

FERRARO VALERIE
Form 5
February 14, 2011

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
FERRARO VALERIE

2. Issuer Name **and** Ticker or Trading
Symbol
SPOT MOBILE INTERNATIONAL
LTD. [RPID]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
10/31/2010

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice President

4950 YONGE STREET,Â SUITE
900

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

NORTH YORK,Â A6Â M2N 6K1

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	Â	Â	Â	Â Â Â Amount (D) Price	0 ⁽¹⁾	D	Â
COMMON STOCK	Â	Â	Â	Â Â Â Amount (D) Price	566,667 ⁽²⁾ <u>(3)</u>	D	Â

Reminder: Report on a separate line for each class of
securities beneficially owned directly or indirectly.

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contained in this form are not required to respond unless
the form displays a currently valid OMB control number.**

SEC 2270
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FERRARO VALERIE 4950 YONGE STREET SUITE 900 NORTH YORK, A6 M2N 6K1	Â X Â Â Vice President Â

Signatures

Valerie Ferraro 02/14/2011

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Ms. Ferraro is a director, officer and shareholder of Blackbird Corporation, a Florida corporation ("Blackbird"). Blackbird owned 10 million shares of Series A Convertible Preferred Stock of the Issuer (the "Preferred Stock"), which shares represented, on an as-converted basis, 80% of the issued and outstanding shares of Common Stock of the Issuer. Upon the filing of the Amended and Restated Certificate of Incorporation of the Issuer on June 7, 2010, the Preferred Stock automatically converted into 520 million shares of Common Stock of the Issuer. Blackbird then distributed the 520 million shares of the Issuer's Common Stock to its existing shareholders, on a pro rata basis, on June 7, 2010.
- (2) Blackbird distributed 520 million shares of the Issuer's Common Stock owned by Blackbird to its existing shareholders, on a pro rata basis, on June 7, 2010.
- (3) On October 27, 2010, the Issuer effected a 1-for-30 reverse stock split of its Common Stock, resulting in the reduction of the reporting person's ownership from 17,000,000 shares of Common Stock to 566,667 shares of Common Stock.

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