to pay certain professional fees associated with EMXC for past services. Andrew Andrade is to be paid \$36,000, the transfer agent needs to be paid \$10,000 to process and mail stock dividends and other fees listed on Schedule A

**Schedule A
Liabilities**

1.Short Term Liabilities	Total Due
Legal fees to Attorney Andrew Andrade	
EMXC	26,000
Gold Rush Investments	10,000
Corporate Office Annual Renewal Fees	700
State of Delaware Sales Tax	3200
Transfer Agent and Dividend Transfer Fees (printing new dividend certificates, mailing etc)	12,000
Auditor Retainer In future	5,000
Sec Attorney Retainer	5,000
Fees owed to DTC and Nobos	2700

Fees for filings to SEC forms and press

2000

To date none of the liabilities have been paid as agreed in the contract and was Scheduled to be closed within 30 days from the date of the contract as stated in Section 6.1 and represented terms below and no later by November 19, 2008 and as stated in line 6.1 of the purchase agreement, see below statement.

"Section 6.1 Termination. This Agreement may be terminated by either the Purchaser or the Sellers if the Closing does not take place within thirty (30) days from the date hereof"

Due the facts listed above, we are currently: 1). canceling the contract dated as of July 8, 2008 and filed with the SEC. 2). Cancelling 64,000,000 shares of common stock issued to you per the agreement, and 3). canceling the 25,000,000 warrants issued to you as per the contact.

After we issued the letter to you In October of 2008, attached below, you had agreed to make the payments. At this time, you have not complied to date or as outlined within the terms of the purchase contract. Please note , at this time, we will forward a copy of this letter to the Escrow Agent, Andrew Andrade, and to the corporate Transfer Agent, along with other necessary instructions relevant to this letter of termination.

Sincerely Yours

Dianne Christmas
President/Secretary

Letter sent to Slavo Stefanovic
October 12, 2008

Dear Slavoljub and Ljibica Stefanovic

We wish to thank you and your family very much for the time you gave our family to go through a major and fast surgical procedure for the founder of our companies, E and A Enterprises Trust and their family. Due to the untimely health issues, this has kept Ms Weber from giving you the updated accounting for the companies and the internal accounting of the affairs of all the respective companies till now

We are elated and very excited with the new business activities you are bringing into the Gold Rush Networks Group and EMAX Worldwide companies and your business philosophies. We here know, if we all do what we do best as a team of experts, then this company really will jump up quickly

Attached with this letter you will find accounting forms that Ms Weber had compiled and was prepared to send to you two weeks ago. Please review at your earliest convenience. Please note that there is still monies owed for shares that our companies Gold Rush Holdings and EntertainMax Worldwide and Emax Technology sold to your companies several months ago. It is very important to attend to these shares for the shares have been transferred, the documents have been signed and the companies however have not received those funds. Just as you want us to finish to send to your family the balance of the shares for our change of control contract, we signed four months ago, we also would like to finish the other older businesses as well.

After Mr. and Mrs. Weber met with you last week, they felt confident and requested from the transfer agent and the corporate counsel to allow me to release the shares to you at this time, due to your personal commitments.

Slavo it is very important that you help to finish purchasing the shares we have already sent to you in your name and by your request. ..We have attached copies of those written requests and their respective transactional dates. We as major shareholders and directors of eMax Worldwide and E and A Enterprises Trust are having to use our own funds to continue to pay corporate bills. This is what we have personally been doing for over nine years now. However, we need your help in fulfilling the previous stock transactions so we can pay our own expenses and other bills which are owed by the public company so as to keep doing the right things. This has now become a dire situation for myself personally, and the Webers and the other director Dorliss Bright. We are all doing legal work, paying office costs, doing media, press, advertising and marketing activities daily, including building websites for your companies, and none of us are getting paid and now we are not even meeting our own personal expenses.

It our pleasure working with your family and you and we hope you can help the companies with these capital needs requirements through your networks. We too are talking to our core shareholders for support now as well.

Should you have any further question do not hesitate to contact me at 407-953-6260

Sincerely Yours

Pastor Dianne Christmas, President E and A Enterprises, Inc.