### FORM 5

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

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

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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response... 1.0

Form 3 Holdings Reported
Form 4 Transactions
Reported

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address Zender William A		•	ne <b>and</b> Ticker ning, Inc. [g	g Syn		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (F	(Middle)	(Month/Day/	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2014				_X_ Director 10% Owner 0fficer (give title Other (specify below)			
(Si	reet)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)			
LAS VEGAS, NV	89119					_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person				
(City) (S	tate) (Zip)	Table I -	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Prio		D)	Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/01/2014		A4	75,000	A	\$ 0 (1)	75,000	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1	Security Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	,	Transaction Code (Instr. 8)	on of		Expiration Date		Securities		Derivative Security (Instr. 5)	of Derivative Securities Beneficially Owned at End of	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial
						(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
•	Option	\$ 0.45	06/30/2014		A4	25,000		06/30/2014	106/30/7019	Common Stock	25,000	\$0(2)	25,000	D	
(	Option	\$ 0.39	09/30/2014		A4	25,000		09/30/2014	109/30/7019	Common Stock	25,000	\$0 <sup>(2)</sup>	50,000	D	
(	Option	\$ 0.39	12/31/2014		A4	25,000		12/31/2014	12/31/2019	Common Stock	25,000	\$0 <sup>(2)</sup>	75,000	D	

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address		10% Owner	Officer	Other			
Zender William A							
6767 SPENCER ST.	X						
LAS VEGAS, NV 89119							

#### **Signatures**

William A. Zander	01/20/2015
Signature of Reporting Person	Date

#### **Explanation of Responses:**

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

- (1) Shares were issued in connection with the Reporting Person's appointment to the Issuer's board of directors.
- (2) Options were received in connection with the Reporting Person's service on the Issuer's board of directors.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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