FORD MOTOR CO
Form 424B5
December 08, 2006

Filed Pursuant to Rule 424(b)(5)
Registration Statement Nos. 333-75214 and 333-139149

PROSPECTUS SUPPLEMENT
(To prospectus dated January 24, 2002)

$4,500,000,000

Ford Motor Company

4.25% Senior Convertible Notes due 2036

The notes will bear interest from December 15 , 2006 at the rate of 4.25% per annum. Ford will pay interest semiannually in arrears on the 15th day of June and December, beginning June 15, 2007. The notes will be convertible into shares of our common stock based on a conversion rate (subject to adjustment) of 108.6957 shares per $1,000 principal amount of notes (which is equal to an initial conversion price of approximately $9.20 per share). Holders may require Ford to purchase all or a portion of the notes for cash on December 20, 2016 and December 15, 2026 or upon a change in control or for shares of our common stock upon a designated event, in each case for a price equal to 100% of the principal amount of the notes being repurchased, plus any accrued and unpaid interest to, but not including, the date of repurchase. Ford may redeem for cash all or a portion of the notes at its option at any time or from time to time on or after December 20, 2016 at a price equal to 100% of the principal amount of the notes to be redeemed, plus accrued and unpaid interest to, but not including, the redemption date. In addition, Ford may terminate your conversion rights at any time on or after December 20, 2013 if the closing sale price of our common stock exceeds 140% of the then prevailing conversion price for 20 trading days during any consecutive 30 trading day period.

A brief description of the notes can be found under Summary The Offering beginning on page S-3.

SEE RISK FACTORS BEGINNING ON PAGE S-10 FOR A DISCUSSION OF CERTAIN FACTORS YOU SHOULD CONSIDER BEFORE INVESTING IN THE NOTES.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the adequacy or accuracy of this prospectus supplement and the accompanying prospectus. Any representation to the contrary is a criminal offense.

Ford s common stock is listed on the New York Stock Exchange under the symbol F. The last reported sale price of Ford common stock on the New York Stock Exchange on December 6, 2006 was $7.36 per share.

	Per Note	Total
Initial public offering price	$ 1,000	$ 4,500,000,000
Underwriting discounts and commissions	$ 20	$ 90,000,000
Proceeds, before expenses, to Ford	$ 980	$ 4,410,000,000

The initial public offering price above does not include accrued interest, if any. Interest on the notes will accrue from the date of original issuance, expected to be December 15, 2006.

To the extent the underwriters sell more than $4,500,000,000 principal amount of the notes, the underwriters have the option to purchase up to an additional $450,000,000 principal amount of the notes from Ford at the initial public offering price less the underwriting discount.

The underwriters expect to deliver the notes in book entry form only through the facilities of The Depositary Trust Company against payment in New York, New York on December 15, 2006.

Citigroup **Goldman, Sachs & Co.** **JPMorgan**

Deutsche Bank Securities

Lehman Brothers

Merrill Lynch & Co.

Morgan Stanley

BNP PARIBAS

Prospectus Supplement dated December 6, 2006

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You should rely only on the information contained in or incorporated by reference in this prospectus supplement and the related prospectus. Ford has not authorized anyone to provide you with different information.

We are not making an offer of these securities in any state where the offer is not permitted. You should not assume that the information contained in or incorporated by reference in this prospectus supplement and the related prospectus is accurate as of any date other than the date on the front of this prospectus supplement.

ABOUT THIS PROSPECTUS SUPPLEMENT

The following information supplements, and should be read together with, the information contained in the related prospectus. You should read this information together with the financial statements and notes to the financial statements appearing elsewhere in or incorporated by reference into this prospectus supplement and the related prospectus.

WHERE YOU CAN FIND MORE INFORMATION

We file annual, quarterly and special reports and other information with the Securities and Exchange Commission (the SEC). You may read and copy any document we file at the SEC s public reference room at 100 F Street, N.E., Washington, D.C. Please call the SEC at 1-800-SEC-0330 for further information on the public reference room. Our SEC filings also are available to you at the SEC s web site at *http://www.sec.gov*. The SEC allows us to incorporate by reference the information we file with them into this prospectus supplement, which means that we can disclose important information to you by referring you to those documents and those documents will be considered part of this prospectus supplement. Information that we file later with the SEC will automatically update and supersede the previously filed information.

We incorporate by reference the documents listed below and any future filings made with the SEC under Section 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934 until this offering has been completed.

Ford Annual Report on Form 10-K/A dated November 14, 2006 (our Annual Report);

Ford Quarterly Reports on Form 10-Q/A for the quarters ended March 31, 2006 and June 30, 2006, each dated November 17, 2006, and the Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, dated November 14, 2006; and

Ford Current Reports on Form 8-K filed January 4, 2006, January 6, 2006, January 12, 2006, January 17, 2006, January 25, 2006, February 1, 2006, February 10, 2006, March 1, 2006, March 9, 2006, March 9, 2006, March 9, 2006, April 3, 2006, April 7, 2006, April 19, 2006, May 2, 2006, May 15, 2006, June 1, 2006, June 9, 2006, June 29, 2006, July 5, 2006, July 17, 2006, July 19, 2006, July 25, 2006, August 1, 2006, August 2, 2006, August 9, 2006, August 22, 2006, August 23, 2006, August 25, 2006, August 31, 2006, September 5, 2006, September 8, 2006, September 18, 2006, September 19, 2006, September 20, 2006, October 3, 2006, October 23, 2006, November 1, 2006, November 14, 2006, November 17, 2006, November 27, 2006, November 29, 2006, December 1, 2006, December 5, 2006, December 5, 2006, and December 6, 2006 (except for the information furnished pursuant to Item 2.02 and Item 7.01 of Form 8-K and the furnished exhibits relating to that information).

In addition, all reports and other documents we subsequently file pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934, as amended, after the date of this prospectus supplement (other than any information furnished pursuant to Item 2.02 or Item 7.01 of any Current Report on Form 8-K unless we specifically state in such Current Report that such information is to be considered filed under the Securities Exchange Act of 1934, as amended, or the Exchange Act, or we incorporate it by reference into a filing under the Securities Act or the Exchange Act) will be deemed to be incorporated by reference in this prospectus supplement and to be part of this prospectus supplement from the date of the filing of such reports and documents. Any statement contained in this prospectus supplement or in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of this prospectus supplement to the extent that a statement contained in any subsequently filed document which is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute

a part of this prospectus supplement.

Notwithstanding the foregoing, we are not incorporating any document or information deemed to have been furnished and not filed in accordance with SEC rules. You may obtain a copy of any or all of the documents referred to above which may have been or may be incorporated by reference into this prospectus supplement (excluding certain exhibits to the documents) at no cost to you by writing or telephoning us at the following address:

Ford Motor Company
One American Road
Dearborn, MI 48126
Attn: Shareholder Relations Department
800-555-5259 or 313-845-8540

Forward Looking Statements

This prospectus supplement includes forward looking statements. All statements other than statements of historical facts included or incorporated by reference in this prospectus supplement, including, without limitation, statements in the sections entitled Summary and Risk Factors regarding the prospects of our industry and our prospects, plans, financial position, and business strategy, may constitute forward looking statements. These statements are based on the beliefs and assumptions of our management and on the information currently available to our management at the time of such statements and involve a number of risks, uncertainties, and other factors that could cause actual results to differ materially from those stated. Forward looking statements generally can be identified by the words believes, expects, anticipates, intends, plans, estimates or similar expressions that indicate future events and trends. Altho we believe that the expectations reflected in these forward looking statements are reasonable, these expectations may not prove to be correct. Important factors that could cause actual results to differ materially from our expectations are disclosed in this prospectus supplement, including in the section entitled Risk Factors. These forward looking statements speak only as of the date of this prospectus supplement. We will not update these statements unless the securities laws require us to do so. Factors, risks and uncertainties that could cause actual outcomes and results to be materially different from those projected include, among others:

Continued decline in our market share;

Continued or increased price competition resulting from industry overcapacity, currency fluctuations or other factors;

A market shift (or an increase in or acceleration of market shift) away from sales of trucks or sport utility vehicles, or from sales of other more profitable vehicles in the United States;

A significant decline in industry sales, particularly in the United States or Europe, resulting from slowing economic growth, geo-political events (e.g., an escalation or expansion of armed conflict in or beyond the Middle East) or other factors;

Lower than anticipated market acceptance of our new or existing products;

Continued or increased high prices for or reduced availability of fuel;

Currency or commodity price fluctuations;

Adverse effects from the bankruptcy or insolvency of, change of ownership or control of, or alliances entered into by, a major competitor;

Economic distress of suppliers that has in the past and may in the future require us to provide financial support or take other measures to ensure supplies of components or materials;

Work stoppages at Ford or supplier facilities or other interruptions of supplies;

Single-source supply of components or materials;

Labor or other constraints on our ability to restructure our business;

Worse than assumed economic and demographic experience for our postretirement benefit plans (e.g., discount rates, investment returns, and health care cost trends);

The discovery of defects in vehicles resulting in delays in new model launches, recall campaigns or increased warranty costs;

Increased safety, emissions, fuel economy or other (e.g., pension funding) regulation resulting in higher costs, cash expenditures, and/or sales restrictions;

Unusual or significant litigation or governmental investigations arising out of alleged defects in our products or otherwise;

A change in our requirements for parts or materials where we have entered into long-term supply arrangements that commit us to purchase minimum or fixed quantities of certain parts or materials, or to pay a minimum amount to the seller (take-or-pay contracts);

Inability to access debt or securitization markets around the world at competitive rates or in sufficient amounts due to additional credit rating downgrades, unfavorable capital market conditions, insufficient collateral, greater-than-expected negative operating-related cash flow or otherwise;

Higher than expected credit losses;

Increased competition from banks or other financial institutions seeking to increase their share of financing Ford vehicles;

Changes in interest rates;

Collection and servicing problems related to finance receivables and net investment in operating leases;

Lower than anticipated residual values or higher than expected return volumes for leased vehicles;

New or increased credit, consumer or data protection or other regulations resulting in higher costs and/or additional financing restrictions; and

Inability to implement the Way Forward plan.

SUMMARY

This summary highlights certain information that we believe is important concerning our business and this offering. It does not contain all of the information that may be important to you and to your investment decision. The following summary is qualified in its entirety by the more detailed information and consolidated financial statements and notes thereto appearing elsewhere in this prospectus supplement or incorporated herein by reference. You should carefully read the entire prospectus supplement, the related prospectus and all of the documents incorporated herein by reference, and you should consider, among other things, the matters set forth in the section entitled Risk Factors before deciding to invest in the notes. In this prospectus supplement and related prospectus, unless indicated otherwise, we, us and our refer to Ford, the issuer of the notes, and its subsidiaries.

COMPANY OVERVIEW

We incorporated in Delaware in 1919. We acquired the business of a Michigan company, also known as Ford Motor Company, incorporated in 1903 to produce and sell automobiles designed and engineered by Henry Ford. We are one of the world s largest producers of cars and trucks combined. We and our subsidiaries also engage in other businesses, including financing vehicles.

We review and present our business results in two sectors: Automotive and Financial Services. Within these sectors, our business is divided into reportable segments based upon the organizational structure that we use to evaluate performance and make decisions on resource allocation, as well as availability and materiality of separate financial results consistent with that structure.

Our Automotive and Financial Services segments are described in the table below:

Business Sector	**Reportable Segments**	**Description**
Automotive	Ford North America	Primarily includes the sale of Ford, Lincoln and Mercury brand vehicles and related service parts in North America (the United States, Canada and Mexico).
	Ford South America	Primarily includes the sale of Ford-brand vehicles and related service parts in South America.
	Ford Europe	Primarily includes the sale of Ford-brand vehicles and related service parts in Europe, Turkey and Russia.
	Premier Automotive Group	Primarily includes the sale of Premier Automotive Group (PAG) brand vehicles (i.e., Volvo, Jaguar, Land Rover and Aston Martin) and related service parts throughout the world (including North and South America, Asia Pacific and Africa).
	Ford Asia Pacific and Africa/Mazda	Primarily includes the sale of Ford-brand vehicles and related service parts in the Asia Pacific region and South Africa, and also includes our share of the results of Mazda Motor Corporation (of which we own approximately 33.4%) and certain of our Mazda-related investments.
Financial Services	Ford Motor Credit Company	

Primarily includes vehicle-related financing, leasing, and insurance.

Outlook. For the fourth quarter of 2006, we expect automotive operating-related cash outflows of about $3 billion and restructuring cash expenditures of between $500 million and $1 billion. We expect that, following completion of the Financing Transactions described below, we will have automotive gross cash (i.e., cash, cash equivalents, loaned and marketable securities and short-term Voluntary Employee Beneficiary Association (VEBA) assets) and committed credit lines totaling at least $38 billion at year-end 2006.

During the period 2007 through 2009, we expect cumulative automotive operating-related cash outflows of about $10 billion and cumulative cash expenditures for restructuring actions of about $7 billion. More than half of this $17 billion cash outflow is expected to occur in 2007. This cash outflow primarily reflects substantial operating losses in our automotive sector through 2008 and cash expenditures incurred in connection with personnel separations. It also reflects our expectation to continue to invest in new products throughout this period at about the same level as we have during the past few years, or approximately $7 billion annually.

In addition to any proceeds to be received from this offering and the closing of the new senior secured credit facilities described below, over this three-year period we expect automotive cash inflows of about $4 billion, reflecting the use of $3 billion in long-term VEBA assets, proceeds from receipt of government tax refunds and affiliate tax payments, and proceeds from planned divestitures of Aston Martin and Automobile Protection Corporation, offset partially by pension contributions.

Beginning in 2007, our indirect, wholly-owned subsidiary, Ford Motor Credit Company (together with its subsidiaries, referred to herein as FMCC or Ford Credit) will suspend its regular dividend payments. Also in 2007, we anticipate a deterioration in overall total company earnings, resulting primarily from decreased earnings at FMCC (associated with lower financing margins, lower credit loss reserve reductions, and the effect of lower average receivable levels) and increased interest costs associated with a higher level of debt at Ford. During 2008 and 2009, we anticipate that FMCC s profitability will improve from 2007 levels.

For a definition and discussion of operating-related cash flow, see the information under the heading Management s Discussion and Analysis of Financial Condition and Results of Operations Liquidity and Capital Resources Automotive Sector in Part I, Item 2 of our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, which is incorporated herein by reference.

Senior Secured Credit Facilities. We intend to enter into new senior secured credit facilities substantially concurrently with the closing of the offering of the notes. The new senior secured credit facilities are expected to include a seven-year term loan with an aggregate principal amount of $7 billion, which will be drawn in a single drawing upon the closing of the facilities. The new senior secured credit facilities are also expected to include a five-year revolving credit facility, with an aggregate amount of between $10.5 billion and $11.5 billion, which amount may change at closing or thereafter based on market conditions and other factors. The revolving credit facilities are not expected to be drawn upon the closing of the facilities, but may be drawn upon at any time subject to satisfying certain conditions. We and certain of our existing domestic subsidiaries will be guarantors under the new senior secured credit facilities and our future material domestic subsidiaries will become guarantors when formed or acquired. Our obligations under the new senior secured credit facilities, along with obligations arising under certain hedging agreements, cash management obligations and additional first lien *pari passu* secured indebtedness will be secured on an equal basis by first-priority liens on our principal domestic manufacturing facilities (subject to public debt indenture limitations) and substantially all of our other domestic automotive assets, certain intellectual property, certain real property, all or a portion of the stock of certain of our subsidiaries (including FMCC and Volvo), certain intercompany payables and notes and up to $4 billion of marketable securities or cash proceeds therefrom. See Description of Other Indebtedness Senior Secured Credit Facilities. This offering is not conditioned upon entering into the new senior secured credit facilities.

This offering of the notes and the borrowings and commitments under our new senior secured credit facilities and the application of the net proceeds therefrom are collectively referred to throughout this prospectus supplement as the Financing Transactions.

THE OFFERING

Securities Offered	$4,500,000,000 aggregate principal amount of 4.25% senior convertible notes due 2036, which may increase up to $4,950,000,000 aggregate principal amount of senior convertible notes, if the underwriters exercise their over-allotment option in full. Unless otherwise indicated, all information in this prospectus supplement assumes the over-allotment option is not exercised.
Offering Price	100% of the principal amount. The principal amount per note is $1,000.
Ranking	The notes will be senior unsecured obligations of Ford and will:

be effectively junior to any existing or future secured debt;

rank equally in right of payment with any existing or future senior unsecured indebtedness;

rank senior to all of our existing and future subordinated debt, including Ford s 6.50% Junior Subordinated Debentures due 2032; and

be structurally subordinated to all existing and future liabilities of our subsidiaries, including debt for borrowed money, guarantees of our new senior secured credit facilities, trade payables, lease commitments and pension and postretirement healthcare and life insurance liabilities.

As of September 30, 2006, we and our subsidiaries (other than our financial services sector, including FMCC) had approximately $17.7 billion of consolidated indebtedness. As of September 30, 2006, our financial services sector had approximately $136.7 billion of consolidated indebtedness, including $134.5 billion of consolidated indebtedness of FMCC.

As of September 30, 2006, on a pro forma basis after giving effect to the Financing Transactions, our total outstanding debt (other than debt of our financial services sector, including FMCC) would have been approximately $29.2 billion, including:

$7.0 billion of secured indebtedness under our new senior secured credit facilities and $0.3 billion of existing secured indebtedness;

$2.2 billion of additional unsecured indebtedness of our subsidiaries that would be structurally senior to the notes;

$10.0 billion of unsecured indebtedness that would have been *pari passu* with the notes; and

$5.2 billion of the Junior Subordinated Debentures due 2032.

In addition, as of September 30, 2006 on a pro forma basis after giving effect to the Financing Transactions, (1) we would have had undrawn commitments under our new senior

secured revolving credit facilities being entered into in connection with the Financing Transactions of between $10.5 billion and $11.5 billion, which amount may change at closing or thereafter based on market conditions and other factors, and (2) we estimate that we would continue to have commitments under existing unsecured bilateral credit facilities of approximately $1.2 billion.

Maturity Date	December 15, 2036
Interest	4.25% per annum on the principal amount, payable semiannually in arrears in cash on June 15 and December 15 of each year, commencing June 15, 2007.
Conversion	Holders may surrender their notes for conversion into Ford s common stock at a conversion rate of 108.6957 shares of its common stock per $1,000 principal amount of notes. This is equivalent to an initial conversion price of approximately $9.20 per share of our common stock. The conversion rate may be adjusted under certain circumstances, but will not be adjusted for accrued interest. See Description of Notes Conversion Rights Conversion Rate Adjustments and Description of Notes Conversion Rights Adjustment to Conversion Rate upon a Designated Event. Upon conversion, Ford will have the right to deliver, in lieu of shares of its common stock, cash or a combination of cash and shares of its common stock, in each case calculated as described under Description of Notes Conversion Rights Settlement upon Conversion. At any time on or prior to the 26th trading day prior to the maturity date, Ford may irrevocably elect to satisfy its conversion obligation with respect to the principal amount of the notes to be converted as described under Description of Notes Conversion Rights Our Right to Irrevocably Elect Net Share Settlement upon Conversion. Upon any conversion, subject to certain exceptions, you will not receive any cash payment representing accrued and unpaid interest. See Description of Notes Conversion Rights Conversion Procedures.
Termination of Conversion Rights	In addition, we may terminate your conversion rights at any time on or after December 20, 2013 if the closing sale price of our common stock exceeds 140% of the then prevailing conversion price for 20 trading days during any consecutive 30 trading day period as described under Description of Notes Conversion Rights Our Right to Terminate Conversion Rights.
Optional Redemption	Ford may redeem for cash all or a portion of the notes at its option at any time on or after December 20, 2016 at a price equal to 100% of the notes to be redeemed, plus accrued and unpaid interest to, but not including, the redemption date, see Description of Notes Redemption by Ford.
Repurchase at the Option of Holders	

Holders may require Ford to purchase for cash all or a portion of their notes on December 20, 2016 and December 15, 2026

	at a price equal to 100% of the principal amount of the notes being repurchased, plus any accrued and unpaid interest to, but not including, the date of repurchase. See Description of Notes Repurchase at the Option of Holders.
Repurchase upon a Designated Event or Change in Control	Holders may require Ford to repurchase notes upon a change in control in cash at 100% of the principal amount of the notes, plus any accrued and unpaid interest to, but not including, the date of repurchase as described under Description of Notes Repurchase upon a Designated Event or Change in Control. Holders may also require Ford to repurchase notes upon the occurrence of certain designated events in shares of our common stock at 100% of the principal amount of the notes, plus any accrued and unpaid interest to, but not including, the date of repurchase. In addition, the conversion rate will be increased for any holder who elects to convert its notes in connection with certain designated events. See Description of Notes Conversion Rights Adjustment to the Conversion Rate upon a Designated Event.
Use of Proceeds	We expect to use proceeds from both this offering and borrowings under our new senior secured credit facilities for general corporate purposes, including to fund a portion of our substantial negative operating-related cash flow and to pay restructuring costs expected to be incurred in the future. See Use of Proceeds .
Certain Covenants	The indenture under which the notes will be issued contains covenants for the benefit of the holders of the notes which, among other things, restrict Ford s ability to consolidate, merge, transfer all or substantially all of its assets, create liens or enter into sale and lease-back transactions. See Description of Notes Certain Covenants. The indenture and the notes will not limit the amount of debt Ford or any of its subsidiaries may incur.
Events of Default	The following will be Events of Default for the notes:
	failure to pay accrued and unpaid interest on the notes for 30 days after becoming due;
	failure to pay the principal amount, redemption price or repurchase price of any note for five business days after such amount becomes due and payable on the notes;
	failure by Ford to provide notice of a change in control as required by the indenture;
	default in the delivery when due of all cash and any shares of common stock payable upon conversion with respect to the notes, which default continues for 15 days; and
	failure by Ford to comply with any of its other covenants in the notes or the indenture upon receipt by us of notice of such default by the trustee or

by holders of not less than 25% in aggregate principal mount of the notes then outstanding and its failure to cure (or obtain a waiver of) such default within 90 days after receipt of such notice or

	such shorter period as set forth under Description of Notes Reports to Trustee ; and
	certain events of bankruptcy, insolvency or reorganization affecting Ford.
New York Stock Exchange Symbol for Common Stock	F
Global Notes; Book-Entry System	Ford intends to issue the notes only in fully registered form without interest coupons and in denominations of $1,000 and integral multiples of $1,000. The notes will be evidenced by one or more global notes deposited with the trustee for the notes, as custodian for The Depository Trust Company, or DTC. Beneficial interests in the global note will be shown on, and transfers of those beneficial interests can only be made through, records maintained by DTC and its participants. See Description of Notes Form, Denomination, Transfer, Exchange and Book-Entry Procedures.
Tax	The notes and common stock that may be issuable upon conversion of the notes will be subject to complex U.S. federal income tax and estate tax rules. Prospective investors are strongly urged to consult their own tax advisors with respect to the federal, state, local and foreign tax consequences of purchasing, owning, and disposing of the notes and common stock into which the notes are convertible. See Certain United States Federal Income and Estate Tax Considerations.
Governing Law	The indenture and the notes are governed by the laws of the State of New York.
Trustee	The Bank of New York, as successor trustee to JPMorgan Chase Bank.
Risk Factors	You should carefully consider all of the information contained or incorporated by reference in this prospectus supplement prior to investing in the notes. In particular, we urge you to carefully consider the information set forth under Risk Factors beginning on page S-10 of this prospectus supplement for a discussion of risks and uncertainties relating to us, our business and an investment in the notes.

Summary Consolidated Financial Data

The following table sets forth selected financial data for each of the last five years (dollar amounts in millions, except per share amounts). The selected financial data presented in the following table has been restated for the fiscal years ended December 31, 2001, 2002, 2003, 2004 and 2005 and the nine months ended September 30, 2005. The nature of the restatements and the effect on the financial statement line items are discussed in Note 28 to our audited consolidated financial statements contained in our Annual Report on Form 10-K/A for the year ended December 31, 2005 and incorporated by reference in this prospectus supplement. Prior year amounts have also been reclassified to conform to current year presentation.

We derived the summary historical financial data presented below from our consolidated financial statements. The statement of operations and other data presented below for the years ended December 31, 2005, 2004 and 2003 and the balance sheet data presented below at December 31, 2005 and 2004 are derived from our audited consolidated financial statements contained in our Annual Report on Form 10-K/A for the year ended December 31, 2005 and incorporated by reference in this prospectus supplement. We derived the unaudited statement of operations and other data presented below for the years ended December 31, 2002 and 2001 and the balance sheet data presented below at December 31, 2003, 2002 and 2001 from Item 6 (Selected Financial Data) in our Annual Report on Form 10-K/A for the year ended December 31, 2005, which is incorporated by reference in this prospectus supplement. We derived the statement of operations and other data presented below for the nine months ended September 30, 2006 and 2005 and the balance sheet data presented below at September 30, 2006 from our unaudited consolidated financial statements contained in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006 and incorporated by reference in this prospectus supplement. Our unaudited consolidated financial statements for the nine months ended September 30, 2006 and 2005 include, in our opinion, all adjustments consisting of normal recurring adjustments necessary for a fair statement of the results for the period. The results of interim periods may not be indicative of our results for the full year.

	Year Ended December 31, 2001 (Restated)	Year Ended December 31, 2002 (Restated)	Year Ended December 31, 2003 (Restated)	Year Ended December 31, 2004 (Restated)	Year Ended December 31, 2005 (Restated)	Nine Months Ended September 30, 2005 (Restated)	Nine Months Ended September 30, 2006
Summary of Operations							
Total Company							
Sales and revenues	$ 162,501	$ 167,000	$ 166,095	$ 172,316	$ 176,896	$ 130,571	$ 119,805
Income/(loss) before income taxes	(6,372)	4,036	914	4,109	1,079	1,337	(9,363)
Provision/credit) for income taxes	(1,777)	1,459	(46)	643	(845)	(328)	(2,499)
Minority interests in net income of subsidiaries	24	367	314	282	280	196	126
Income/(loss) from continuing operations	(4,619)	2,210	646	3,184	1,644	1,469	(6,990)
	(168)	(333)	(143)	(146)	47	45	2

Income/(loss) from discontinued operations							
Cumulative effects of change in accounting principle		(1,002)	(264)		(251)		
Net income/(loss)	$ (4,787)	$ 875	$ 239	$ 3,038	$ 1,440	$ 1,514	$ (6,988)
Automotive sector							
Sales	$ 130,746	$ 134,706	$ 139,433	$ 147,119	$ 153,474	$ 112,778	$ 107,356
Operating income/(loss)	(7,767)	(507)	(1,035)	(200)	(4,188)	(1,985)	(11,717)
Income/(loss) before income taxes	(8,859)	(957)	(1,387)	(178)	(3,874)	(1,575)	(10,913)

	Year Ended December 31, 2001 (Restated)	Year Ended December 31, 2002 (Restated)	Year Ended December 31, 2003 (Restated)	Year Ended December 31, 2004 (Restated)	Year Ended December 31, 2005 (Restated)	Nine Months Ended September 30, 2005 (Restated)	Nine Months Ended September 30, 2006
Financial Services sector							
Revenues	$ 31,755	$ 32,294	$ 26,662	$ 25,197	$ 23,422	$ 17,793	$ 12,449
Income/(loss) before income taxes	2,487	4,993	2,301	4,287	4,953	2,912	1,550
Total Company Data Per Share of Common and Class B Stock							
Basic:							
Income/(loss) from continuing operations	$ (2.56)	$ 1.21	$ 0.35	$ 1.74	$ 0.89	$ 0.80	$ (3.73)
Income/(loss) from discontinued operations	(0.09)	(0.19)	(0.08)	(0.08)	0.03	0.02	
Cumulative effects of change in accounting principle		(0.55)	(0.14)		(0.14)		
Net income/(loss)	$ (2.65)	$ 0.47	$ 0.13	$ 1.66	$ 0.78	$ 0.82	$ (3.73)
Diluted:							
Income/(loss) from continuing operations	$ (2.56)	$ 1.14	$ 0.35	$ 1.59	$ 0.87	$ 0.76	$ (3.73)
Income/(loss) from discontinued/held-for-sale operations	(0.09)	(0.16)	(0.08)	(0.07)	0.02	0.03	
Cumulative effects of change in accounting principle		(0.47)	(0.14)		(0.12)		
Net income/(loss)	$ (2.65)	$ 0.51	$ 0.13	$ 1.52	$ 0.77	$ 0.79	$ (3.73)
Cash dividends	$ 1.05	$ 0.40	$ 0.40	$ 0.40	$ 0.40	$ 0.30	$ 0.25
Sector Balance Sheet Data at Year End							
Assets							
Automotive sector	$ 87,869	$ 100,140	$ 111,208	$ 113,251	$ 113,825		$ 113,926
Financial Services sector	188,680	187,576	195,509	189,188	162,194		164,193
Intersector elimination	(4,650)	(5,865)	(3,356)	(2,753)	(83)		(994)
Total assets	$ 271,899	$ 281,851	$ 303,361	$ 299,686	$ 275,936		$ 277,125

Long-term Debt						
Automotive sector	$ 13,467	$ 13,363	$ 18,758	$ 17,250	$ 16,900	$ 16,376
Financial Services sector	123,148	121,304	123,655	112,080	103,080	105,100
Total long-term debt	$ 136,615	$ 134,667	$ 142,413	$ 129,330	$ 119,980	$ 121,476
Stockholders Equity	$ 7,856	$ 7,633	$ 13,459	$ 17,437	$ 13,442	$ 9,163
Other data:						
Ratio of Earnings to Fixed Charges(1)	(2)	1.4x	1.1x	1.4x	1.1x	(3)

(1) For purposes of the ratio, earnings means the sum of: (a) our pre-tax income from continuing operations, (b) any income we received from less-than-fifty-percent-owned companies, and (c) our fixed charges, excluding capitalized interest and preferred stock dividend requirements of our consolidated subsidiaries and trusts. Fixed charges means the sum of: (a) the interest we pay on borrowed funds, (b) the preferred stock dividend requirements of our consolidated subsidiaries and trusts, (c) the amount we amortize for debt discount, premium, and issuance expense, and (d) one-third of all our rental expenses (the proportion deemed representative of the interest

factor), and our preferred stock dividend requirements, increased to an amount representing the pre-tax earnings required to cover such dividend requirements based on our effective income tax rates.

(2) Earnings for the year ended December 31, 2001 were inadequate to cover fixed charges by $6.1 billion.

(3) Earnings for the nine months ended September 30, 2006 were inadequate to cover fixed charges by $9.6 billion.

RISK FACTORS

An investment in the notes involves a high degree of risk. In addition to the other information contained or incorporated by reference in this prospectus supplement, prospective investors should carefully consider the following risks before making an investment in the notes. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial may also materially and adversely affect our business, financial condition and operating results. If any of the following risks actually occur, our business, financial condition and operating results could be materially adversely affected, which, in turn, could adversely affect the value of the notes and/or our ability to pay interest and principal on the notes.

Risks relating to our business

Continued decline in market share. Our market share in the United States has declined in each of the past five years, from 22.8% in 2001 to 18.2% in 2005. Because a high proportion of our costs are fixed, these volume reductions have had an adverse impact on our results of operations. Our plant utilization rate in North America is approximately 75%, which is not sustainable. While we are attempting to stabilize our market share and reduce our capacity over time through the steps described in the Way Forward plan, we cannot be certain that we will be successful. Continued declines in our market share could have a substantial adverse effect on our results of operations and financial condition.

Continued or increased price competition resulting from industry overcapacity, currency fluctuations or other factors. The global automotive industry is intensely competitive, with overall manufacturing capacity far exceeding current demand. For example, the global automotive industry is estimated to have had excess capacity of approximately 15 million units in 2005. Industry overcapacity has resulted in many of our principal competitors offering marketing incentives on vehicles in an attempt to maintain market share. These marketing incentives have included a combination of subsidized financing or leasing programs, price rebates and other incentives. As a result, we have not necessarily been able to increase prices sufficiently to offset higher costs of marketing incentives or other cost increases (e.g., for commodities or health care) or the impact of adverse currency fluctuations in either the U.S. or European markets. While we and General Motors have each announced plans to significantly reduce capacity, these reductions will take several years to complete and will only partially address the industry s overcapacity problems. A continuation or increase in these trends could have a substantial adverse effect on our results of operations and financial condition.

A market shift (or an increase in or acceleration of market shift) away from sales of trucks or sport utility vehicles, or from sales of other more profitable vehicles in the United States. Trucks and sport utility vehicles have represented some of the most profitable vehicle segments in the United States. During the past year, there has been a general shift in consumer preferences away from medium- and large-sized sport utility vehicles, which has adversely affected our profitability. A continuation or acceleration of this general shift in consumer preferences away from sport utility vehicles, or a similar shift in consumer preferences away from truck sales or other more profitable vehicle sales, whether because of higher fuel prices or otherwise, could have an increasingly adverse effect on our results of operations and financial condition.

A significant decline in industry sales, particularly in the United States or Europe, resulting from slowing economic growth, geo-political events or other factors. The worldwide automotive industry is affected significantly by general economic conditions (among other factors) over which automobile manufacturers have little control. This is especially so because vehicles are durable goods, which provide consumers latitude in determining whether and when to replace an existing vehicle. The decision whether and when to make a vehicle purchase may be affected significantly by slowing economic growth, geo-political events, and other factors. Consumer demand may vary

substantially from year to year, and, in any given year, consumer demand may be affected

significantly by general economic conditions, including the cost of purchasing and operating a vehicle and the availability and cost of credit and fuel.

Moreover, like other manufacturers, we have a high proportion of costs that are fixed, so that relatively small changes in unit sales volumes may dramatically affect overall profitability. In recent years, industry demand has remained at high levels. Should industry demand soften because of slowing or negative economic growth in key markets or other factors, our results of operations and financial condition could be substantially adversely affected. For additional discussion of economic trends, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Overview in our Annual Report incorporated by reference herein.

Lower-than-anticipated market acceptance of new or existing products. Offering highly desirable vehicles can mitigate the risks of increasing price competition and declining demand. Conversely, offering vehicles that are perceived to be less desirable (whether in terms of price, quality, styling, safety, overall value or otherwise) can exacerbate these risks. For example, if a new model were to experience quality issues at the time of launch, the vehicle s perceived quality could be affected even after the issues had been corrected, resulting in lower sales volumes, market share and profitability.

Continued or increased high prices for or reduced availability of fuel. A continuation of or further increase in high prices for fuel or reduced availability of fuel, particularly in the United States, could result in weaker demand for relatively more profitable large and luxury car and truck models and increased demand for relatively less profitable small cars and trucks. An acceleration of such a trend, as demonstrated in the short-term with the spike in fuel prices following Hurricanes Katrina and Rita in the U.S. Gulf Coast region, could have a substantial adverse effect on our results of operations and financial condition.

Currency or commodity price fluctuations. As a resource-intensive manufacturing operation, we are exposed to a variety of market and asset risks, including the effects of changes in foreign currency exchange rates, commodity prices and interest rates. These risks affect our Automotive and Financial Services sectors. We monitor and manage these exposures as an integral part of our overall risk management program, which recognizes the unpredictability of markets and seeks to reduce the potentially adverse effects on our results. Nevertheless, changes in currency exchange rates, commodity prices and interest rates cannot always be predicted. In addition, because of intense price competition and our high level of fixed costs, we may not be able to address such changes even if they are foreseeable. Substantial changes in these rates and prices could have a substantial adverse effect on our results of operations and financial condition. For additional discussion of currency or commodity price risk, see Item 7A. Quantitative and Qualitative Disclosures about Market Risk in our Annual Report and Item 3. Quantitative and Qualitative Disclosures about Market Risk in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, each incorporated by reference herein.

Adverse effects from the bankruptcy or insolvency of a major competitor. We and certain of our major competitors have substantial legacy costs (principally related to employee benefits) that put each of us at a competitive disadvantage to other competitors. The bankruptcy or insolvency of a major competitor with substantial legacy costs could result in that competitor gaining a significant cost advantage (by eliminating or reducing contractual obligations to unions and other parties through bankruptcy proceedings). In addition, the bankruptcy or insolvency of a major U.S. auto manufacturer likely could lead to substantial disruptions in the automotive supply base, which could have a substantial adverse impact on our results of operations and financial condition.

Economic distress of suppliers that has in the past and may in the future require us to provide financial support or take other measures to ensure supplies of components or materials. Automobile manufacturers continue to experience commodity cost pressures and the effects of industry overcapacity. These factors have also increased pressure on the industry s supply base, as suppliers cope with higher commodity costs, lower production volumes and

other challenges. We have taken and may continue to take actions to provide financial assistance to certain suppliers to

ensure an uninterrupted supply of materials and components. Most significantly, in 2005 we reacquired from Visteon twenty-three North American facilities in order to protect our supply of components. In connection with this transaction, we forgave $1.1 billion of Visteon s liability to us for employee-related costs, and incurred a pre-tax loss of $468 million.

Work stoppages at Ford or supplier facilities or other interruptions of supplies. A work stoppage could occur at Ford or supplier facilities, most likely as a result of disputes under existing collective bargaining agreements with labor unions, or in connection with negotiations of new collective bargaining agreements. A dispute under an existing collective bargaining agreement could arise, for example, as a result of efforts to implement restructuring actions, such as those that are part of the Way Forward plan discussed under Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Overview in our Annual Report incorporated by reference herein. A work stoppage for this or other reasons at Ford or its suppliers, or an interruption or shortage of supplies for any reason (e.g., financial distress, natural disaster or production difficulties affecting a supplier), if protracted, could substantially adversely affect our results of operations and financial condition.

Single-source supply of components or materials. Some components used in our vehicles (e.g., certain engines) are available from a single supplier and cannot be quickly or inexpensively re-sourced to another supplier due to long lead times and contractual commitments that might be required by another supplier in order to provide the component or materials. In addition to the risks described above regarding interruption of supplies, which are exacerbated in the case of single-source suppliers, the exclusive supplier of a key component potentially could exert significant bargaining power over price, quality, warranty claims or other terms relating to a component.

Labor or other constraints on our ability to restructure our business. Substantially all of the hourly employees in our Automotive operations in the United States and Canada are represented by unions and covered by collective bargaining agreements. Our agreement with the United Automobile Workers (which expires in September 2007) and our agreement with the Canadian Automobile Workers (which expires in September 2008) provide for guaranteed wage and benefit levels throughout their terms and provide for significant employment security. As a practical matter, these agreements restrict our ability to eliminate product lines, close plants, and divest businesses during the terms of the agreements. These agreements may also limit our ability to change local work rules and practices to encourage flexible manufacturing and other efficiency-related improvements. Accordingly, these agreements may impede our ability to successfully implement and complete the Way Forward plan. For discussion of the Way Forward plan, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Overview in our Annual Report incorporated by reference herein.

Worse-than-assumed economic and demographic experience for our postretirement benefit plans (e.g., discount rates, investment returns, health care cost trends). We sponsor plans to provide postretirement pension, health care and life insurance benefits for our retired employees. The measurement of our obligations, costs and liabilities associated with these benefits requires that we estimate the present values of projected future payments to all participants. We use many assumptions in calculating these estimates, including discount rates, investment returns on designated plan assets, health care cost trends, and demographic experience (e.g., mortality and retirement rates). To the extent that actual results are less favorable than our assumptions there could be a substantial adverse impact on our results of operations and financial condition. For additional discussion of these assumptions, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report and Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations in our Quarterly Report on Form 10-Q the quarter ended September 30, 2006, each incorporated by reference herein.

The discovery of defects in vehicles resulting in delays in new model launches, recall campaigns or increased warranty costs. Meeting or exceeding many government-mandated safety standards is costly, especially where standards may conflict with the need to reduce vehicle weight in

order to meet government-mandated emissions and fuel-economy standards. Government safety standards also require manufacturers to remedy defects related to motor vehicle safety through safety recall campaigns, and a manufacturer is obligated to recall vehicles if it determines that they do not comply with a safety standard. Should we or government safety regulators determine that a safety defect or a noncompliance exists with respect to certain of our vehicles, the cost of such recall campaigns could be substantial.

Increased safety, emissions, fuel economy or other (e.g., pension funding) regulation resulting in higher costs, cash expenditures, and/or sales restrictions. The worldwide automotive industry is governed by a substantial number of governmental regulations, which often differ by state, region and country. In the United States and Europe, for example, governmental regulation has arisen primarily out of concern for the environment, greater vehicle safety and a desire for improved fuel economy. Many governments regulate local product content and/or impose import requirements as a means of creating jobs, protecting domestic producers and influencing their balance of payments. The cost of complying with these requirements may be substantial. Our ability to comply with Corporate Average Fuel Economy (CAFE) or greenhouse gas emissions standards depends heavily on the alignment of these standards with actual consumer demand. If consumers demand vehicles that are relatively large, have high performance, and/or are feature-laden while regulatory standards are skewed toward vehicles that are smaller and more economical, compliance becomes problematic. Moreover, if regulatory requirements call for rapid, substantial increases in fleet average fuel economy (or decreases in fleet average greenhouse gas emissions), the Company may not have adequate resources and time to make major product changes across most or all of its vehicle fleet. If significant increases in CAFE standards are imposed beyond those presently in effect or proposed, or if state greenhouse gas regulations are not overturned, we may be forced to take various costly actions that could have substantial adverse effects on our sales volume and profits. For example, we may have to curtail production of certain vehicles such as family-size, luxury, and high-performance cars and full-size light-trucks; restrict offerings of selected engines and popular options; and/or increase market support programs for our most fuel-efficient cars and light-trucks in order to maintain compliance. See Item 1. Governmental Standards in our Annual Report incorporated by reference herein.

Unusual or significant litigation or governmental investigations arising out of alleged defects in our products or otherwise. We spend substantial resources ensuring compliance with governmental safety and other standards. However, compliance with governmental standards does not necessarily prevent individual or class action lawsuits, which can entail significant cost and risk. For example, the preemptive effect of the Federal Motor Vehicle Safety Standards is often a contested issue in litigation, and some courts have permitted liability findings even where our vehicles comply with federal law. Furthermore, simply responding to litigation or government investigations of our compliance with regulatory standards requires significant expenditures of time and other resources.

A change in our requirements for parts or materials where we have entered into long-term supply arrangements that commit us to purchase minimum or fixed quantities of certain parts or materials, or to pay a minimum amount to the seller (take-or-pay contracts). We have entered into a number of long-term supply contracts that require us to purchase a fixed quantity of parts to be used in the production of our vehicles. If our need for any of these parts were to lessen, we could still be required to purchase a specified quantity of the part or pay a minimum amount to the seller pursuant to the take-or-pay contract. We also have entered into a small number of long-term supply contracts for raw materials (for example, precious metals used in catalytic converters) that require us to purchase a fixed percentage of mine output. If our need for any of these raw materials were to lessen, or if a supplier s output of materials were to increase, we could be required to purchase more materials than we need.

Inability to access debt or securitization markets around the world at competitive rates or in sufficient amounts due to additional credit rating downgrades, unfavorable capital markets conditions, insufficient collateral, greater-than-expected negative operating-related cash flow or otherwise. Recent lowering of credit ratings for Ford and Ford Credit has increased borrowing costs and caused Ford Credit s access to the unsecured debt markets to become more restricted. In

response, Ford Credit has increased its use of securitization and other sources of liquidity. Over time, and particularly in the event of any further credit rating downgrades or a significant decline in the demand for the types of securities it offers, Ford Credit may need to reduce the amount of receivables it purchases. A significant reduction in the amount of purchased receivables would significantly reduce ongoing profits and could adversely affect Ford Credit s ability to support the sale of Ford vehicles. For additional discussion, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Liquidity and Capital Resources in our Annual Report and Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations Liquidity and Capital Resources in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, each incorporated by reference herein.

Higher-than-expected credit losses. Credit risk is the possibility of loss from a customer s or dealer s failure to make payments according to contract terms. Credit risk (which is heavily dependent upon economic factors including unemployment, consumer debt service burden, personal income growth, dealer profitability and used car prices) has a significant impact on Ford Credit s business. The level of credit losses Ford Credit may experience could exceed its expectations. For additional discussion regarding credit losses, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Critical Accounting Estimates in our Annual Report incorporated by reference herein.

Increased competition from banks or other financial institutions seeking to increase their share of financing Ford vehicles. No single company is a dominant force in the automotive finance industry. Some of Ford Credit s bank competitors in the United States have developed credit aggregation systems that permit dealers to send, through a single standard system, retail credit applications to multiple finance sources to evaluate financing options offered by these finance sources. This process has resulted in greater competition based on financing rates. In addition, Ford Credit is facing increased competition from banks on wholesale financing for Ford dealers. Competition from such competitors may increase, which could adversely affect Ford Credit s profitability and the volume of its business.

Changes in interest rates. Ford Credit is exposed to interest rate risk, and the particular market to which it is most exposed is U.S. dollar LIBOR. Ford Credit s interest rate risk exposure results principally from re-pricing risk, or differences in the re-pricing characteristics of assets and liabilities. Any inability to adequately control this exposure could adversely affect its business. For additional discussion of interest rate risk, see Item 7A. Quantitative and Qualitative Disclosures about Market Risk in our Annual Report and Item 3. Quantitative and Qualitative Disclosures about Market Risk in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, each incorporated by reference herein.

Collection and servicing problems related to finance receivables and net investment in operating leases. After Ford Credit purchases retail installment sale contracts and leases from dealers and other customers, it manages or services the receivables. Any disruption of its servicing activity, due to inability to access or accurately maintain customer account records or otherwise, could have a significant negative impact on its ability to collect on those receivables and/or satisfy its customers.

Lower-than-anticipated residual values or higher-than-expected return volumes for leased vehicles. Ford Credit projects expected residual values (including residual value support payments from Ford) of the vehicles it leases.

Actual proceeds realized by Ford Credit upon the sale of returned leased vehicles at lease termination may be lower than the amount projected, which reduces the profitability of the lease transaction. Among the factors that can affect the value of returned lease vehicles are the volume of vehicles returned, economic conditions, and the quality or perceived quality, safety or reliability of the vehicles. All of these, alone or in combination, have the potential to adversely affect Ford Credit s profitability. For additional discussion regarding residual value, see Item 7. Management s Discussion

and Analysis of Financial Condition and Results of Operations Critical Accounting Estimates in our Annual Report incorporated by reference herein.

New or increased credit, consumer or data protection or other regulations resulting in higher costs and/or additional financing restrictions. As a finance company, Ford Credit is highly regulated by governmental authorities in the locations where it operates. In the United States, its operations are subject to regulation, supervision and licensing under various federal, state and local laws and regulations, including the federal Truth-in-Lending Act, Equal Credit Opportunity Act and Fair Credit Reporting Act. In some countries outside the United States, Ford Credit s subsidiaries are regulated banking institutions and are required, among other things, to maintain minimum capital reserves. In many other locations, governmental authorities require companies to have licenses in order to conduct financing businesses. Efforts to comply with these laws and regulations impose significant costs on Ford Credit, and affect the conduct of its business. Additional regulation could add significant cost or operational constraints that might impair its profitability.

Inability to implement the Way Forward plan. We believe that our ability to implement the Way Forward plan is very important to our future success. Any of the above or other factors that prevent us from executing the Way Forward plan ultimately could have a substantially adverse impact on our business. For additional discussion of the Way Forward plan, see Item 7. Management s Discussion and Analysis of Financial Condition and Results of Operations Overview in our Annual Report incorporated by reference herein.

As a result of an internal review and related restatement of our financial statements, we are subject to informal inquiries by the SEC. FMCC became aware of a matter related to accounting for interest rate swaps under Statement of Financial Accounting Standards No. 133, *Accounting for Derivative Instruments and Hedging Activities*, as amended (SFAS 133). Specifically, FMCC discovered that certain interest rate swaps it had entered into to hedge the interest rate risk inherent in certain long-term fixed rate debt were accounted for incorrectly because they did not satisfy the technical accounting rules under SFAS 133 to qualify for exemption from the more strict effectiveness testing requirements. On October 23, 2006, we filed a Form 8-K under Item 4.02 to disclose that our prior financial statements should no longer be relied upon because of the incorrect application of SFAS 133. Following that, we filed an amended Annual Report on Form 10-K/A for the year ended December 31, 2005, amended Quarterly Reports on Form 10-Q/A for the quarters ended March 31, 2006 and June 30, 2006 and a Quarterly Report on Form 10-Q for the quarter ended September 30, 2006. These filings restated the previously filed financial statements included therein and related financial information to account properly for these interest rate swaps.

Subsequent to the original publication of the financial statements for each period that was restated as described above, we identified adjustments that should have been recorded in these earlier periods. Upon identification, we determined these adjustments to be immaterial, individually and in the aggregate, to our originally-filed financial statements, and generally recognized these adjustments (out-of-period adjustments) in the period in which they were identified. Because we were otherwise restating our financial statements and related information as described above, we also reversed these out-of-period adjustments and recorded them in the proper periods.

We have received informal inquiries from the Division of Corporation Finance and the Division of Enforcement of the Securities and Exchange Commission requesting additional information regarding the disclosures in the Form 8-K and amended Form 10-K and Form 10-Qs described above. We are cooperating fully with these inquiries.

As a result of the inquiries, we may be required to amend these or other prior filings, including with respect to our characterization of, and disclosure relating to, the out-of-period adjustments. Further, we could be subject to sanctions or other penalties.

Risks relating to the Notes and this Offering

We expect operating-related cash flow to be negative by a substantial amount for the near- to medium-term. As a result, we may not be able to service our indebtedness, including the notes, the new senior secured credit facilities and other obligations. For the fourth quarter of 2006, we expect operating-related cash outflows of about $3 billion and restructuring cash expenditures of between $500 million and $1 billion. During the period 2007 through 2009, we expect cumulative operating-related cash outflows of about $10 billion for our automotive sector and cumulative cash expenditures for restructuring actions of about $7 billion. More than half of this $17 billion cash outflow is expected to occur in 2007. This cash outflow primarily reflects substantial operating losses in our automotive sector through 2008, and cash expenditures incurred in connection with personnel separations. It also reflects our expectation to continue to invest in new products throughout this period at about the same level as we have during the past few years, or approximately $7 billion annually.

Future borrowings may not be available to us under our new senior secured credit facilities or otherwise in amounts sufficient to enable us to pay our indebtedness, including the notes, and to fund our other liquidity needs. If we are not able to generate the expected cash flow due to an unanticipated event such as lower unit sales volumes (resulting from an economic recession or otherwise), work stoppages, supplier issues or otherwise or if we are unable to borrow under our new senior secured credit facilities or otherwise for these purposes, we may need to refinance or restructure all or a portion of our indebtedness, including the notes, on or before maturity, reduce or delay capital investments or seek to raise additional capital. We may not be able to implement one or more of these alternatives on terms acceptable to us, or at all. The terms of our existing or future debt agreements may restrict us from pursuing any of these alternatives. Should our cash flow be worse than anticipated or we fail to achieve any of these alternatives, this could materially adversely affect the value of the notes and our ability to repay them.

The closing of the new senior secured credit facilities is not a condition precedent to the issuance of the notes. The offering of these notes is not conditioned upon either the entering into the new senior secured credit facilities or availability of a minimum aggregate principal amount under the facilities. As a result, should either the amount available under the new senior secured credit facilities be less than currently anticipated or should we fail to close on the facilities and our existing global bilateral revolving credit facilities totaling approximately $6.3 billion provide insufficient liquidity, this could materially adversely affect the value of the notes and our ability to repay them.

Our substantial level of indebtedness could adversely affect our financial condition and prevent us from fulfilling our obligations under the notes and our other indebtedness, including indebtedness outstanding under our new senior secured credit facilities. In addition, we may still be able to incur substantially more debt, including secured debt. After giving effect to the Financing Transactions, we will be a highly leveraged company. On a pro forma basis after giving effect to the Financing Transactions as if they had occurred as of September 30, 2006, we and our subsidiaries (other than our financial services sector, including FMCC) would have had approximately $29.2 billion of indebtedness, including $7.0 billion of secured indebtedness under our new senior secured credit facilities, $0.3 billion of existing secured indebtedness, and $2.2 billion of additional unsecured indebtedness of our subsidiaries that would be structurally senior to the notes.

As of September 30, 2006, on a pro forma basis after giving effect to the Financing Transactions, we expect we would have had between $10.5 billion and $11.5 billion, which amount may change at closing or thereafter based on market conditions and other factors, available for additional borrowings under the new senior secured credit facilities, all of which would be secured. Additionally, the new senior secured credit facilities will permit us to incur a significant amount of additional first lien *pari passu* secured debt and second lien secured debt and an unlimited amount of unsecured debt and the terms of the indenture will not limit the amount of additional indebtedness we may incur in the future, including secured indebtedness and indebtedness that is structurally senior to the notes. See Description of Notes and Description of Other Indebtedness Senior Secured Credit Facilities.

In addition, FMCC has significant on-balance and off-balance sheet obligations relating to its securitization programs. For a discussion of our on-balance sheet and off-balance sheet securitization programs, see Note 13 Sales of Receivables Financial Services Sector, Note 7 Sales of Receivables Financial Services Sector, Item 7. Management Discussion and Analysis of Financial Condition and Results of Operations Liquidity and Capital Resources in our Annual Report and Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations Liquidity and Capital Resources in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006, each incorporated by reference herein.

For the twelve months ended December 31, 2005 and the nine months ended September 30, 2006, we and our subsidiaries (other than our financial services sector, including FMCC) had interest expense of approximately $1.2 billion and $0.6 billion, respectively. We expect that following the Financing Transactions, this interest expense will increase substantially. Our ability to make payments on our debt and to fund operations and significant planned capital expenditures will depend on our ability to generate cash in the future.

Our significant debt service obligations could have important consequences to you, including the following:

- our high level of indebtedness could make it difficult for us to satisfy our obligations with respect to our outstanding indebtedness, including the notes;

- our ability to obtain additional financing for working capital, capital expenditures, acquisitions, if any, or general corporate purposes may be impaired;

- we must use a substantial portion of our cash flow from operations to pay interest on the notes and the new senior secured credit facilities and other outstanding indebtedness, which will reduce the funds available to us for operations and other purposes; and

- our high level of indebtedness makes us more vulnerable to economic downturns and adverse developments in our business.

The more leveraged we become, the more we, and in turn the holders of our indebtedness, become exposed to the risks described herein.

Our substantial pension and postretirement healthcare and life insurance liabilities could impair our liquidity and financial condition. We have two principal qualified defined benefit retirement plans in the United States that provide noncontributory benefits to employees. Certain of our U.S. and non-U.S. subsidiaries have separate similar noncontributory plans that generally provide similar types of benefits for their employees. As of December 31, 2005, the unfunded status of U.S. plans and non-U.S. plans was approximately $1.7 billion and $8.8 billion, respectively. As of December 31, 2005, our U.S. plans and non-U.S. plans were 96% funded and 71% funded, respectively. In addition, we, and certain of our subsidiaries, sponsor plans to provide selected health care and life insurance benefits for retired employees. As of December 31, 2005, the unfunded status of our postretirement health care and life insurance plans was $32.8 billion.

Our U.S. defined benefit pension plans are subject to Title IV of the Employee Retirement Income Security Act of 1974, or ERISA. Under Title IV of ERISA, the Pension Benefit Guaranty Corporation, or PBGC, has the authority under certain circumstances or upon the occurrence of certain events to terminate an underfunded pension plan. One of those circumstances is the occurrence of an event that unreasonably increases the risk of unreasonably large losses to the PBGC. Although we believe that it is not likely that the PBGC will terminate any of our plans, in the event our U.S. pension plans were to be terminated at a time when the liabilities of the plans exceeded the assets of the plans, we would incur a liability to the PBGC that may be equal to the entire amount of the underfunding. The PBGC in that

instance would have a claim against us and each of our 80%-owned subsidiaries for the full amount of the terminated plans underfunded benefit liabilities. This liability is joint and several, and the PBGC s claim would be secured by a lien that attaches to the assets of the plan sponsor and its controlled group. The lien arises automatically by operation of law, and any lien placed on our and

our subsidiaries assets by the PBGC would be a first priority lien to the extent that no other party had previously perfected a security interest in such assets. As such, any of such subsidiaries, could potentially be liable for the full amount of any PBGC lien. As a result, if one of our pension plans were to be involuntarily terminated by the PBGC, and a PBGC lien were placed on our assets and those of such subsidiaries, the notes would be effectively subordinated to the extent of the value of the assets subject to the PBGC s lien.

If our cash flows and capital resources are insufficient to fund our pension and postretirement healthcare and life insurance obligations, we may be forced to reduce or delay investments and capital expenditures, seek additional capital or restructure or refinance our indebtedness, including the notes. In addition, if our operating results and available cash are insufficient to meet our pension and postretirement healthcare and life insurance obligations, we could face substantial liquidity problems and might be required to dispose of material assets or operations to meet our pension and postretirement healthcare and life insurance obligations. We may not be able to consummate those dispositions or to obtain the proceeds that we could realize from them, and these proceeds may not be adequate to meet any pension and postretirement healthcare and life insurance obligations then due.

The notes will be effectively subordinated to the liabilities and preferred stock, if any, of all of our subsidiaries. This may affect your ability to receive payments on the notes. The notes are obligations exclusively of Ford and will not be guaranteed by any of our subsidiaries. We conduct a significant portion of our operations through our subsidiaries. During the fiscal year ended December 31, 2005, our subsidiaries (other than our financial services sector, including FMCC) generated approximately 58% of our consolidated revenues. Our subsidiaries (other than our financial services sector, including FMCC) also have significant liabilities, including debt obligations of approximately $2.5 billion for money borrowed from third parties as of September 30, 2006 (excluding guarantees under our new senior secured credit facilities). In addition, as of September 30, 2006, our financial services sector also has significant liabilities, including debt obligations of approximately $136.7 billion for money borrowed from third parties, including $134.5 billion of consolidated indebtedness of FMCC. Our cash flow and our ability to service our debt, including the notes, depend to an important extent upon the earnings of our subsidiaries, and the distribution of earnings, loans or other payments by those subsidiaries to us.

Our subsidiaries are separate and distinct legal entities. Our subsidiaries have no obligation to pay any amounts due on the notes or, subject to existing or future contractual obligations between us and our subsidiaries, to provide us with funds for our payment obligations, whether by dividends, distributions, loans or other payments. In addition, any payment of dividends, distributions, loans or advances by our subsidiaries to us could be subject to statutory or contractual restrictions and taxes on distributions. Payments to us by our subsidiaries will also be contingent upon our subsidiaries earnings and other business considerations. Beginning in 2007, FMCC will suspend making regular dividend payments to us.

Our right to receive any assets of any of our subsidiaries upon liquidation or reorganization, and, as a result, the right of the holders of the notes to participate in those assets, will be effectively subordinated to the claims of that subsidiary s creditors, including trade creditors and any underfunded obligations under our pension plans. The notes do not restrict the ability of our subsidiaries to incur additional liabilities.

We may not be able to satisfy our obligations to holders of the notes upon a change in control. We may not be able to fulfill our repurchase obligations in the event of a change in control. If we experience certain specific change in control events, you will have the right to require us to repurchase in cash all outstanding notes at 100% of the principal amount of the notes plus accrued and unpaid interest to the date of repurchase. Any change in control is also expected to constitute a default under our new senior secured credit facilities. Therefore, upon the occurrence of a change in control, the lenders under our new senior secured credit facilities would have the right to accelerate their loans and we would be required to prepay all of our outstanding obligations under the new senior

secured credit facilities. We may not have available funds sufficient to pay the change in control purchase price for any or all of the notes that might be delivered by holders of the notes seeking to require us to repurchase their notes.

The make-whole premium that may be payable upon a designated event may not adequately compensate you for the lost option time value of your notes as a result of such designated event. If you convert notes in connection with a designated event we may be required to provide a make-whole premium by increasing the conversion rate applicable to your notes, as described under Description of Notes Conversion Rights Adjustment to Conversion Rate upon a Designated Event. While these increases in the applicable conversion rate are designed to compensate you for the lost option time value of your notes as a result of a designated event, such increases are only an approximation of such lost value and may not adequately compensate you for such loss. Our obligation to increase the conversion rate could be considered a penalty, in which case the enforceability of this obligation would be subject to general principles of reasonableness of economic remedies.

The change in control or designated event purchase feature of the notes may delay or prevent an otherwise beneficial attempt to take over our company. The terms of the notes require us to repurchase the notes in the event of a change in control or a designated event. A takeover of our company may trigger the requirement that we repurchase the notes. In addition, a change of control would constitute an event of default under our new senior secured credit facilities. The terms of the notes and the new senior secured credit facilities may have the effect of delaying or preventing a takeover of our company that would otherwise be beneficial to investors.

There is no established trading market for the notes, and you may not be able to sell them quickly or at the price that you paid. The notes are a new issue of securities for which there is currently no public market. The notes will not be listed on any securities exchange or included in any automated quotation system. We do not know whether an active trading market will develop for the notes. Although the underwriters have informed us that they intend to make a market in the notes, they are under no obligation to do so and may discontinue any market making activities at any time without notice. Accordingly, no market for the notes may develop, and any market that develops may not last.

Even if a trading market for the notes does develop, you may not be able to sell your notes at a particular time, if at all, or you may not be able to obtain the price you desire for your notes. If the notes are traded after their initial issuance, they may trade at a discount from their initial offering price depending on many factors including prevailing interest rates, the price of our common stock, the market for similar securities, our credit rating, the interest of securities dealers in making a market for the notes, the price of any other securities we issue and the performance prospectPLAY: inline; FONT-FAMILY: times new roman; FONT-SIZE: 10pt">$0.44 $0.04
September 30, 2012
 $0.47 $0.03
June 30, 2012
 $0.05 $0.01
March 31, 2012
 $0.01 $0.01
December 31, 2011
 $0.03 $0.01
September 30, 2011
 $0.03 $0.02
June 30, 2011
 $0.03 $0.02
March 31,2011
 $0.04 $0.02

As of April 3, 2013, we had 27 shareholders of record, which does not include shareholders whose shares are held in street or nominee names.

DIVIDEND POLICY

No dividends have ever been declared by the Board of Directors on our common stock. Our losses do not currently indicate the ability to pay any cash dividends, and we do not indicate the intention of paying cash dividends on our common stock in the foreseeable future.

SECURITIES AUTHORIZED FOR ISSUANCE UNDER COMPENSATION PLANS

We have one equity compensation plan, the Morgan Creek Energy Corp. 2006 Stock Option Plan (the “2006 Plan”). The table set forth below presents information relating to our equity compensation plans as of the date of this Annual Report:

Plan Category	Number of Securities to be Issued Upon Exercise of Outstanding Options, Warrants and Rights (a)	Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights (b)	Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans (excluding column (a))
Equity Compensation Plans Approved by Security Holders (2006 Stock Option Plan)	-0-	$ 0.066	50,000,000
Equity Compensation Plans Not Approved by Security Holders Warrants	-	-	-
Total	-0-		

2006 Stock Option Plan

On April 3, 2006, the Board of Directors of the Company ratified, approved and adopted a Stock Option Plan for the Company in the amount of 16,666,670 shares with an exercisable period up to 10 years. In the event an optionee ceases to be employed by or to provide services to the Company for reasons other than cause, any Stock Option that is vested and held by such optionee may be exercisable within up to ninety calendar days after the effective date that his position ceases. No Stock Option granted under the Stock Option Plan is transferable. Any Stock Option held by an optionee at the time of his death may be exercised by his estate within one year of his death or such longer period as the Board of Directors may determine. On April 28, 2008, the Board of Directors deemed it necessary to approve an amendment to the Stock Option Plan to an aggregate of 25,000,000 shares. On August 3, 2009, we effected the Forwad Stock Split, which increased the number of shares issuable under the Stock Option Plan from 25,000,000 shares to 50,000,000 shares.

The purpose of the 2006 Plan is to enhance our long-term stockholder value by offering opportunities to our directors, officers, employees and eligible consultants to acquire and maintain stock ownership in order to give these persons the opportunity to participate in our growth and success, and to encourage them to remain in our service.

The 2006 Plan is to be administered by our Board of Directors or a committee appointed by and consisting of one or more members of the Board of Directors, which shall determine (i) the persons to be granted Stock Options under the 2006 Plan; (ii) the number of shares subject to each option, the exercise price of each Stock Option; and (iii) whether the Stock Option shall be exercisable at any time during the option period up to ten (10) years or whether the Stock Option shall be exercisable in installments or by vesting only. The 2006 Plan provides authorization to the Board of Directors to grant Stock Options to purchase a total number of shares of Common Stock of the Company, not to exceed 25,000,000 shares as at the date of adoption by the Board of Directors of the 2006 Plan (as increased to 50,000,000 shares in accordance with the Forward Stock Split). At the time a Stock Option is granted under the 2006 Plan, the Board of Directors shall fix and determine the exercise price at which shares of our common stock may be acquired.

In the event an optionee ceases to be employed by or to provide services to us for reasons other than cause, retirement, disability or death, any Stock Option that is vested and held by such optionee generally may be exercisable within up to ninety (90) calendar days after the effective date that his position ceases, and after such 90-day period any unexercised Stock Option shall expire. In the event an optionee ceases to be employed by or to provide services to us

for reasons of retirement, disability or death, any Stock Option that is vested and held by such optionee generally may be exercisable within up to one-year after the effective date that his position ceases, and after such one-year period any unexercised Stock Option shall expire.

No Stock Options granted under the Stock Option Plan will be transferable by the optionee, and each Stock Option will be exercisable during the lifetime of the optionee subject to the option period up to ten (10) years or limitations described above. Any Stock Option held by an optionee at the time of his death may be exercised by his estate within one (1) year of his death or such longer period as the Board of Directors may determine.

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The exercise price of a Stock Option granted pursuant to the 2006 Plan shall be paid in full to us by delivery of consideration equal to the product of the Stock Option in accordance with the requirements of the Nevada Revised Statutes. Any Stock Option settlement, including payment deferrals or payments deemed made by way of settlement of pre-existing indebtedness may be subject to such conditions, restrictions and contingencies as may be determined.

Grant of Stock Options During Fiscal Years Ended December 31, 2008 and December 31, 2009

We had adopted the Stock Option Plan pursuant to which there was an aggregate of 25,000,000 shares available for issuance under the Stock Option Plan, reduced to 16,666,670 shares in accordance with a reverse stock split effective April 22, 2008, and subsequently increased to 25,000,000 shares by Board of Director approval and resolution on April 28, 2008. On December 12, 2006 our Board of Directors authorized the grant of an aggregate 6,166,680 Stock Options under the Stock Option Plan to certain officers, directors and consultants, at an exercise price of $0.33 per share expiring on December 12, 2016, taking into effect the reverse stock split (collectively, the “2006 Stock Options”), On April 30, 2008, our Board of Directors authorized the grant of an aggregate 12,500,000 Stock Options under the Stock Option Plan to certain officers, directors and consultants, at an exercise price of $0.10 per share expiring on April 30, 2018 (collectively, the “2008 Stock Options”).

On July 14, 2009, our Board of Directors approved the cancellation of certain of the 2006 Stock Options and the 2008 Stock Options, which aggregated 17,833,350 Stock Options thus leaving a balance of 833,330 Stock Options. Effective July 14, 2009, our Board of Directors then approved the re-issuance of 15,000,000 Stock Options (the “2009 Stock Options”) to certain of our officers, directors and consultants at an exercise price of $0.05 for a period of ten years.

On September 1, 2009, our Board of Directors approved the further grant of 1,000,000 stock options to one of our directors exercisable at $0.078 for a period of ten years;

On December 8, 2009, our Board of Directors approved the further grant of 1,000,000 Stock Options to one of our directors exercisable at $0.116 per share for a period of ten years.

During fiscal year ended December 31, 2011, an aggregate 833,330 Stock Options expired.

Effective June 15, 2012, the Board of directors ratified the cancellation of 15,000,000 stock options previously granted under the Company’s Stock Option Plan.

Thus, as of the date of this Annual Report, an aggregate 2,000,000 Stock Options are outstanding.

Incentive Stock Options

The 2006 Plan further provides that, subject to the provisions of the Stock Option Plan and prior shareholder approval, the Board of Directors may grant to any key individuals who are our employees eligible to receive options one or more incentive stock options to purchase the number of shares of common stock allotted by the Board of Directors (the "Incentive Stock Options"). The option price per share of common stock deliverable upon the exercise of an Incentive Stock Option shall be at least 100% of the fair market value of the common shares of the Company, and in the case of an Incentive Stock Option granted to an optionee who owns more than 10% of the total combined voting power of all classes of our stock, shall not be less than 100% of the fair market value of our common shares. The option term of each Incentive Stock Option shall be determined by the Board of Directors, which shall not commence sooner than from the date of grant and shall terminate no later than ten (10) years from the date of grant of the Incentive Stock Option, subject to possible early termination as described above.

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Common Stock Purchase Warrants

During fiscal year ended December 31, 2009, we issued 18,000,000 warrants and an aggregate of 12,240,000 warrants expired. The 18,000,000 warrants to purchase shares of common stock and the shares of common stock underlying the warrants were issued in a private placement by us during fiscal year 2009 at an exercise price of $0.05 per share exercisable for a period of twelve months from the date of share issuance, which expiration date is July 20, 2010. This left a balance of 18,000,000 warrants as of December 31, 2009.

During fiscal year ended December 31, 2010, we issued a further 8,950,000 Warrants and an aggregate 18,000,000 warrants expired. The 8,950,000 warrants to purchase shares of common stock underlying the warrants were issued in a private placement by us during fiscal year 2010 at an exercise price of $0.10 per share exercisable for a period of twelve months from the date of share issuance which expiration date is June 11, 2011. This left a balance of 8,950,000 warrants as of December 31, 2010.

During fiscal year ended December 31, 2011, an aggregate 8,950,000 warrants expired. Thus, as of the date of this Annual Report, there are no warrants issued and outstanding (the “Warrants”).

RECENT SALES OF UNREGISTERED SECURITIES

On June 15, 2012, the Company agreed to settle $135,000 of notes and accounts payable debts by issuing 22,500,000 common shares fair valued at $135,000 or $0.006 per share.

On June 29, 2012, the Company issued 45,378,670 shares of restricted common stock with a value of $272,272 related to the acquisition of Glob Media.

SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS - SPECIAL MEETING OF SHAREHOLDERS

There were no matters submitted to a vote of the security holders during the year ended December 31, 2012.

ITEM 6. SELECTED FINANCIAL DATA

The following selected financial information is qualified by reference to, and should be read in conjunction with our financial statements and the notes thereto, and “Management’s Discussion and Analysis of Financial Condition and Results of Operation” contained elsewhere herein. The selected income statement data for fiscal years ended December 31, 2012 and 2011 and the selected balance sheet data as of December 31, 2012 and 2011 are derived from our audited financial statements which are included elsewhere herein.

	Fiscal Years Ended December 31, 2012 and 2011		For the Period from inception (October 19, 2004) to December 31, 2012
STATEMENT OF OPERATIONS DATA			
General and Administrative Expenses			
Investor relations expenses	$-	$-	$921,268
Consulting expenses	143,675	12,000	1,021,512
Management fees – related party	101,041	106,080	1,397,484
Management fees – stock based compensation	-	-	2,430,595
Impairment of oil and gas properties	-	3,987,206	6,708,952
Office and general	275,794	84,990	1,161,074
Professional fees	103,368	74,333	1,169,941
Net Operating Loss	$(623,878)	$(4,264,609)	$(14,813,526)
Other Income (Expenses)			
Gain on expired option	-	-	100,000
Financing costs	-	-	(424,660)
Abandonment expense	(50,000)	-	(50,000)
Gain on forgiveness of debt	229,423	-	229,423
Interest expense	(37,279)	(13,743)	(175,508)
Total Other Income (Expenses)	142,144	(13,743)	(320,745)
Net Loss	$(481,734)	$(4,278,352)	$(15,134,271)
BALANCE SHEET DATA			
Total Assets	$357,807	$5,672	
Total Liabilities	1,220,618	794,021	
Stockholders’ Equity (deficit)	$(862,811)	$(788,349)	

ITEM 7. MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

The summarized financial data set forth in the table above is derived from and should be read in conjunction with our audited financial statements for the period from inception (October 19, 2004) to fiscal year ended December 31, 2012, including the notes to those financial statements which are included in this Annual Report. The following discussion should be read in conjunction with our audited financial statements and the related notes that appear elsewhere in this Annual Report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward looking statements. Factors that could cause or contribute to such differences include, but are not limited to those discussed below and elsewhere in this Annual Report, particularly in the section entitled "Risk Factors". Our audited financial statements are stated in United States Dollars and are prepared in accordance with United States Generally Accepted Accounting Principles.

We a development stage company and have not generated any revenue to date. The above table sets forth selected financial information for the periods indicated. We have incurred recurring losses to date. Our financial statements have been prepared assuming that we will continue as a going concern and, accordingly, do not include adjustments relating to the recoverability and realization of assets and classification of liabilities that might be necessary should we be unable to continue in operation.

We expect we will require additional capital to meet our long term operating requirements. We expect to raise additional capital through, among other things, the sale of equity or debt securities.

RESULTS OF OPERATION
Fiscal Year Ended December 31, 2012 Compared to Fiscal Year Ended December 31, 2011.

For the years ended December 31, 2012 and 2011, the Company reported $623,878 and $4,264,609, respectively, for general and administrative expense, a decrease of $3,640,731, or 85%. This decrease is primarily attributable to a decrease in impairment charges of $3,987,206 (there were no impairment charges in 2011), partially offset by an increase of $13,675, an increase of $190,804, and an increase of $29,035 in consulting fees, office and general expenses, and professional fees, respectively. General and administrative expenses generally include corporate overhead, financial and administrative contracted services, marketing, and consulting cost.

For the year ended December 31, 2012, we reported other income of $142,144, compared to other expenses of $13,743 reported for the year ended December 31, 2011, an increase of in other income of $155,887. This increase in other income resulted from a $229,423 gain on forgiveness of debt, partially offset by abandonment expense of $50,000 and a $23,536 increase in interest expense. The forgiveness of debt of $229.423 represented an amount due to a former officer and director of the Company.

As a result of the above, the Company reported a net loss of $481,733 ($0.00 per share), for the year ended December 31, 2012, a decrease of $3,799,619, or 89%, from the $4,278,352 ($0.02 per share), net loss reported for the year ended December 31, 2011. For the years ended December 31, 2012 and 2011, the Company reported weighted average number of share outstanding of 298,515,200 and 263,061,690, respectively.

LIQUIDITY AND CAPITAL RESOURCES
Fiscal Year Ended December 31, 2012

As at fiscal year ended December 31, 2012, our current assets were $7,599 and our current liabilities were $1,220,618, which resulted in a working capital deficit of $1,213,019. As at fiscal year ended December 31, 2012, current assets were comprised of: (i) $7,575 in cash; and (ii) $24 in prepaid expense. As at fiscal year ended December 31, 2012, current liabilities were comprised of: (i) $455,001 in accounts payable and accrued liabilities; (ii) $9,518 in amounts due to related parties; and (iii) $756,100 in loans payable.

As at December 31, 2012, our total assets were $357,807 comprised of (i) current assets of $7,599; (ii) equipment of $2,906; and (iii) goodwill of $347,302. The increase in total assets during fiscal year ended December 31, 2012 from fiscal year ended December 31, 2011 was primarily due to the increase in goodwill related to the acquisition of Glob Media Inc.

At December 31, 2012, our total liabilities were $1,220,618 comprised entirely of current liabilities. The increase in liabilities during fiscal year ended December 31, 2012 from fiscal year ended December 31, 2011 was primarily due to an increase in loans payable.

Stockholders' Equity/Deficit decreased from a deficit of ($788,349) for fiscal year ended December 31, 2011 to Stockholders' deficit of ($862,811) for fiscal year ended December 31, 2012.

Cash Flows from Operating Activities

We have not generated positive cash flows from operating activities. For fiscal year ended December 31, 2012, net cash flows used in operating activities was ($520,428), consisting primarily of a net loss of ($481,734). Net cash flows used in operating activities was adjusted by $236 for amortization, ($229,423) for forgiveness of debt and 50,000 for abandonment expenses. Net cash flows used in operating activities was further changed by an increase of $37,279 in accrued interest, $7,766 in decreased prepaid expenses, an decrease of $343,264 in accounts payable and accrued liabilities and a decrease of ($247,816) in due to related parties. For fiscal year ended December 31, 2011, net cash flows used in operating activities was ($92,050), consisting primarily of a net loss of ($4,278,352). Net cash flows used in operating activities was adjusted by $3,987,206 in impairment of oil and gas properties. Net cash flows used in operating activities was further changed by an increase of $8,522 in accrued interest, a decrease of ($102,885) in accounts payable and accrued liabilities, an increase of $257,637 in due to related parties and a decrease of $35,822 in prepaid expenses and deposits.

Cash Flows from Investing Activities

For fiscal year ended December 31, 2012, net cash flows from in investing activities was ($2,654) consisting of ($2,841) in goodwill and $187 in the acquisition of Glob Media, net of cash received. For fiscal year ended December 31, 2011, net cash flows from investing activities was $-0-.

Cash Flows from Financing Activities

We have financed our operations primarily from either advancements or the issuance of equity and debt instruments. For fiscal year ended December 31, 2012, net cash flows provided from financing activities was $526,538 compared to $95,833 for fiscal year ended December 31, 2011. Cash flows from financing activities for fiscal year ended December 31, 2012 consisted of $526,538 in loans payable. Cash flows from financing activities for fiscal year ended December 31, 2011 was $95,833 consisting of $375,000 in loans payable and $80,000 in advances from related parties which was offset by ($159,167) in payments to related parties.

We expect that working capital requirements will continue to be funded through a combination of our existing funds and further issuances of securities. Our working capital requirements are expected to increase in line with the growth of our business.

PLAN OF OPERATION AND FUNDING

We intend to introduce an ad placement model to third party ad publishers as traffic increases and it reaches its bench mark growth of approximately 1.0 million visitors and 5-10% active recurring users on an annualized basis. We expect to focus on significantly increasing user recurring measurements as its mobile applications become available and as its desktop product becomes thoroughly tuned from continuous development. Since we do not rely on registered members to generate its site activities, we primarily refer to our users as visitors whether they are simply conducting search functions or performing more complex interactions within its site. As we generate a measurable benchmark of population activities from desktop and mobile, we expect to form alliances and relationships with national and localized advertising publishers on a “special ad offer” basis. This will result in users being able to receive special promotional offerings on services or products within their local area or receive immediate special promotions specific to user interest based on their bookmarking criteria and collaboration projects with other users.

Remaining within the focus of being an “Open Information Network” managed by its users, we expect to expand our services to value-add a subscription or pay-per-use content service for our users. We are currently exploring relationships with various third party content providers in the areas of academic and other published research material.

This would be a value add to users of the product to be able to find and retrieve for a small fee, hard to find research or other online materials in diverse categories.

Existing working capital, further advances and debt instruments, and anticipated cash flow are expected to be adequate to fund our operations over the next six months. We have no lines of credit or other bank financing arrangements. Generally, we have financed operations to date through the proceeds of the private placement of equity and debt instruments. We may expect to need to raise additional capital and generate revenues to meet long-term operating requirements. Additional issuances of equity or convertible debt securities will result in dilution to our current shareholders. Further, such securities might have rights, preferences or privileges senior to our common stock. Additional financing may not be available upon acceptable terms, or at all. If adequate funds are not available or are not available on acceptable terms, we may not be able to take advantage of prospective new business endeavors or opportunities, which could significantly and materially restrict our business operations.

MATERIAL COMMITMENTS

During 2011, a shareholder advanced the Company $80,000, at 8% per annum, due on demand. A total of $65,000 of this advance was repaid in 2011, leaving a balance of $15,000 at December 31, 2011. In addition to this repayment, the Company also repaid this shareholder $94,167 plus accrued interest for advances made in 2010.

During 2012, the Company received loan proceeds of $245,000 from an unrelated party pursuant to an unsecured promissory note agreement. The promissory note is due on demand and bears interest at 10% per annum. Total accrued interest was $8,690, leaving a total of $253,690, principal and interest, due against this loan at December 30, 2012.

During fiscal year ended December 31, 2011, we received loan proceeds of $175,000 from an unrelated third party. The loan was evidenced in a promissory note dated May 15, 2011 and maturing November 15, 2011. The promissory note bears interest at the rate of 10% per annum of which a total of $28,479 has accrued for interest as of December 31, 2012. This note is due on demand.

During 2012, the Company received loan proceeds of $25,000 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $1,913 has been accrued for interest as of December 31, 2012.

During 2012, the Company received loan proceeds of $60,000 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $2,643 has been accrued for interest as of December 31, 2012.

During 2012, the Company received loan proceeds of $99,953 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $986 has been accrued for interest as of December 31, 2012.

During 2012, the Company received loan proceeds of $39,500 from an unrelated third party pursuant to an unsecured promissory note agreement. The promissory note is due on demand and bears interest at 10% per annum. Total accrued interest was $3,530 leaving a total of $43,030 due against this promissory note at December 31, 2012.

During 2012, Glob Media received loan proceeds of $50,865 from an unrelated third party pursuant to an unsecured promissory note agreement. The promissory note is due on demand and bears interest at 10% per annum. Total accrued interest was $2,319 leaving a total of $53,184 owing on this promissory note at December 31, 2012.

PURCHASE OF SIGNIFICANT EQUIPMENT

We do not intend to purchase any significant equipment during the next twelve months.

OFF-BALANCE SHEET ARRANGEMENTS

As of the date of this Annual Report, we do not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to investors.

GOING CONCERN

The independent auditors' report accompanying our December 31, 2012 and December 31, 2011 financial statements contains an explanatory paragraph expressing substantial doubt about our ability to continue as a going concern. The financial statements have been prepared "assuming that we will continue as a going concern," which contemplates that we will realize our assets and satisfy our liabilities and commitments in the ordinary course of business.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTAL DATA

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Patrick Rodgers, CPA, PA
309 E. Citrus Street
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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Stockholders and Board of Directors
TagLikeMe Corp

I have audited the accompanying balance sheets of TagLikeMe Corp as of December 31, 2012 and the statements of operations, stockholders' equity, and cash flows for the year ended December 31, 2012. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit. The financial statements of the Company as of December 31, 2011, were audited by other auditors whose report dated April 5, 2012, expressed an unqualified opinion on these statements.

I conducted my audit in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor was I engaged to perform, an audit of its internal control over financial reporting. My audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, I express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of TagLikeMe Corp as of December 31, 2012 and the results of its operations and its cash flows for the year period ended December 31, 2012 in conformity with accounting principles generally accepted in the United States.

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note 1 to the financial statements, the Company has a minimum cash balance available for payment of ongoing operating expenses, has experienced losses from operations since inception, and it does not have a source of revenue sufficient to cover its operating costs. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plans in this regard are described in Note 1. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ Patrick Rodgers, CPA, PA
Altamonte Springs, Florida
May 4, 2013

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To The Board of Directors and Stockholders
Morgan Creek Energy Corp.

We have audited, before the effects of the adjustments to retrospectively apply the change in accounting described in Note 8 relating to the forward stock split, the accompanying consolidated balance sheet of TAGLIKEME CORP. (formerly Morgan Creek Energy, Corp.) (the "Company") (An Exploration Stage Company) as of December 31, 2011 and the related consolidated statements of operations, cash flows and stockholders' equity for the year ended December 31, 2011 (the 2011 financial statements before the effects of the adjustments discussed in Note 8 are not presented therein) and for the period from inception (October 19, 2004) to December 31, 2011 (the 2011 financial statements before the effects of the adjustments discussed in Note 8 are not presented therein). These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above, before the effects of the adjustments to retrospectively apply the effect of the forward stock split described in Note 8, present fairly, in all material respects, the financial position of the Company as of December 31, 2011, and the results of its operations and its cash flows for the year then ended and from inception (October 19, 2004) to December 31, 2011, in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note 1 to the financial statements, the Company has suffered recurring losses from operations, which raise substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are also described in Note 1. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

De Joya Griffith, LLC

/s/ De Joya Griffith, LLC
Henderson, NV
April 5, 2012

Corporate Headquarters:

De Joya Griffith, LLC
2580 Anthem Village Drive, Henderson, NV 89052 Phone: (702) 563-1600 Fax: (702) 920-8049

TAGLIKEME CORP.
(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
CONSOLIDATED BALANCE SHEETS

	December 31, 2012	December 31, 2011
ASSETS		
CURRENT ASSETS		
Cash	$7,575	$4,119
Prepaid expenses and other	24	1,553
TOTAL CURRENT ASSETS	7,599	5,672
Equipment	2,906	-
Goodwill	347,302	-
TOTAL ASSETS	$357,807	$5,672
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	$455,001	$346,384
Due to related parties (Note 11)	9,518	272,637
Loans payable (Note 12)	756,100	175,000
TOTAL CURRENT LIABILITIES	1,220,618	794,021
COMMITMENT AND CONTINGENCIES		
STOCKHOLDERS' DEFICIT (Notes 8 and 9)		
Common stock, $0.001 par value; 1,000,000,000 shares authorized 330,940,630 and 263,061,960 issued and outstanding at December 31, 2012 and 2011, respectively	330,940	263,060
Additional paid-in capital	13,940,520	13,601,128
Accumulated deficit during development stage	(15,134,271)	(14,652,537)
TOTAL STOCKHOLDERS' DEFICIT	(862,811)	(788,349)
TOTAL LIABILITIES & STOCKHOLDERS' DEFICIT	$357,807	$5,672

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

TAGLIKME CORP.

(FORMERLY Morgan Creek Energy Corp)
(A Development Stage Company)
STATEMENTS OF OPERATIONS

	Year ended December 31, 2012	Year ended December 31, 2011	Inception (October 19, 2004) to December 31, 2012
GENERAL AND ADMINISTRATIVE EXPENSES			
Investor relations	$-	$-	$921,268
Consulting fees	143,675	12,000	1,024,212
Management fees – related party	101,041	106,080	1,397,484
Management fees - stock based compensation	-	-	2,430,595
Impairment of oil and gas properties (Note 4)	-	3,987,206	6,708,952
Office and general	275,794	84,990	1,161,074
Professional fees	103,368	74,333	1,169,941
NET OPERATING LOSS	(623,878)	(4,264,609)	(14,813,526)
OTHER INCOME (EXPENSES)			
Gain on expired oil and gas lease option	-	-	100,000
Financing costs	-	-	(424,660)
Gain on forgiveness of debt (Note 11)	229,423	-	229,423
Abandonment expense	(50,000)	-	(50,000)
Interest expense	(37,279)	(13,743)	(175,508)
TOTAL OTHER INCOME (EXPENSES)	142,144	(13,743)	(320,745)
NET LOSS FOR THE YEAR	$(481,734)	$(4,278,352)	$(15,134,271)
BASIC LOSS PER COMMON SHARE	$(0.00)	$(0.02)	
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING-BASIC	298,515,200	263,061,960	

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

TAGLIKEME CORP.

(FORMERLY Morgan Creek Energy Corp)
(A Development Stage Company)
STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
FOR THE PERIOD FROM INCEPTION (OCTOBER 19, 2004) TO DECEMBER 31, 2012

	Common Stock Number of Shares	Amount	Additional Paid in Capital	Private Placement Subscriptions	Deficit Accumulated Development Stage	Total Stockholders' Equity
Balance, October 19, 2004	-	$ -	$ -	$ -	$ -	$ -
Common stock issued for oil and gas property at $0.0075 per share – November 19, 2004	80,000,000	80,000	520,000	-	-	600,000
Capital distribution to founding share holder on acquisition of oil and gas property (Note 4)	-	-	(600,000)	-	-	(600,000)
Common stock issued for cash at $0.0075 per share – November 26, 2004 and December 15, 2004	45,833,330	45,833	297,917	-	-	343,750
Common stock issued for cash at $0.0375 per share – December 15, 2004	8,802,670	8,802	321,298	-	-	330,100
Net loss for the period	-	-	-	-	(23,729)	(23,729)
Balance, December 31, 2004	134,636,000	134,635	539,215	-	(23,729)	650,121
Common stock issued for cash at $0.0375 per share – March 9, 2005	933,330	933	34,067	-	-	35,000
Net loss for the year	-	-	-	-	(204,026)	(204,026)
Balance, December 31, 2005	135,569,330	135,568	573,282	-	(227,755)	481,095
Common stock issued for cash at $0.45 per share – October 16, 2006	3,147,020	3,147	1,413,011	-	-	1,416,158
Common stock issued for oil and gas property at $0.525 per share – October 17, 2006 (Note 4)	666,670	667	349,333	-	-	350,000
Stock-based compensation	-	-	1,527,170	-	-	1,527,170
Restricted common shares cancelled – December 19, 2006	(40,000,000)	(40,000)	40,000	-	-	-

Net loss for the year	-	-	-	-	(3,918,002)	(3,918,002)
Balance, December 31, 2006	99,383,020	99,382	3,902,796	-	(4,145,757)	(143,579)
Net loss for the year	-	-	-	-	(817,021)	(817,021)
Balance, December 31, 2007	99,383,020	99,382	3,902,796	-	(4,962,778)	(960,600)
Shares for debt at $0.0075 per share – February 13, 2008	25,253,560	25,253	1,868,765	-	-	1,894,018
Shares for debt at $0.063 per share – March 24, 2008	15,285,380	15,285	947,695	-	-	962,980
Common stock issued for cash at $0.0075 per share – July 3, 2008 and October 23, 2008, net of finder's fees	12,240,000	12,240	884,847	-	-	897,087
Stock based compensation – options	-	-	436,955	-	-	436,955
Net loss for the year	-	-	-	-	(2,021,930)	(2,021,930)
Balance, December 31, 2008	152,161,960	$ 152,160	$ 8,041,058	$ -	$ (6,984,708)	$ 1,208,510

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

TAGLIKEME CORP.
(formerly Morgan Creek Energy Corp)
(A Development Stage Company)
STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)
FOR THE PERIOD FROM INCEPTION (OCTOBER 19, 2004) TO DECEMBER 31, 2012

	Common Stock Number of Shares	Amount	Additional Paid in Capital	Private Placement Subscriptions	Deficit Accumulated Development Stage	Total Stockholders' Equity
Balance forward, December 31, 2008	152,161,960	$ 152,160	$ 8,041,058	$ -	$ (6,984,708)	$ 1,208,510
Shares for debt at $0.0025 per share – July 20, 2009	8,200,000	8,200	196,800	-	-	205,000
Common stock issued for cash at $0.0025 per share – September 30, 2009, net of finder's fees	9,800,000	9,800	231,700	-	-	241,500
Stock based compensation – options	-	-	466,470	-	-	466,470
Subscription proceeds received (Note 9)	-	-	-	1,468,000	-	1,468,000
Net loss for the year	-	-	-	-	(1,860,595)	(1,860,595)
Balance, December 31, 2009	170,161,960	170,160	8,936,028	1,468,000	(8,845,303)	1,728,885
Common stock issued for cash at $0.10 per share – June 11, 2010, net of $7,000 finder's fees	17,400,000	17,400	1,715,600	(1,468,000)	-	265,000
Common stock issued for cash at $0.05 per share: – June 11, 2010	500,000	500	24,500	-	-	25,000
Common stock issued for property at $0.04 per share: – October 21, 2010	75,000,000	75,000	2,925,000	-	-	3,000,000
Net loss for the year	-	-	-	-	(1,528,882)	(1,528,882)
Balance December 31,2010	263,061,960	263,060	13,601,128	-	(10,374,185)	3,490,003
Net loss for the year	-	-	-	-	(4,278,352)	(4,278,352)
Balance December 31, 2011	263,061,960	263,060	13,601,128	-	(14,652,537)	(788,349)
Common stock issued at $0.006 per share to	22,500,000	22,500	112,500	-	-	135,000

settle debt of $135,000 – June 15, 2012 (Notes 7 and 11)						
Common stock issued at $0.006 per share to acquire Glob Media – June 29, 2012 (Note 3)	45,378,670	45,380	226,892	-	-	272,272
Net Loss for the year	-	-	-	-	(481,734)	(481,734)
Balance, December 31, 2012	330,940,630	$ 330,940	$ 13,940,520	$ -	$ (15,134,271)	$ (862,811)

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

TAGLIKEME CORP.

(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended December 31, 2012 (Audited)	Year ended December 31, 2011 (Audited)	Inception (October 19, 2004) to December 31, 2012 (Audited)
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss for the period	$(481,734)	$(4,278,352)	$(15,134,271)
Adjustments to reconcile net loss to net cash used in operating activities:			
-Amortization	236	-	236
- Stock based compensation	-	-	2,430,595
-Write off of management fees	(229,423)	-	(229,423)
-Abandonment expense	50,000	-	50,000
- Impairment of oil and gas properties	-	3,987,206	6,708,952
- Financing costs	-	-	424,660
CHANGES IN OPERATING ASSETS AND LIABILITIES			
- Interest accrued	37,279	8,522	48,561
- Prepaid expenses and deposits	7,766	35,822	(18,786)
- Due to related parties accrued	(247,816)	257,637	277,249
- Accounts payable and accrued liabilities	343,264	(102,885)	606,274
NET CASH USED IN OPERATING ACTIVITIES	(520,428)	(92,050)	(4,835,953)
CASH FLOWS FROM INVESTING ACTIVITIES			
Oil and gas property expenditures and deposits	-	-	(3,610,003)
Goodwill	(2,841)	-	(2,841)
Acquisition of Glob Media, net of cash received	187	-	187
Proceeds from sale of partial equity interest in oil and gas property, net	-	-	253,552
NET CASH FLOWS USED IN INVESTING ACTIVITIES	(2,654)	-	(3,359,105)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds on sale and subscriptions of common stock	-	-	5,021,595
Drilling Advances	-	-	759,000
Loan payable advances	526,538	175,000	701,538
Payments to related parties	-	(159,167)	(1,815,000)
Advances from related parties	-	80,000	3,535,500
NET CASH PROVIDED BY FINANCING ACTIVITIES	526,538	95,833	8,202,633
INCREASE (DECREASE) IN CASH	3,456	3,783	7,575
CASH, BEGINNING OF PERIOD	4,119	336	-
CASH, END OF PERIOD	$7,575	$4,119	$7,575
SUPPLEMENTAL CASH FLOW INFORMATION AND NONCASH INVESTING AND FINANCING ACTIVITIES:			
Cash paid for interest	$-	$5,220	$48,387
Common stock issued for acquisition of oil and gas property	$-	$-	$3,950,000
Transfer of bond against settlement of debt	$-	$-	$25,000
Non-cash sale of oil and gas property	$-	$-	$65,000
Common stock issued for settlement of debts	$135,000	$-	$3,196,997

Common stock issued for acquisition of Glob Media	$272,272	$-	$272,272
Forgiveness of debt	$229,423	$-	$229,423
Net liabilities assumed in acquisition of Glob Media	$272,085	$-	$272,085

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

TAGLIKEME CORP.
(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 1 – NATURE OF OPERATIONS AND BASIS OF PRESENTATION

Effective June 15, 2012, Morgan Creek Energy Corp. effected a name change on the OTC Bulletin Board to TagLikeMe Corp. (the “Company”). The Company is a development stage company that was organized to enter into the oil and gas industry. The Company intended to locate, explore, acquire and develop oil and gas properties in the United States and within North America. In May 2012, the Company changed its business focus and plan to developing online and mobile content using search and sharing technology.

Effective June 29, 2012, the Company completed and consummated a share exchange agreement dated May 14, 2012, as fully executed on May 24, 2012 (the "Share Exchange Agreement") with Glob Media Works Inc., a company incorporated under the laws of the State of Washington ("Glob Media"), and each of the shareholders of Glob Media (collectively the "Glob Media Shareholders"), whereby the Corporation has acquired all of the issued and outstanding shares of Glob Media in exchange for the issuance of 45,378,670 shares of its restricted common stock to the Glob Media Shareholders on a pro rata basis in accordance with each Glob Media Shareholder's respective percentage equity ownership in Glob Media (Note 3). Glob Media owns intellectual property rights to its internet cloud based software application related to online search and social media developed by Glob Media. As a result of the closing of the Share Exchange Agreement, Glob Media has become the Company's direct wholly-owned subsidiary.

Effective July 18, 2012, the Company completed a forward stock split by the issuance of 5 new shares for each 1 outstanding share of the Company’s common stock (Note 8). Unless otherwise noted, all references herein to number of shares, price per share or weighted average shares outstanding have been adjusted to reflect this stock split on a retroactive basis.

Going concern
The Company commenced operations on October 19, 2004 and has not realized any revenues since inception. As of December 31, 2012, the Company has an accumulated deficit of $15,091,584. The ability of the Company to continue as a going concern is dependent on raising capital to fund ongoing operations and carry out its business plan and ultimately to attain profitable operations. Accordingly, these factors raise substantial doubt as to the Company’s ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the Company cannot continue in existence. To date the Company has funded its initial operations by way of private placements of common stock and advances from related parties.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization
The Company was incorporated on October 19, 2004 in the State of Nevada. The Company’s fiscal year end is December 31.

Basis of presentation
These financial statements are presented in United States dollars and have been prepared in accordance with United States generally accepted accounting principles.

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Glob Media Works Inc., from the date of acquisition on June 29, 2012. All significant inter-company transactions and account balances have been eliminated upon consolidation.

TAGLIKEME CORP.

(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Equipment
Equipment is recorded at cost and is depreciated over their estimated useful lives using the declining balance method at the following annual rates:

Computer equipment 30%

Goodwill
Costs of investments in purchased companies in excess of the underlying fair value of net assets at dates of acquisition are recorded as goodwill and assessed annually for impairment. If considered impaired, goodwill will be written down to fair value and a corresponding impairment loss recognized.

Impairment of long-lived assets
The Company evaluates its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets.

Use of estimates
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates. Significant areas requiring management's estimates and assumptions are the determination of the fair value of transactions involving common stock and financial instruments. Other areas requiring estimates include deferred tax balances and asset impairment tests.

Cash and cash equivalents
For the statements of cash flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents. There were no cash equivalents as of December 31, 2012 and December 31, 2011 that exceeded federally insured limits.

Financial instruments
The fair value of the Company's financial assets and financial liabilities approximate their carrying values due to the immediate or short-term maturity of these financial instruments.

Earnings (loss) per common share
Basic earnings (loss) per share includes no dilution and is computed by dividing income available to common stockholders by the weighted average number of common shares outstanding for the period. Dilutive earnings (loss) per share reflects the potential dilution of securities that could share in the earnings of the Company. Dilutive earnings (loss) per share is equal to that of basic earnings (loss) per share as the effects of stock options and warrants have been

excluded as they are anti-dilutive.

TAGLIKEME CORP.

(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income taxes
The Company follows the liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax balances. Deferred tax assets and liabilities are measured using enacted or substantially enacted tax rates expected to apply to the taxable income in the years in

which those differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the date of enactment or substantive enactment. As at December 31, 2012, the Company had net operating loss carryforwards, however, due to the uncertainty of realization, the Company has provided a full valuation allowance for the deferred tax assets resulting from these loss carryforwards.

Stock-based compensation
On June 1, 2006, the Company adopted FASB ASC 718-10, “Compensation-Stock Compensation,” under this method, compensation cost recognized for the year ended May 31, 2007 includes: a) compensation cost for all share-based payments granted prior to, but not yet vested as of May 31, 2006, based on the grant-date fair value estimated in accordance with the original provisions of SFAS 123, and b) compensation cost for all share-based payments granted subsequent to May 31, 2006, based on the grant-date fair value estimated in accordance with the provisions of FASB ASC 718-10. In addition, deferred stock compensation related to non-vested options is required to be eliminated against additional paid-in capital upon adoption of FASB ASC 718-10. The results for the prior periods were not restated.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Recently issued accounting pronouncements
In July 2012, FASB issued ASU No. 2012-02, “Intangibles – Goodwill and Other”. This update presents an entity with the option to first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, “Intangibles – Goodwill and Other – General Intangibles Other than Goodwill”. The more-likely-than-not threshold is defined as having a likelihood of more than fifty percent. ASU No. 2012-02 will be effective for annual and impairment tests performed for fiscal years beginning after 15 September 2012, with early adoption permitted. The Company does not expect the adoption of this update will have a material effect on its consolidated financial statements.

TAGLIKEME CORP.

(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 3 – BUSINESS ACQUISITION

Effective June 29, 2012, the Company completed and consummated a share exchange agreement dated May 14, 2012, as fully executed on May 24, 2012 (the "Share Exchange Agreement") with Glob Media, a company incorporated under the laws of the State of Washington, and each of the shareholders of Glob Media (collectively the "Glob Media Shareholders"), whereby the Company has acquired all of the issued and outstanding shares of Glob Media in exchange for the issuance of 45,378,670 shares of its restricted common stock to the Glob Media Shareholders valued at $272,272 (Note 9) on a pro rata basis in accordance with each Glob Media Shareholder's respective percentage equity ownership in Glob Media (Note A). Glob Media owns intellectual property rights to its internet cloud based software application related to online search and social media developed by Glob Media.

The purchase price allocation has been determined as follows:

Purchase price	$272,272
Allocated to:	
Current assets acquired	(6,424)
Property and equipment	(3,134)
Current liabilities assumed	81,756
Goodwill	$344,461

Goodwill of $344,461 was valued based on the allocation of the deemed purchase price of the shares of Glob Media over the assets acquired and liabilities assumed (Note 6). In the prior filings for the quarters ended June 30, 2012 and September 30, 2012, the goodwill was classified incorrectly as intellectual property due to the facts available at the time of filing of reports.

Unaudited Pro Forma Condensed Consolidated Financial Statements

The following unaudited pro forma condensed consolidated financial statements were prepared by management and filed in Form 8-K on June 29, 2012 as exhibit 99.2.

TagLikeMe Corp.
(A Development Stage Company)
Pro Forma Condensed Consolidated Balance Sheet
As at June 30, 2012
Expressed in U.S. Dollars
Unaudited - Prepared by Management

ASSETS	TagLikeMe Corp.	Glob Media Works Inc.	Pro Forma Adjustments and Eliminating Entries (Note 3)	Pro Forma Condensed Consolidated TagLikeMe Corp.
Current				
Cash	$ 8,426	$ 187	$ -	$ 8,613
Prepaid expenses and other	974	6,237	-	7,211
TOTAL CURRENT ASSETS	9,400	6,424	-	15,824
Equipment	-	3,143	-	3,143
Investment in subsidiary	272,272	-	(272,272)	-
Goodwill	-	-	344,461	344,461
TOTAL ASSETS	$ 281,672	$ 9,567	$ -	$ 363,428
LIABILITIES				
Current				
Accounts payable and accrued liabilities	$ 209,674	$ 69,756	$ -	$ 279,430
Due to related parties	351,243	-	-	351,243
Loan payable	200,000	-	-	200,000
Loan payable – Due to related party	114,500	12,000	-	126,500
TOTAL CURRENT LIABILITIES	875,417	81,756	-	957,173
STOCKHOLDERS’ EQUITY (DEFICIT)				
Common stock	330,940	789,184	(789,184)	330,940
Additional paid-in capital	13,940,520	109,083	(109,083)	13,940,520
Accumulated deficit during the development stage	(14,865,205)	(970,456	970,456	(14,865,205)
TOTAL STOCKHOLDERS’ EQUITY (DEFICIT)	(593,745)	72,189	-	(593,745)
TOTAL LIABILITIES & STOCKHOLDERS’ EQUITY (DEFICIT)	$ 281,672	$ 9,567	$ -	$ 363,428

See Accompanying Notes

TagLikeMe Corp.
(A Development Stage Company)
Pro Forma Condensed Consolidated Statement of Operations
For the Year Ended December 31, 2011
Expressed in U.S. Dollars
Unaudited - Prepared by Management

	TagLikeMe Corp.	Glob Media Works Inc.	Pro Forma Adjustments and Eliminating Entries (Note 3)	Pro Forma Consolidated TagLikeMe Corp.
Operating expenses				
Depreciation	$ -	$ 754	$ -	$ 754
Impairment of oil and gas properties	3,987,206	-	-	3,987,206
Professional fees	74,333	7,910	-	82,243
Other operating expenses	203,070	241,164	-	444,234
Net loss from operations before other expense	(4,264,609)	(249,828)	-	(4,514,437)
Other expense				
Interest expense	(13,743)	-	-	(13,743)
Net loss for the year	$ (4,278,352)	$ (249,828)	$ -	$ (4,528,180)
Loss per share – basic and diluted	$ (0.01)		$ -	$ (0.01)
Weighted average number of shares outstanding	263,061,960		(i) 45,378,670	308,440,630

(i) To reflect issuance of 45,378,670 shares of restricted common stock of TagLikeMe Corp. for the acquisition of all of the issued and outstanding shares of Glob Media Works Inc. (Note B).

See Accompanying Notes

TagLikeMe Corp.
(A Development Stage Company)
Pro Forma Condensed Consolidated Statement of Operations
For the Six Months Ended June 30, 2012
Expressed in U.S. Dollars
Unaudited - Prepared by Management

	TagLikeMe Corp.	Glob Media Works Inc.	Pro Forma Adjustments and Eliminating Entries (Note 3)	Pro Forma Consolidated TagLikeMe Corp.
Operating expenses				
Depreciation	$ -	$ 629	$ -	$ 629
Professional fees	25,173	14,753	-	39,926
Other operating expenses	128,193	40,424	-	168,617
Net loss from operations before other expenses	(153,366)	(55,806)	-	(209,172)
Other expenses				
Abandonment expense	(50,000)	-	-	(50,000)
Impairment of software development	-	(635,481)	-	(635,481)
Interest expense	(9,302)	-	-	(9,302)
Net loss for the period	$ (212,668)	$ (691,287)	$ -	$ (903,955)
Loss per share – basic and diluted	$ (0.00)		$ -	$ (0.00)
Weighted average number of shares outstanding	264,916,356		(i) 45,378,670	310,295,026

(i) To reflect issuance of 45,378,670 shares of restricted common stock of TagLikeMe Corp. for the acquisition of all of the issued and outstanding shares of Glob Media Works Inc. (Note B).

See Accompanying Notes

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TagLikeMe Corp.
(A Development Stage Company)
Notes to Pro Forma Condensed Consolidated Financial Statements
Expressed in U.S. Dollars
Unaudited - Prepared by Management

Note A. Basis of Presentation

The accompanying unaudited pro forma condensed consolidated financial statements of TagLikeMe Corp. (the "Company") as at June 30, 2012, for the year ended December 31, 2011 and for the six months ended June 30, 2012 have been compiled for illustrative purposes only for inclusion in the Form 8-K and to give effect to the share exchange between the Company and Glob Media Works Inc. ("Glob Media"), as described in Note 2.

The unaudited pro forma condensed consolidated financial statements should be read in conjunction with the historical financial statements of each entity.

These unaudited pro forma condensed consolidated financial statements include:

a) An unaudited pro forma condensed consolidated balance sheet as at June 30, 2012 combining:
   i. The unaudited balance sheet of the Company as at June 30, 2012; and
   ii. The unaudited balance sheet of Glob Media as at June 30, 2012.

b) An unaudited pro forma condensed consolidated statement of operations for the year ended December 31, 2011 combining:
   i. The audited statement of operations of the Company for the year ended December 31, 2011; and
   ii. The audited statement of operations of Glob Media for the year ended December 31, 2011.

c) An unaudited pro forma condensed consolidated statement of operations for the six months ended June 30, 2012 combining:
   i. The unaudited statement of operations of the Company for the six months ended June 30, 2012; and
   ii. The unaudited statement of operations of Glob Media for the six months ended June 30, 2012.

It is management's opinion that the unaudited pro forma condensed consolidated financial statements present fairly in all material respects, the transaction described in Note 2 in accordance with accounting principles generally accepted in the United States of America. The accounting policies used in the preparation of the unaudited pro forma condensed consolidated financial statements are consistent with the accounting policies of the Company and Glob Media for the year ended December 31, 2011 and for the six months ended June 30, 2012. The pro forma adjustments, as described in Note 3, are based on available information and certain estimates and assumptions. The unaudited pro forma condensed consolidated financial statements are not intended to reflect the financial position of the Company which would have actually resulted had the proposed transactions been effected on the dates indicated. Further, the unaudited pro forma condensed consolidated financial statements are not necessarily indicative of the results of operations that may be obtained in the future.

Certain elements of the Company and Glob Media's statements of operations have been reclassified to provide a consistent classification format.

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TagLikeMe Corp.
(A Development Stage Company)
Notes to Pro Forma Condensed Consolidated Financial Statements
Expressed in U.S. Dollars
Unaudited - Prepared by Management

Note B. Pro-Forma Transaction

Effective June 29, 2012, the Company completed and consummated a share exchange agreement dated May 14, 2012, as fully executed on May 24, 2012 (the "Share Exchange Agreement") with Glob Media, a company incorporated under the laws of the State of Washington, and each of the shareholders of Glob Media (collectively the "Glob Media Shareholders"), whereby the Company has acquired all of the issued and outstanding shares of Glob Media in exchange for the issuance of 45,378,670 shares of its restricted common stock to the Glob Media Shareholders valued at $272,272 on a pro rata basis in accordance with each Glob Media Shareholder's respective percentage equity ownership in Glob Media (the “Acquisition”). Glob Media owns intellectual property rights to its internet cloud based software application related to online search and social media developed by Glob Media. As a result of the closing of the Share Exchange Agreement, Glob Media has become the Company's direct wholly owned subsidiary.

Note C. Pro Forma Assumptions and Adjustments

The unaudited pro forma condensed consolidated balance sheet as at June 30, 2012 has been prepared assuming that the Acquisition occurred on June 30, 2012.

The unaudited pro forma condensed consolidated statements of operations for the year ended December 31, 2011 and for the six months ended June 30, 2012 have been prepared assuming that the Acquisition occurred on January 1, 2011.

The unaudited pro forma condensed consolidated financial statements give effect to the Acquisition of the Company and the related elimination of the equity and deficit of Glob Media as follows:

a. Eliminate the Company’s investment in Glob Media and reclass accounts to reflect the equity structure of the Company post Acquisition.

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DECEMBER 31, 2012

NOTE 4 – OIL AND GAS PROPERTIES

All of the following oil and gas properties discussed below have been fully impaired.

(a) Quachita Prospect

The Company has leased various properties totalling approximately 1,971 net acres within the Quachita Trend within the state of Texas for a three year term, all expiring during the year ended 2009, in consideration for $338,353. The Company has a 100% Working Interest and a 77% N.R.I. in the leases. During 2009 the balances of the leases within the Quachita trend were allowed to lapse without renewal by the Company. Accordingly, during 2009 the Company wrote off the original cost of these leases totaling $338,353. As allowed for under the lease which included the Boggs #1 well, the Company has paid a nominal fee to maintain its rights and access to the Boggs #1 well.

Boggs #1

On June 7, 2007, the Company began drilling its first well on the Quachita Prospect (Boggs #1). During 2007 the Company began production testing and evaluation of the well. Of the five tested zones, four produced significant volumes of natural gas. As formation water was also produced with the natural gas in the tested zones, the Boggs #1 is currently under evaluation. To date, $1,336,679 had been incurred on drilling and completion expenditures on the Boggs #1. The Boggs #1 was initially privately funded with the funding investors receiving a 75% Working Interest and a 54% net revenue interest in exchange for providing 100% of all drilling and completion costs. To December 31, 2007, the Company had incurred $1,335,780 of costs on Boggs #1 and had received $759,000 in funding from the private investors. On March 24, 2008, the Company negotiated with the funding investors to acquire their interest in the well for an amount equal to the total amount of their initial investment being $759,000 and forgiveness of any additional amounts owing. Effective March 24, 2008, the Company completed this acquisition and settlement through the issuance of 12,650,000 shares of common stock at $0.063 per share.

As formation water was also produced with the natural gas in the tested zones, the Boggs #1 was fully impaired as of December 31, 2011. While there is potential to exploit lower zones or to recomplete the well under an improved gas pricing environment, an impairment charge of $891,119 was recorded against the well in 2010 and a further impairment charge of $445,560 was recorded against the well in fiscal 2011. In the year ended December 31, 2012, the Company booked an abandonment provision of $50,000 to cover the costs of plugging and abandoning the well.

(b) New Mexico Prospect

The Company to date had leased various properties totalling approximately 7,576 net acres within the state of New Mexico for a five year term in consideration for $112,883. The Company has a 100% working interest and an 84.5% N.R.I. in the leases. On October 31, 2008, the Company entered into an agreement to acquire from Westrock Land Corp. approximately 5,763 additional net acres of property within the State of New Mexico for a five year term in consideration for $388,150. The Company acquired a 100% working interest in approximately 5,763 net acres; and an 81.5% N.R.I. in the leases in approximately 5,763 net acres.

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TAGLIKEME CORP.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
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NOTE 4 – OIL AND GAS PROPERTIES (continued)

(b) New Mexico Prospect (continued)

On July 9, 2009, the Company entered into a Letter Agreement with FormCap Corp. (“FormCap”), for joint drilling on the Company’s New Mexico prospect whereby FormCap was required to drill and complete two mutually defined targets on the Company’s leases in return for an earned 50% working interest in the entire New Mexico Prospect. During the period FormCap advanced a non-refundable $100,000 deposit under the terms of the option to secure the project in connection with which the Company paid a finders’ fee of $20,000. On September 24, 2009, the Company announced that FormCap could not meet the requirements of the Option Agreement and thus forfeited its rights to the project. The Company retained the $100,000 non-refundable deposit and recorded it as a gain on expired oil and gas lease option during 2009. Due to current market conditions, the Company decided to fully impair these properties in fiscal 2011. An impairment charge of $541,646 was recorded against these properties in fiscal 2011.

(c) Oklahoma Prospect

On May 28, 2009, the Company entered into a Letter Agreement with Bonanza Resources Corporation (“Bonanza”) for an option to earn a 60% interest of Bonanza’s 85% interest in the North Fork 3-D prospect in Beaver County, Oklahoma in approximately 5,600 net acres. The parties intended to enter into a definitive agreement regarding the option and purchase of the 60% interest within 60 days. A non-refundable payment of $150,000 was paid to Bonanza, whereby Bonanza would grant the Company an exercise period of one year. As per a verbal agreement, the 60 day period was extended to August 17, 2009 and subsequently extended to October 28, 2009. On November 30, 2009 an amendment to the original agreement was made whereby the Company increased its option to acquire from 60% to 70% interest of Bonanza’s 85% interest. The Company paid $50,000 during August 2009 and on October 23, 2009 paid an additional $65,000. The balance of $35,000 was due by December 31, 2009. Subsequently on January 12, 2010 the cumulative non-refundable payment was amended from $150,000 to $125,000. On January 15, 2010 the Company made the final payment of $10,000.

In order to exercise the option, the Company will be required to incur $2,400,000 in exploration and drilling expenditures during the Option Period which will be one year. In the event that the Company does not do so the option will terminate, the Company will cease to have any interest in the prospect and Bonanza will retain the benefit of any drilling or exploration expenditures made by the Company during the Option Period. On November 30, 2009 the Agreement between Bonanza and the Company was amended whereby the Company agreed to incur the full cost of drilling one well to completion on the prospect and will have exercised its option to earn its interest in the well and the balance of the Prospect. In the event that the first well is a dry hole, the Company will have the exclusive right and option to participate in any and all further drilling programs on the Prospect and to incur the full cost of drilling a second well to acquire a 75% interest of Bonanza’s 85% interest (59.50% working interest) in both that well and the balance of the Prospect.

On January 15, 2010, the Company entered into a Participation Agreement to finance drilling and completion costs with two partners who will pay 67% of the costs of the first well in the Prospect. The Company will pay 33% of the drilling and completion costs. To December 31, 2009, the Company had accrued the entire estimated cost of the first well of $475,065 of which $316,690 was paid to the Company during the period by the new participants. Also during

the period, the Company received a reduction in the well cost from the operator totaling $189,413 which resulted in amounts payable by the new participants being reduced to $190,530.

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NOTE 4 – OIL AND GAS PROPERTIES (continued)

(c) Oklahoma Prospect (continued)

On February 1, 2010, the Company was informed by its operator that it had drilled the Nowlin #1-19 well to a depth of 8,836 feet. After review of the drilling logs, the Company has determined that oil is not producible in the targeted Morrow A and B sand formations. The well has been plugged and the Company wrote off the net cost of the well of $230,524 during 2010.

(d) Mississippi Prospect

Effective on August 26, 2010, the Board of Directors of the Company authorized the execution of an option agreement dated August 26, 2010 (the "Option Agreement") with Westrock Land Corp. ("Westrock"), to purchase approximately 21,000 net acres of mineral oil and gas leases on lands located in Lamar, Jones and Forrest counties in the State of Mississippi (the "Acquired Properties"). The Company entered into the Option Agreement with Westrock, as the mineral leaseholder, and received representations that Westrock owned all right, title and interest to all depths, including the Haynesville Shale Formation pursuant to the oil and gas leases with a minimum 75% net revenue interest.

In accordance with the terms and provisions of the Option Agreement: (i) the Company agreed to issue to Westrock an aggregate of 75,000,000 restricted shares of its common stock by November 30, 2010; (ii) Westrock granted to the Company a period to conduct due diligence to October 31, 2010; and (iii) at closing, Westrock conveyed to the Company the Acquired Properties by assignment and bill of sale and other associated documentation. The Company and Westrock anticipated that the closing would occur no later than November 1, 2010.

The Company completed due diligence on the Acquired Properties and issued 75,000,000 restricted common shares, with an estimated fair value of $3,000,000, to Westrock on October 21, 2010.

Due to current market conditions, the Company decided to fully impair these properties in fiscal 2011. An impairment charge of $3,000,000 was recorded against these properties in fiscal 2011.

NOTE 5 – EQUIPMENT

	Cost	Accumulated amortization	Net Book Value December 31, 2012	Net Book Value December 31, 2011
Computer equipment	$3,143	$ (236)	$2,907	$-
	$3,143	$ (236)	$2,907	$-

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NOTE 6 – GOODWILL

After consummation of the Share Exchange Agreement, we are in the business of connecting online users with others while looking for online information and making it easier for them to collect and share that information. In turn, we create population centers of topic specific audiences that we plan to make available to third party ad publishers and information content providers. We are not a search engine nor do we intend to become one. It's a hybrid site we call a Common Information Network where we leverage the existing search capabilities of major search engines, cross references the search information with real population remarks from major social and wiki networks, while giving our users the capability to collect, publish, share or collaborate their search information with whomever they choose in a public or private manner. As more and more users collect and tag search results, management believes that we will ultimately become a destination where people can look for already filtered and shared web information as well as connect, message and interact with other people searching for the same information as them.

Our planned business model will encompass three fundamental stages of growth:

A. Population. As the beta product matures from user feedback and ongoing general development, the business will require additional funding to pursue additional marketing and support personnel. Significant cross marketing, ad placement and general awareness campaigns will have to be implemented on a constant basis in order to maintain general awareness and overall activities growth;

B. Thoroughly position the development of the product toward mobile and portable device style applications. This will require additional resources in development and the overall first phase plan is to deploy a mobile platform for iOS phones and pads for users to take advantage of Tags search, bookmarking, and collaboration tools for the "on-the-go" user; and

In addition to desktop user activities which management feels will increasingly decline over the next two to three years, we intend to focus on monitoring and building on its expected mobile and tablet user population and from their activities, generate a specific advertising.

Goodwill of $344,461 was valued based on the allocation of the deemed purchase price of the shares of Glob Media over the assets acquired and liabilities assumed (Note 3) and will be used in the development of source code to advance the services described above.

NOTE 7 – ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

On June 15, 2012, the Company agreed to settle accounts payable debts by issuing 19,000,000 common shares fair valued at $114,000 or $0.006 per share (Note 8).

NOTE 8 – STOCK SPLIT ADJUSTMENT

On July 23, 2012, the Company executed a 5 to 1 forward stock split, which was retrospectively applied to all financial statements, including the comparative balance sheet as of December 31, 2011. This adjustment did not change total stockholders' deficit. The original filing was for $52,612 in common stock and $13,811,576 in additional

paid in capital. The post-split adjusted balances in this filing are now $263,061 in common stock and $13,601,127 in additional paid in capital, resulting in an effective increase in common stock and decrease in additional paid in capital of $210,449, net effect on stockholders' deficit of $0 as of December 31, 2011.

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NOTE 9 – STOCKHOLDERS' EQUITY (DEFICIT)

(a) Share Capital

The Company's capitalization is 333,333,330 common shares with a par value of $0.001 per share.

On April 22, 2008, the directors of the Company approved a special resolution to undertake a reverse split of the common stock of the Company on a basis of 1 new share for 3 old shares. On July 26, 2006, the directors of the Company approved a special resolution to undertake a forward split of the common stock of the Company on a basis of 2 new shares for 1 old share. On May 10, 2006, the directors of the Company approved a special resolution to undertake a forward split of the common stock of the Company on a basis of 2 new shares for 1 old share. On July 14, 2009, the directors of the Company approved a special resolution to undertake a forward split of the common stock of the Company on a basis of 2 new shares for 1 old share.

On July 23, 2012, the Company increased the authorized share capital from 66,666,666 shares of common stock to 333,333,330 shares of common stock with the same par value of $0.001 per share. On July 16, 2012, the Company filed a Certificate of Change with the Nevada Secretary of State in relation to the 5 for one forward split of the Company's common shares on July 23, 2012 to effect the 5 for one forward split of the Company's authorized common shares (Note 8).

All references in these financial statements to number of common shares, price per share and weighted average number of common shares outstanding prior to the 2:1 forward stock split on May 10, 2006, the 2:1 forward split on August 8, 2006, the 3:1 reverse stock split on April 22, 2008 the 2:1 forward split on August 3, 2009, and the 5:1 forward split on July 23, 2012 have been adjusted to reflect these stock splits on a retroactive basis, unless otherwise noted.

On December 19, 2006, a founding shareholder of the Company returned 40,000,000 restricted shares of common stock to treasury and the shares were subsequently cancelled by the Company. The shares were returned to treasury for no consideration to the shareholder.

(b) Private Placements

On November 26, 2004, the Company issued 20,666,660 shares of common stock at $0.0075 per share for proceeds of $155,000.

On December 15, 2004, the Company issued 25,166,670 shares of common stock at $0.0075 per share for proceeds of $188,750 and 8,802,670 shares of common stock at $0.0375 per share for proceeds of $330,100.

On March 9, 2005, the Company issued 933,330 shares of common stock at a price of $0.0375 per share for proceeds of $35,000.

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NOTE 9 – STOCKHOLDERS' EQUITY (DEFICIT) (continued)

(b) Private Placements (continued)

On October 16, 2006, the Company completed a private placement consisting of 3,147,020 units at $0.45 per unit for proceeds of $1,416,158. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at $0.90 per share for the period commencing on October 16, 2006 and ending on October 16, 2008, being the day which is the earlier of 24 months from the date of issuance of the units or 18 months from the effective date of a planned registration statement. Of this private placement, 1,877,780 of the units issued were in exchange for $845,000 previously advanced to the Company by a shareholder. The estimated fair value of the warrants at the date of grant of $592,210, which has been included in additional paid in capital, was determined using the Black-Scholes option pricing model with an expected life of 2 years, risk free interest rate of 4.49%, a dividend yield of 0% and an expected volatility of 153%.

During 2008, the Company completed a private placement consisting of 12,240,000 units at $0.075 per unit for total gross proceeds of $918,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at $0.15 per share for a period of 12 months from the date of share issuance. A finders fee of 3.5% ($20,913) was paid on $597,500 of the private placement proceeds received.

During 2009, the Company completed a private placement consisting of 9,800,000 units at $0.025 per unit for total proceeds of $245,000. Each unit consists of one common share and one-half non-transferable share purchase warrant exercisable at $0.50 per share for a period of 12 months from the date of issuance. A finder's fee of 7% ($3,500) was paid on $50,000 of the private placement proceeds received.

During 2010, the Company completed a private placement consisting of 17,400,000 units at $0.10 per unit for total proceeds of $1,740,000. Each unit consists of one common share and one-half non-transferable share purchase warrant exercisable at $0.20 per share for a period of 12 months from the date of issuance. A finder's fee of 7% ($7,000) was paid on $100,000 of the private placement proceeds received. Of the total proceeds, $1,468,000 (net of finder's fee) was received during 2009.

During 2010, the Company completed a private placement consisting of 500,000 units at $0.05 per unit for total proceeds of $25,000. Each unit consists of one common share and one-half non-transferable share purchase warrant exercisable at $0.10 per share for a period of 12 months from the date of issuance.

(c) Other issuances

On February 13, 2008, the Company issued 25,253,560 shares of common stock at a price of $0.075 per share on settlement of related party advances and accrued interest totaling $1,515,214. The difference between the estimated fair value of the common shares issued at issuance and the amount of debt settled totaling $378,803 was recorded as a finance cost during 2008.

On March 24, 2008, the Company issued 15,285,380 shares of common stock at a price of $0.063 per share on settlement of related party advances and the acquisition of the interest in the Boggs #1 well totalling $962,980. The

difference between the estimated fair value of the common shares at issuance and the amount of debt settled totaling $45,857 was recorded as a finance cost during 2008.

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NOTE 9 – STOCKHOLDERS' EQUITY (DEFICIT) (continued)

(c) Other issuances (continued)

On July 20, 2009, the Company issued 8,200,000 units at $0.025 per unit on settlement of related party advances of $200,000 and accounts payable of $5,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at $0.05 per share for a period of 12 months from the date of issuance.

On October 21, 2010, the Company issued 75,000,000 shares of restricted common stock at a price of $0.04 per share totalling $3,000,000, pursuant to an Option Agreement with Westrock Land Corp to purchase 21,000 net acres in the Mississippi Prospect.

On June 15, 2012, the Company agreed to settle $135,000 of notes and accounts payable debts by issuing 22,500,000 common shares fair valued at $135,000 or $0.006 per share (Notes 7 and 11).

On June 29, 2012, the Company issued 45,378,670 shares of restricted common stock with a value of $272,272 related to the acquisition of Glob Media (Note 3).

(c) Share Purchase Warrants

There are no share purchase warrants issued and outstanding as of December 31, 2012.

The Company's share purchase warrants activity for the period ended December 31, 2012 is summarized as follows:

	Number of Warrants	Weighted average exercise Price per share	Weighted average remaining In contractual life (in years)
Balance, December 31, 2010	8,950,000	$ 0.198	0.44
Issued	-	-	-
Expired	(8,950,000)	0.198	-
Exercised	-	-	-
Balance, December 31, 2011	-	-	-
Issued	-	-	-
Expired	-	-	-
Exercised	-	-	-
Balance, December 31, 2012	-	$ -	-

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NOTE 10 – STOCK OPTION PLAN

On April 3, 2006, the Board of Directors of the Company ratified, approved and adopted a Stock Option Plan for the Company in the amount of 16,666,670 shares with an exercisable period up to 10 years. In the event an optionee ceases to be employed by or to provide services to the Company for reasons other than cause, any Stock Option that is vested and held by such optionee may be exercisable within up to ninety calendar days after the effective date that his position ceases. No Stock Option granted under the Stock Option Plan is transferable. Any Stock Option held by an optionee at the time of his death may be exercised by his estate within one year of his death or such longer period as the Board of Directors may determine. On April 28, 2008, the Board of Directors deemed it necessary to approve an amendment to the Stock Option Plan to an aggregate of 25,000,000 shares.

As approved by the Board of Directors, on December 12, 2006, the Company granted 6,166,680 stock options to certain officers, directors and management of the Company at $0.33 per share. The term of these options are five years. The total fair value of these options at the date of grant was estimated to be $1,527,170 and was recorded as a stock based compensation expense during 2006. The fair value of these options was estimated using the Black-Scholes option pricing model with the following assumptions: expected life of 3 years; risk free interest rate of 4.49%; dividend yield of 0% and expected volatility of 187%.

As approved by the Board of Directors on April 30, 2008, the Company granted 12,500,000 stock options to certain officers, directors and management of the Company at $0.10 per share. The term of these options are ten years. The total fair value of these options at the date of grant was estimated to be $436,955 and was recorded as a stock based compensation expense during the period. The fair value of these options was estimated using the Black-Scholes option pricing model with the following assumptions: expected life of 10 years; risk free interest rate of 3.77%; dividend yield of 0% and expected volatility of 210%.

On July 14, 2009, the Company cancelled 17,833,350 stock options to certain officers, directors and management of the Company and authorized the issuance of 15,000,000 new stock options to certain officers, directors and management of the Company at $0.05 per share. The term of the new options is ten years.

As approved by the Board of Directors on July 14, 2009, the Company granted 15,000,000 stock options to certain officers, directors and management of the Company at $0.05 per share of which 6,500,000 options were cancelled and re-issued to certain individuals and 8,500,000 were new options issued. The term of these options are ten years. The total fair value of these options at the date of grant was estimated to be $236,810 and was recorded as a stock based compensation expense during the period. The fair value of these options was estimated using the Black-Scholes option pricing model with the following assumptions: expected life of 10 years; risk free interest rate of 3.50%; dividend yield of 0% and expected volatility of 180%.

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NOTE 10 – STOCK OPTION PLAN (continued)

As approved by the Board of Directors on September 1, 2009, the Company granted 1,000,000 stock options to a director of the Company at $0.078 per share. The term of these options are ten years. The total fair value of these options at the date of grant was estimated to be $99,860 and was recorded as a stock based compensation expense during the period. The fair value of these options was estimated using the Black-Scholes option pricing model with the following assumptions: expected life of 10 years; risk free interest rate of 3.38%; dividend yield of 0% and expected volatility of 198%.

As approved by the Board of Directors on December 8, 2009, the Company granted 1,000,000 stock options to a director of the Company at $0.116 per share. The term of these options are ten years. The total fair value of these options at the date of grant was estimated to be $129,800 and was recorded as a stock based compensation expense during the period. The fair value of these options was estimated using the Black-Scholes option pricing model with the following assumptions: expected life of 10 years; risk free interest rate of 3.40%; dividend yield of 0% and expected volatility of 196%.

Effective June 15, 2012, the Board of directors ratified the cancellation of 15,000,000 stock options previously granted under the Company's Stock Option Plan.

The remaining 2,000,000 stock options awarded to two previous directors also expired during the year ended December 31, 2012.

The Company's stock option activity for the period ended December 31, 2012 is summarized as follows:

	Number of Options	Weighted average exercise Price per share	Weighted average remaining In contractual life (in years)
Balance, December 31, 2010	17,833,330	$0.066	8.21
Granted	-	-	-
Expired – cancelled	(833,330)	0.066	-
Exercised	-	-	-
Balance, December 31, 2011	17,000,000	0.066	7.21
Granted	-	-	-
Expired – cancelled	(17,000,000)	0.066	-
Exercised	-	-	-
Balance, December 31, 2012	-0-	$-	-

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TAGLIKEME CORP.
(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 11 – RELATED PARTY TRANSACTIONS

During 2010, a shareholder made advances of $94,167 which was due and owing as of December 31, 2010, which bears interest at 8% per annum and has no specific repayment terms. During 2011, this shareholder made further advances of $80,000 and was repaid $159,167 and $5,220 in principal and interest respectively.

During 2011, the Company received an advance of $5,000 from Sono Resources, a company with certain directors in common with the Company. These advances are non-interest bearing, unsecured and without specific terms or repayment. The balance was repaid in 2012.

As of December 31, 2011, the Company owed $68,005 to a former officer and director of the Company to provide office space and office services for the period ended December 31, 2011.

During 2012, $229,423 of amounts due to a former officer and director of the Company were forgiven.

Management Fees

During the years ended December 31, 2012 and 2011, management fees billed to the Company by officers and directors totaled $101,041 and $106,080, respectively. At December 31, 2012 and 2011, the balance due these related parties and unpaid fees totaled $9,518 and $206,742, respectively.

NOTE 12 - LOAN PAYABLE

During 2011, the Company received loan proceeds of $175,000 from an unrelated third party pursuant to an unsecured promissory note agreement effective May 15, 2011 and maturing November 15, 2011. The promissory note bears interest at a rate of 10% per annum of which a total of $28,479 has been accrued for interest as of December 31, 2012. This note is now due on demand.

During 2012, the Company received loan proceeds of $245,000 from an unrelated party pursuant to an unsecured promissory note agreement. The promissory note is due on demand and bears interest at 10% per annum. At December 31, 2012, the note principal plus accrued interest of $8,690 totaled $253,690.
During 2012, the Company received loan proceeds of $25,000 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $1,913 has been accrued for interest as of December 31, 2012.

During 2012, the Company received loan proceeds of $60,000 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $2,643 has been accrued for interest as of December 31, 2012.

During 2012, the Company received loan proceeds of $99,953 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at a rate of 10% per annum of which a total of $986 has been accrued for interest as of December 31, 2012.

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TAGLIKEME CORP.

(formerly Morgan Creek Energy Corp.)
(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 12 - LOAN PAYABLE (continued)

During 2012, the Company received loan proceeds of $39,500 from an unrelated third party pursuant to an unsecured promissory note. The promissory note is due on demand and bears interest at 10% per annum. At December 31, 2012, the note principal plus accrued interest of $3,530 totaled $43,030.

During 2012, Glob Media received loan proceeds of $50,865 from an unrelated third party pursuant to an unsecured promissory note agreement. The promissory note is due on demand and bears interest at 10% per annum. At December 31, 2012, the note principal plus accrued interest of $2,319 totaled $53,184.

During 2012, Glob Media received loan proceeds from two shareholders for $15,696 and $221 respectively. The loans are unsecured, bear no interest and have no specific repayment terms.

NOTE 13 – INCOME TAXES

The Company has adopted FASB ASC 740-10, “Income Taxes”. As of December 31, 2012, and 2011 the Company had net operating loss carry forwards of approximately $7,470,219and $6,700,083 respectively that may be available to reduce future years’ taxable income through 2032. Future tax benefits which may arise as a result of these losses have not been recognized in these financial statements, as their realization is determined not likely to occur and accordingly, the Company has recorded a valuation allowance for the deferred tax asset relating to these tax loss carryforwards.

Components of net deferred tax assets, including a valuation allowance, are as follows at December 31:

		2012		2011
Deferred tax assets:				
Net operating loss carryforward	$	7,470,219	$	6,700,083
Total deferred tax assets		4,398,597		2,345,029
Less: Valuation Allowance		(4,398,597)		(2,345,029)
Net Deferred Tax Assets	$	-	$	-

The valuation allowance for deferred tax assets as of December 31, 2012 and 2011 was $4,398,597 and $2,345,029 respectively. In assessing the recovery of the deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income in the periods in which those temporary differences become deductible. Management considers the scheduled reversals of future deferred tax assets, projected future taxable income, and tax planning strategies in making this assessment. As a result, management determined it was more likely than not the deferred tax assets would be realized as of December 31, 2012 and 2011.

TAGLIKEME CORP.
(formerly Morgan Creek Energy Corp.)
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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 13 – INCOME TAXES (continued)

Reconciliation between the statutory rate and the effective tax rate is as follows at December 31:

	2012		2011	
Federal statutory tax rate	(35.0	)%	(35.0	)%
Change in valuation allowance	35.0	%	35.0	%
Effective tax rate	0.0	%	0.0	%

NOTE 14 – SUBSEQUENT EVENTS

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 and has determined that no material subsequent events exist.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

On November 5, 2012, we formally informed De Joya Griffith, LLC of their dismissal as our independent registered public accounting firm.

The reports of De Joya Griffith, LLC on our financial statements as of and for the year ended December 31, 2011, contained no adverse opinion or disclaimer of opinion and were not qualified. The report was modified to indicate that there was substantial doubt about our ability to continue as a going concern.

Our Board of Directors participated in and approved the decision to change independent registered public accounting firms.

During our two most recent fiscal years preceding the termination of De Joya Griffith, LLC, and through November 5, 2012, there were no disagreements with De Joya Griffith, LLC on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure, which disagreements if not resolved to the satisfaction of De Joya Griffith, LLC would have caused them to make reference thereto in connection with their report on the financial statements for such years.

De Joya Griffith, LLC has furnished a letter addressed to the SEC stating that it agrees with the above statements.

New independent registered public accounting firm

On April 19, 2013, we engaged Patrick E. Rodgers, CPA, PA, as our new independent registered public accounting firm. During the two most recent fiscal years and through April 19, 2013, we have not consulted with Patrick E. Rodgers, CPA, PA regarding any of the following:

(a) The application of accounting principles to a specific transaction, either completed or proposed, or the type of audit of audit opinion that may be rendered on our financial statements, and Patrick E. Rodgers, CPA, PA did not provide either a written report or oral advice to us that Patrick E. Rodgers, CPA, PA concluded was an important factor considered by the Company in reaching a decision as to any accounting, auditing, or financial reporting issue; or

(b) The subject of any disagreement, as defined in Item 304(a)(1)(iv) of Regulation S-K and the related instructions, or a reportable event within the meaning set forth in Item 304(a)(1)(iv) of Regulation S-K.

The reports of Patrick E. Rodgers, CPA, PA on our financial statements for the fiscal year ended December 31, 2012 and De Joya Griffith's report on our financial statements for the fiscal year ended December 31, 2011 did not contain an adverse opinion or disclaimer of opinion, nor were they modified as to uncertainty, audit scope or accounting principles, other than to state that there is substantial doubt as to our ability to continue as a going concern. During our fiscal years ended December 31, 2012 and 2011, there were no disagreements between us and Patrick E. Rodgers, CPA, PA nor De Joya Griffith, whether or not resolved, on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to the satisfaction of Patrick E. Rodgers, CPA, PA or De Joya Griffith, would have caused Patrick E. Rodgers, CPA, PA or De Joya Griffith to make reference thereto in their reports on our audited financial statements.

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ITEM 9A. CONTROLS AND PROCEDURES

EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES

We have performed an evaluation under the supervision and with the participation of our management, including our Chief Executive Officer (CEO) and Chief Financial Officer (CFO), of the effectiveness of our disclosure controls and procedures, (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act). Based on that evaluation, our management, including our CEO and CFO, concluded that our disclosure controls and procedures were not effective as of December 31, 2012 to provide reasonable assurance that information required to be disclosed by us in the reports filed or submitted by us under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms.

Management's Annual Report on Internal Control Over Financial reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act). Under the supervision and with the participation of the Company's management, including the chief executive officer and principal financial officer, we evaluated the effectiveness of our internal control over financial reporting as of December 31, 2012. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") in Internal Control-Integrated Framework.

This Annual Report does not include an attestation report of our registered public accounting firm Michael F. Cronin regarding internal control over financial reporting. Management's report was not subject to attestation by our registered public accounting firm pursuant to temporary rules of the SEC that permit us to provide only management's report in this Annual Report on Form 10-K.

Inherent Limitations on Effectiveness of Controls

We believe that a controls system, no matter how well designed and operated, cannot provide absolute assurance that the objectives of the controls system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected. Our disclosure controls and procedures are designed to provide reasonable assurance of achieving their objectives, and our CEO and our CFO have concluded that these controls and procedures are not effective at the "reasonable assurance" level.

Changes in internal controls

There were no changes in internal controls for the fiscal year ended December 31, 2012.

AUDIT COMMITTEE REPORT

The Company previously had an Audit Committee with three appointed members. Two members were "independent" within the meaning of Rule 10A-3 under the Exchange Act and were in addition financial experts. As of the date of this Annual Report and with the resignation of the prior members of the Board of Directors and executive officers, the Company no longer has an Audit Committee. However, the Company intends to appoint new members to the Audit Committee during fiscal year 2013.

ITEM 9B. OTHER INFORMATION

Not applicable.

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

IDENTIFICATION OF DIRECTORS AND EXECUTIVE OFFICERS

All of our directors hold office until the next annual general meeting of the shareholders or until their successors are elected and qualified. Our officers are appointed by our board of directors and hold office until their earlier death, retirement, resignation or removal.

Our directors and executive officers, their ages and positions held are as follows:

Name	Age	Position with the Company
Richard Elliot-Square	65	President, Chief Executive Officer/Principal Executive Officer, a Director and Compensation Committee member and Nominating Committee chairman
Peter Karsten	52	Secretary/Treasurer, Chief Financial Officer, and Principal Accounting Officer

Business Experience

The following is a brief account of the education and business experience of each director, executive officer and key employee during at least the past five years, indicating each person's principal occupation during the period, and the name and principal business of the organization by which he or she was employed, and including other directorships held in reporting companies.

Mr. Richard Elliot-Square. During the past twenty years, Mr. Elliot-Square has been an investment banker based in London, Vancouver and Zurich specializing in the introduction of investment banking and venture capital projects. Recently, Mr. Elliot-Square has been successful in the re-structuring and funding of several publicly traded companies in the United Kingdom and North America. He also acts as an advisor to a number of international companies. During the course of his career, Mr. Elliot-Square has been involved in many ventures that have provided him direct access to a wide network of contacts in the financial markets and banking sectors. He has been a director of several companies in the United Kingdom and the United States, and a founder of several publicly traded corporations, including Telecom Plus PLC (UK) and Channel i Limited (USA). Mr. Elliot-Square was a founding director of iCraveproductions Limited and also of Thurlestone Associates Limited. He also serves as the London office representative of the Maltese based CSB Group.

Mr. Elliot-Square was commissioned as an army officer in the Royal Scots Dragoon Guards and since leaving the Army, has been involved in many aspects of international business, including trade funding, the manufacture of motor vehicles, banking and brokering, import and export, as well as being invested in oil and gas and other resource companies.

Peter Karsten. Mr. Karsten has an exemplary 25 year record for developing technology with Fortune 500 global companies, including leading divisions in the telecom, banking, mobile, online gaming and social media sectors. His positions have ranged from Vice President in Citibank's Mobile Banking division (1998) where he was involved in the launch of mobile banking services and processes to standardise mobile payments to Executive Chairman (2008-2009) and CEO (2001-2008) with Cecure Gaming, an online gaming venture he founded in 2001. Mr. Karsten created, operated, and funded the company working closely on sales, strategic marketing, and licensing initiatives.

Most recently, Mr. Karsten was the Senior Vice President of Starlounge (2011 to current), a Turner Broadcasting portfolio company based in London and Stockholm. Under his guidance Starlounge leveraged relationships with MSN, Terra, and Turner Broadcasting / CNN to create new sales channels with Terra Brazil, Nokia, Samsung TV and RBC in Russia.

Over his career, Mr. Karsten has been directly responsible for developing technology divisions and integrating them within large partner environments. These include direct development with Sony Ericsson for Software-as-a-Service, co-marketing agreements with Vodafone, O2, Orange and T-Mobile, as well as licensing to Nokia and Philips. He has also managed and grown sales divisions, initiated joint ventures with large partners and raised funds though financial institutions and venture partners.

Peter Karsten received his Masters Science degree in Applied Physics from the Royal Institute of Technology, Sweden.

FAMILY RELATIONSHIPS

There are no family relationships among our directors or officers.

INVOLVEMENT IN CERTAIN LEGAL PROCEEDINGS

During the past five years, none of our directors, executive officers or persons that may be deemed promoters is or have been involved in any legal proceeding concerning: (i) any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time; (ii) any conviction in a criminal proceeding or being subject to a pending criminal proceeding (excluding traffic violations and other minor offenses); (iii) being subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities or banking activity; or (iv) being found by a court, the Securities and Exchange Commission or the Commodity Futures Trading Commission to have violated a federal or state securities or commodities law (and the judgment has not been reversed, suspended or vacated).

COMPLIANCE WITH SECTION 16(A) OF THE EXCHANGE ACT

Section 16(a) of the Exchange Act requires our directors and officers, and the persons who beneficially own more than ten percent of our common stock, to file reports of ownership and changes in ownership with the Securities and Exchange Commission. Copies of all filed reports are required to be furnished to us pursuant to Rule 16a-3 promulgated under the Exchange Act. Based solely on the reports received by us and on the representations of the reporting persons, we believe that these persons have complied with all applicable filing requirements during the fiscal year ended December 31, 2012.

COMMITTEES OF THE BOARD OF DIRECTORS

Audit Committee

The Company previously had an Audit Committee with three appointed members. Two members were “independent” within the meaning of Rule 10A-3 under the Exchange Act and were in addition financial experts. As of the date of this Annual Report and with the resignation of the prior members of the Board of Directors and executive officers, the Company no longer has an Audit Committee. However, the Company intends to appoint new members to the Audit Committee during fiscal year 2013.

The Audit Committee operates under a written charter adopted by the Board of Directors on November 20, 2004. The Board of Directors pursuant to a special meeting held on December 18, 2008 adopted an amended audit committee charter and responsibilities. The Audit Committee's primary function is to provide advice with respect to our financial matters and to assist the Board of Directors in fulfilling its oversight responsibilities regarding finance, accounting, and legal compliance. The Audit Committee's primary duties and responsibilities will be to: (i) serve as an independent and objective party to monitor the Company's financial reporting process and internal control system; (ii) review and appraise the audit efforts of the Company's independent accountants; (iii) evaluate the Company's quarterly financial performance as well as the Company's compliance with laws and regulations; (iv) oversee management's establishment and enforcement of financial policies and business practices; and (v) provide an open avenue of communication among the independent accountants, management and the Board of Directors.

Compensation Committee

The Company previously had a Compensation Committee with two appointed members.. As of the date of this Annual Report and with the resignation of the prior members of the Board of Directors and executive officers, the Company no longer has an Audit Committee. However, the Company intends to appoint new members to the Audit Committee during fiscal year 2013. The Compensation Committee operates under a written charter adopted by the Board of Directors pursuant to a special meeting held on December 18, 2008.

Overview of Compensation Process

The Compensation Committee of our Board of Directors is responsible for setting the compensation of our executive officers, overseeing the Board’s evaluation of the performance of our executive officers and administering our equity-based incentive plans, 401(k) plan and deferred compensation plan, among other things. The Compensation Committee undertakes these responsibilities pursuant to a written charter adopted by the Compensation Committee and the Board of Directors, which will be reviewed at least annually by the Compensation Committee. The charter may be viewed in full on our website, www.morgancreekenergy.com under the “Corporate Governance” tab on the Investor Relations page.

The Compensation Committee is composed solely of “non-employee directors” as defined in Rule 16b-3 of the rules promulgated under the Exchange Act, “outside directors” for purposes of regulations promulgated pursuant to Section 162(m) of the Internal Revenue Code (“IRC”), and “independent directors” as defined in Section 303A of the New York Stock Exchange (“NYSE”) corporate governance listing standards, in each case as determined by the Board of Directors. Our Board of Directors recommends Compensation Committee membership based on such knowledge, experience and skills that it deems appropriate in order to adequately perform the responsibilities of the Compensation Committee

The Compensation Committee annually reviews executive compensation and our compensation policies to ensure that the Chief Executive Officer and the other executive officers are rewarded appropriately for their contributions to us and that the overall compensation strategy supports the objectives and values of our organization, as well as

stockholder interests. The Compensation Committee will conduct this review and compensation determination through a comprehensive process involving a series of meetings typically occurring in the first quarter of each year.

Compensation Philosophy

The fundamental objective of our executive compensation policies is to attract, retain and motivate executive leadership for us that will execute our business strategy, uphold our values and deliver results and long-term value to our stockholders. Accordingly, the Compensation Committee seeks to develop compensation strategies and programs that will attract, retain and motivate highly qualified and high-performing executives through compensation that is:

(i) Performance based: a significant component of compensation should be determined based on whether or not we meet certain performance criteria that in the view of our Board of Directors are indicative of our success;

(ii) Stockholder based: equity incentives should be used to align the interests of our executive officers with those of our stockholders;

(iii) Fair: compensation should take into account compensation among similarly situated companies, our success relative to peer companies and our overall pay scale.

It is the Compensation Committee’s goal to have a substantial portion of each executive officer’s compensation contingent upon our performance, as well as upon his or her individual performance. The Compensation Committee’s compensation philosophy for an executive officer emphasizes an overall analysis of the executive’s performance for the year, projected role and responsibilities, required impact on execution of our strategy, external pay practices, total cash and total direct compensation positioning, and other factors the Compensation Committee deems appropriate. The Compensation Committee’s philosophy also considers employee retention, vulnerability to recruitment by other companies and the difficulty and costs associated with replacing executive talent. Based on these objectives, compensation programs for similarly situated companies and the philosophies of the Compensation Committee, the Compensation Committee has determined that we should provide our executive officers compensation packages composed of the following elements: (i) base salary, which reflects individual performance and is designed primarily to be competitive with salary levels at comparably sized companies; and (ii) long-term stock-based incentive awards which strengthen the mutuality of interests between executive officers and our stockholders.

ADDITIONAL CORPORATE GOVERNANCE POLICIES

Our Board of Directors considered additional corporate governance issues, structure, policies and principles. Therefore, pursuant to a Board of Directors meeting held on December 18, 2008, our Board of Directors adopted the following documents as additional governing corporate governance documents (collectively, the Corporate Governance Documents”): (i) Taglikeme Corp. Corporate Governance Principles; (ii) Taglikeme Corp. Nominating and Governance Committee Charter and Responsibilities; (iii) Taglikeme Corp. Board Committees Policy; (iv) Taglikeme Corp. Code of Business Conduct and Ethics; (v) Taglikeme Corp. Code of Conduct for the Board of Directors; (vi) Taglikeme Corp. Corporate Governance Guideline; (vii) Taglikeme Corp. Corporate Governance Policy’ (viii) Taglikeme Corp. Conflict of Interest Policy; (ix) Taglikeme Corp. Whistleblower Policy; (x) Taglikeme Corp. Board Roles and Responsibilities.

On March 25, 2010, the Board of Directors held a special meeting pursuant to which the Corporate Governance Documents, as amended, were approved and the members were appointed to the Audit Committee, the Compensation Committee and the Nominating Committee, respectively.

ITEM 11. EXECUTIVE COMPENSATION

The following table sets forth the compensation paid to our Chief Executive Officer and those executive officers that earned in excess of $100,000 during fiscal years ended December 31, 2012 and 2011 (collectively, the “Named Executive Officers”):

SUMMARY COMPENSATION TABLE

Name and Principal Position	Year	Salary ($) (1)	Bonus ($)	Stock Awards ($)	Option Awards ($)(2)	Non-Equity Incentive Plan Compensation ($)	Non-Qualified Deferred Compensation Earnings ($)	All Other Compensation ($)	Total ($) (2)(3)
Richard Elliot-Square, current President and CEO	2012	$ 25,000	-0-	-0-	-0-	-0-	-0-	-0-	$ 25,000
Peter Wilson, past	2010	$ 108,680	-0-	-0-	-0-	-	-	-0-	$ 100,680
President and CEO	2011	$ 106,080	-0-	-0-	-0-	-	-	-0-	$ 106,080

(1) This amount represents fees accrued and/or paid by us to the Named Executive Officers during the past year pursuant to consulting services provided in connection with his position as Chief Executive Officer:

During fiscal year ended December 31, 2012, we incurred $25,000 in management fees payable to Richard Elliot-Square, our current President/Chief Executive Officer. During fiscal year ended December 31 2011, we incurred $106,080 to Peter Wilson, our past President/Chief Executive Officer in management fees.

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STOCK OPTIONS/SAW GRANTS IN FISCAL YEAR ENDED DECEMBER 31, 2012

The following table sets forth information as at December 31, 2012 relating to Stock Options that have been granted (post split) to the Named Executive Officers.

OUTSTANDING EQUITY AWARDS AT FISCAL YEAR-END

OPTION AWARDS						STOCK AWARDS			
Name	Number of Securities Underlying Unexercised Options Exercisable (#)	Number of Securities Underlying Unexercised Options Unexercisable (#)	Equity Incentive Plan Awards: Number of Securities Underlying Unexercised Unearned Options (#)	Option Exercise Price ($)	Option Expiration Date	Number of Shares or Units of Stock That Have Not Vested (#)	Market Value of Shares or Units of Stock That Have Not Vested ($)	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#)	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested (#)
Richard Elliot-Square current President/CEO	-0-	-0-	-0-	-0-		-0-	-0-	-0-	-0-

The following table sets forth information relating to compensation paid to our directors during fiscal year ended December 31, 2012 and 2011.

DIRECTOR COMPENSATION TABLE

Name	Fees Earned or Paid in Cash ($)	Stock Awards ($)	Option Awards ($)(3)	Non-Equity Incentive Plan Compensation ($)	Change in Pension Value and Nonqualified Deferred Compensation Earnings ($)	All Other Compensation ($)	Total ($)
Richard Elliot-Square 2012	$25,000	-0-	-0-	-0-	-0-	-0-	$25,000

Peter Wilson							
2011	$106,080	-0-	-0-	-0-	-0-	-0-	$106,080
Angelo Viard							
2011 (1)	-0-	-0-	-0-	-0-	-0-	-0-	-0-
John Weldy Jr.							
2011 (2)	-0-	-0-	-0-	-0-	-0-	-0-	-0-
Peter Carpenter							
2011 (3)	-0-	-0-	-0-	-0-	-0-	-0-	-0-

(1) Angelo Viard resigned from the Board of Directors effective February 24, 2012.

(2) John Weldy Jr resigned from the Board of Directors effective May 30, 2012.

(3) Peter Carpenter resigned from the Board of Directors effective May 30, 2012.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

As of the date of this Annual Report, the following table sets forth certain information with respect to the beneficial ownership of our common stock by each stockholder known by us to be the beneficial owner of more than 5% of our common stock and by each of our current directors and executive officers. Each person has sole voting and investment power with respect to the shares of common stock, except as otherwise indicated. Beneficial ownership consists of a direct interest in the shares of common stock, except as otherwise indicated. As of the date of this Annual Report, there are 330,940,630 shares of common stock issued and outstanding.

Name and Address of Beneficial Owner(1)	Amount and Nature of Beneficial Ownership(1)	Percentage of Beneficial Ownership
Directors and Officers:		
Richard Elliot Square	10,000,000(2)	0.3 %
All executive officers and directors as a group (2 persons)	10,000,000	
Beneficial Owners Greater than 5%		

* Less than one percent.

(1) Under Rule 13d-3, a beneficial owner of a security includes any person who, directly or indirectly, through any contract, arrangement, understanding, relationship, or otherwise has or shares: (i) voting power, which includes the power to vote, or to direct the voting of shares; and (ii) investment power, which includes the power to dispose or direct the disposition of shares. Certain shares may be deemed to be beneficially owned by more than one person (if, for example, persons share the power to vote or the power to dispose of the shares). In addition, shares are deemed to be beneficially owned by a person if the person has the right to acquire the shares (for example, upon exercise of an option) within 60 days of the date as of which the information is provided. In computing the percentage ownership of any person, the amount of shares outstanding is deemed to include the amount of shares beneficially owned by such person (and only such person) by reason of these acquisition rights. As a result, the percentage of outstanding shares of any person as shown in this table does not necessarily reflect the person's actual ownership or voting power with respect to the number of shares of common stock actually outstanding as of the date of this Annual Report. As of the date of this Annual Report, there are 330,940,630 shares issued and outstanding.

(2) This figure includes 10,000,000 shares of restricted common stock.

CHANGES IN CONTROL

We are unaware of any contract, or other arrangement or provision, the operation of which may at a subsequent date result in a change of control of our company.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS AND DIRECTOR INDEPENDENCE

Except for the transactions noted below, none of our directors, officers or principal stockholders, nor any associate or affiliate of the foregoing, have any interest, direct or indirect, in any transaction or in any proposed transactions, which has materially affected or will materially affect us during fiscal year ended December 31, 2012.

During the year ended December 31, 2011, a related party shareholder advanced the Company a total of $80,000, at 8% per annum, and due on demand. Also, during 2011, the Company repaid this shareholder a total of $164,417, principal and interest, which represented partial payment of prior year and current year advances.

During 2012, $229,423 of amounts owing to a former officer and director of the Company were forgiven.

Management Fees

During the years ended December 31, 2012 and 2011, management fees billed to the Company by officers and directors totaled $101,401 and $106,080, respectively. At December 31, 2012 and 2011, the balance due these related parties for accrued and unpaid management fees totaled $9,518 and $206,742, respectively.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

During fiscal year ended December 31, 2012, we incurred approximately $31,815 in fees to our principal independent accountant for professional services rendered in connection with the audit of our financial statements for fiscal year ended December 31, 2011 and for the review of our financial statements for the quarters ended March 31, 2012, June 30, 2012 and September 30, 2012.

During fiscal year ended December 31, 2011, we incurred approximately $32,150 in fees to our principal independent accountants for professional services rendered in connection with the audit of our financial statements for fiscal year ended December 31, 2011 and for the review of our financial statements for the quarters ended March 31, 2011, June 30, 2011 and September 30, 2011.

During fiscal year ended December 31, 2012, we did not incur any other fees for professional services rendered by our principal independent accountant for all other non-audit services which may include, but is not limited to, tax-related services, actuarial services or valuation services.

ITEM 15. EXHIBITS AND FINANCIAL SCHEDULES

The following exhibits are filed as part of this Annual Report.

Exhibit No.	Document
3.1	Articles of Incorporation (1)
3.1 (1)	Certificate of Amendment dated December 20, 2012 filed with the Nevada Secretary of State. (10)
3.2	Bylaws (1)
4.1	Chapman Oil and Gas Lease (2)
4.2	Hurley Oil and Gas Lease (2)
4.3	Lease Assignment between Geneva Energy Corp. And Morgan Energy Corp. dated December 17, 2004 (2)
4.4	Fletcher Lewis Letter (3)
4.5	Fletcher Lewis Consent dated December 31, 2004 (3)
4.6	American News Publishing Letter dated January 13, 2006 (3)
10.1	Asset Purchase Agreement between Morgan Creek Energy Corp. and Geneva Energy Corp. Dated December 15, 2004 (1)
10.2	Share Exchange Agreement among Morgan Creek Energy Corp., Glob Media Works Inc. and the shareholders of Glob Media Works Inc. (8)
10.2	Charter of Audit Committee (1)
10.3	Executive Services Agreement between Morgan Creek Energy Corp, Westhampton Ltd., and David Urquhart dated April 30, 2008. (5)
10.4	Option Agreement between Morgan Creek Energy Corp. and Westrock Land Corp dated October 31, 2008. (6)
10.5	Option Agreement between Morgan Creek Energy Corp. and Westrock Land Corp. dated August 26, 2010 (7)
14	Code of Business Conduct (1)
16	Letter of Dale Matheson Carr-Hilton LaBonte LLP Chartered Accountants (4)
16.1	Letter from DeJoya Griffith and Company, LLC dated November 8, 2012 to the Securities and Exchange Commission regarding statements included in Form 8-K filed November 13, 2012. (9)

31.1	Certification of Chief Executive Officer Pursuant to Rule 13a-14(a) or 15d-14(a) of The Securities Exchange Act.
31.2	Certification of Chief Financial Officer Pursuant to Rule 13a-14(a) or 15d-14(a) of The Securities Exchange Act.
32.1	Certification of Chief Executive Officer and Chief Financial Officer under Section 1350 as Adopted Pursuant to Section 906 of theSarbanes-Oxley Act.

101.INS **	XBRL Instance Document
101.SCH **	XBRL Taxonomy Extension Schema Document
101.CAL **	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF **	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB **	XBRL Taxonomy Extension Label Linkbase Document
101.PRE **	XBRL Taxonomy Extension Presentation Linkbase Document

(1) Incorporated by reference from Form SB-2 filed with the Commission on April 11, 2005.

(2) Incorporated by reference from Form SB-2/A filed with the Commission on June 14, 2005.

(3) Incorporated by reference from Form SB-2/A filed with the Commission on January 13, 2006.

(4) Incorporated by reference from Form Current Report on 8-K filed with the Commission on August 3, 2008.

(5) Incorporated by reference from Form Current Report on 8-K filed with the Commission on April 5, 2008.

(6) Incorporated by reference from Form Current Report on 8-K filed with the Commission on November 5, 2008.

(7) Incorporated by reference from Form Current Report on 8-K filed with the Commission on August 27, 2010.

(8) Incorporated by reference from Form Current Report on 8-K filed with the Commission on June 29, 2012.

(9) Incorporated by reference from Form Current Report on 8 K/A filed with the Commission on November 15, 2012.

(10) Incorporated by reference from Form Current Report on 8-K filed with the Commission on December 20, 2012.

** XBRL (Extensible Business Reporting Language) information is furnished and not filed or a part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TAGLIKEME CORP.

SIGNATURES

Pursuant to the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

	TAGLIKEME CORP.	
Dated: May 8, 2013	By:	/s/ RICHARD ELLIOT-SQUARE Richard Elliot-Square, President/Chief Executive Officer
Dated: May 8, 2013	By:	/s/ PETER KARSTEN Peter Karsten, Chief Financial Officer

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

Dated: May 8, 2013	By: /s/ RICHARD ELLIOT-SQUARE Richard Elliot-Square, Director