

FERRARO VALERIE  
Form 5  
February 14, 2011

**FORM 5**

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

OMB APPROVAL

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

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

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

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

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)

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

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

4950 YONGE STREET, SUITE 900

(Street)

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

6. Individual or Joint/Group Reporting  
(check applicable line)

NORTH YORK, A6 M2N 6K1

(City) (State) (Zip)

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

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

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

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

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SEC 2270 (9-02)

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

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

## Reporting Owners

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

## Signatures

Valerie Ferraro 02/14/2011  
 \*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Ms. Ferraro is a director, officer and shareholder of Blackbird Corporation, a Florida corporation ("Blackbird"). Blackbird owned 10 million shares of Series A Convertible Preferred Stock of the Issuer (the "Preferred Stock"), which shares represented, on an as-converted basis, 80% of the issued and outstanding shares of Common Stock of the Issuer. Upon the filing of the Amended and Restated Certificate of Incorporation of the Issuer on June 7, 2010, the Preferred Stock automatically converted into 520 million shares of Common Stock of the Issuer. Blackbird then distributed the 520 million shares of the Issuer's Common Stock to its existing shareholders, on a pro rata basis, on June 7, 2010.
  - (2) Blackbird distributed 520 million shares of the Issuer's Common Stock owned by Blackbird to its existing shareholders, on a pro rata basis, on June 7, 2010.
  - (3) On October 27, 2010, the Issuer effected a 1-for-30 reverse stock split of its Common Stock, resulting in the reduction of the reporting person's ownership from 17,000,000 shares of Common Stock to 566,667 shares of Common Stock.

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