

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Blockchain Industries, Inc.

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Corporate Issuer CIK: 1084370

FORM 10-KSB

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended April 30, 2008

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number: 000-1084370

Business.vn, Inc. (f/k/a WorldTradeShow.com, Inc.)

(Name of small business issuer as specified in its charter)

Nevada
(State of incorporation)

88-0355407
(I.R.S. employer
identification number)

9449 Balboa Ave, Suite 103
San Diego, CA 92123
(Address of principal executive offices)

(858) 571 - 7704
(Issuer's telephone number)

Securities registered under Section 12(b) of the Exchange Act:
None

Securities registered under Section 12(g) of the Exchange Act:
Common Stock, par value, \$0.0001 per share

Check whether the issuer is not required to file reports pursuant to Section 13 or 15(d) of the Exchange Act.

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B contained in this form, and no disclosure will be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB.

Indicate whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

State issuer's revenues for its most recent fiscal year. \$18,973

State the aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was sold, or the average bid and asked price of such common equity, as of a specified date within the past 60 days. \$4,385,615 as of July 1, 2008

(ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PAST FIVE YEARS)

Check whether the issuer has filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court. Yes No

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date 50,138,311 Common Shares as of July 31, 2008

DOCUMENTS INCORPORATED BY REFERENCE: None.

Traditional Small Business Disclosure Format (check one) Yes No

BUSINESS.VN, INC.
TABLE OF CONTENTS TO FORM 10-KSB
FOR THE YEAR ENDED APRIL 30, 2008

PART I

ITEM		<u>PAGE</u>
1	Description Of Business	3
2	Description Of Property	7
3	Legal Proceedings	9
4	Submission Of Matters To A Vote Of Security Holders	9

PART II

5	Market For Common Equity, Related Stockholder Matters and Small Business Issuer Purchases of Equity Securities	10
6	Management's Discussion And Analysis or Plan of Operation	10
7	Financial Statements	13
8	Changes In And Disagreements With Accountants On Accounting And Financial Disclosure	31
8A	Controls And Procedures	31
8B	Other Information	32

PART III

9	Directors , Executive Officers, Promoters, Control Persons and Corporate Governance; Compliance with Section 16(a) of the Exchange Act	33
10	Executive Compensation	33
11	Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters	34
12	Certain Relationships and Related Transactions, and Director Independence	34
13	Exhibits	35
14	Principal Accountants' Fees and Services	36

- 2 -

[<TOC>](#)

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

The following are factors that could cause actual results or events to differ materially from those anticipated, and include, but are not limited to general economic, financial and business conditions, changes in and compliance with governmental laws and regulations, our ability to obtain additional financing from outside investors and / or bank and mezzanine lenders; and our ability to generate sufficient revenues to cover operating losses and position us to achieve positive cash flow.

Readers are cautioned not to place undue reliance on the forward-looking statements contained herein, which speak only as of the date hereof. We believe the information contained in this Form 10-SB to be accurate as of the date hereof. Changes may occur after that date. We will not update that information except as required by law in the normal course of its public disclosure practices.

Additionally, the following discussion regarding our financial condition and results of operations should be read in conjunction with the financial statements and related notes.

PART I

Item 1. Description of Business

BACKGROUND

Unless the context otherwise requires, the terms "we", "our", "us", "BVNI" or "Business.vn" refers to Business.vn, Inc.

Business.vn, Inc. (the "Company") was originally formed on September 15, 1995 as Interactive Processing, Inc., a Nevada corporation, to market high-tech consumer electronics through television home-shopping networks, retail stores, catalog companies and their website remotecontrols.com. In March 1999, the Company changed its name to Worldtradeshow.com, Inc. In April, 1999, the Company acquired intellectual property rights to a database and business plan and significantly changed its business plan to develop tradeshow software and market both physical and virtual tradeshow space through the Company's website. The Company has not yet commenced operations and therefore, is considered to be a development stage enterprise.

Business development: We began with a business plan and business model that has been put into a CD Rom presentation. In 1999 we acquired a database of over 11,000 tradeshow managers, complete with contact information for the majority of all tradeshows in North America. This database was purchased from Chaiisai Tora, Inc., a non affiliate of the Company. The database will be used when BVNI completes its Virtual Trade Show website.

In mid 2000, the Company acquired DudeSmart.com for 1,200,000 restricted (Rule 144) common shares valued at \$264,000. The Company accepted a proposal to exchange 1,200,000 shares of common stock for 100% of the outstanding common stock of Dudesmart.com, Inc. At the time of the transaction, the shares were valued at \$.22 per share (estimated value \$264,000), and had approximately 12.3 million shares outstanding. The common stock issued as consideration for the purchase of DudeSmart.com was valued based on accordance with paragraph 18 of SFAS 142.

DudeSmart.com is an entertainment portal. BVNI has received a business plan ("Business Plan"), in an interactive CD Rom presentation format. DudeSmart.com will be the entertainment division, providing discounts on restaurants, travel/tours discounts, golf tours using the BVNI Discount Card. We are unaware of any other company currently doing business in Vietnam utilizing any kind of discount card or entertainment book. The Company plans to market the Discount Card through the following websites Hotels.vn, and Business.vn, and plans to introduce the Discount Card to travel agents, travel tour companies, rental car companies, restaurants in Vietnam.

BVNI

In February of 2003, BVNI signed a license agreement with Hi-Tek, a California-based software corporation owned by Thomas and Lee Johnson, our controlling shareholders, for the reservation engine. The consideration paid for the license was 27.5 million shares of our common stock. We utilized an historical stock price analysis to determine that \$0.01 was a fair price for the shares issued to the licensor in this transaction. We reviewed the illiquidity of our shares trading in the Pink Sheets and the daily closing market price and trading volume of the shares for the sixty day period prior to the transaction. During this time, the pricing ranged \$0.005 to \$0.015 per share. We concluded that the trading of our stock in the Pink Sheets may not reflect the 'fair price' of the stock because of the thin trading market, wide bid-ask spread and large volatility in historical stock prices. Additionally, we considered the fact that the shares being issued to Hi-Tek are restricted securities that are unregistered, and which cannot be traded in the public marketplace. Based on this analysis, the consideration price of \$0.01 per share was determined to be fair.

- 3 -

<TOC>

The reservation engine software is the key to many of the functions for our online e-commerce. BVNI collects revenue online with back-end accounting functions. BVNI also signed a service agreement with Hi-Tek, enabling BVNI to move forward without any significant expenditure of funds. Hi-Tek is obligated to pay all operating expenses until BVNI obtains necessary private placement funding. BVNI will be seeking a private placement upon trading on the NASD OTC BB.

BVNI acquired assets from Business.com.vn a Vietnamese Company on March 26, 2007. The assets acquired consist of a database of 300,000 Vietnamese companies, marketing software, trademarks and intellectual property. The Company is planning to build a directory of companies from the database. BVNI will offer many different options to companies on the database to market themselves on and offline. BVNI plans to offer domain registration, website development, and online marketing expertise to help the Vietnamese companies market themselves individually and/or on the BVNI web portal via advertisements and sponsorships. The directory, once completed, will give all the companies on the database online exposure to the world for the very first time. Currently, over 95% of Vietnamese companies do not have a web presence. The company plans on focusing its business plan inside and outside Vietnam. Upon initial funding, the company will open up offices in Ho Chi Minh and Hanoi City for Hotels.vn and hire sales marketing, web designers and customer service agents.

BVNI acquired Hotels.vn on February 28, 2008. [Hotels.vn](http://www.Hotels.vn) (www.Hotels.vn) with over 400 Hotels being advertised is a comprehensive travel/tourism site. Worldwide travelers use this officially sanctioned Vietnam Tourism Association website as the ultimate online resource to review, select, and book hotel rooms, golf tee times (coming soon), purchase airline tickets, rent cars and conduct other travel related transactions. BVNI has an opportunity to generate recurring revenue potentially up to 4,500 Vietnamese hotels, 200 travel companies, and others in the Vietnamese tourism industry.

Hotels.vn is the only hotel web portal that is officially recognized by Vietnam National Administration of Tourism (VNAT), the governmental agency exercising the state management function over tourist operations and activities throughout Vietnam. VNAT has full control over business development and planning, public relations, personnel training, research, and overseeing the implementation of policies and regulations in the tourism sector. According to VNAT's latest tourism statistics, the number of international visitors to Vietnam exceeded 4.1 million visitors in 2007 according to Pham Tu, vice chairman of the Vietnam National Administration of Tourism higher than those in the same period of year 2006. This increase represents a 16% higher increase than that experienced in 2006.

BVNI anticipates it will require approximately \$500,000 to complete Phase I of the Business Plan, which will include the hiring of sales and marketing staff, and opening two offices in Vietnam. A further funding requirement of \$1,500,000 will be needed for the creation of an e-commerce platform, business directory and, on and offline advertising.

<u>BVNI Milestones</u>	<u>Date</u>	<u>Cost</u>	<u>Staff</u>	<u>Expansion Cost</u>	<u>Completion</u>
BVNI acquires 11,000 trade show database	04/15/99	50,000 shares	0	Sales and tech staff	Not implemented / need funding
BVNI signs software license agreement with Hi-Tek	02/03/03	27.5M. Shares	3-5	5-10 further tech staff in USA / VN 2006	Completed
BVNI expands to Asia with Business.com.vn partnership	06/26/03	Alliance	3-5	5-10 full time staff with 2-3 tech in Vietnam	Ongoing

BVNI signs exclusive marketing agreement with travel/tourism website in Vietnam-Hotels.vn	02/19/04	As per marketing agreement	30	Hire 10- 20 staff. marketing - \$200k in Vietnam	Ongoing and expanding later in 2006
BVNI launches E-Commerce Travel /Tourism website	01/19/06	Marketing costs	1	Sales and Marketing	Completed
BVNI Acquires data base of 300,000 Vietnamese Companies, marketing software, trademarks and intellectual property	03/26/07	4,423,077 shares	20	Sales and Marketing	Ongoing
BVNI lists the Company on the Frankfurt Stock Exchange	02/06/08	\$30,000		Trading symbol 44U or A0NDKB	Ongoing
BVNI Acquires Hotels.vn Web Portal	03/06/08	1,363,571		Sales and Marketing	Ongoing launched
BVNI Launches new corporate website	04/24/08				

BVNI's "Travel Booking Engine" generates revenue through the reservation of hotel rooms, airline flights, focusing on the Vietnamese Market.

Commission sales are obtained through sales on Hotels.vn and through alliances such as Kayak.com.

- 4 -

[<TOC>](#)

Management has focused its resources on the development of the website and the reservation engine that supports the BVNI's business plan. Business.vn and Hotels.vn, have implemented the website to begin the marketing of hotels and capture commissions on the live e-commerce website specializing for tourism in Vietnam. The company will focus on building an e-commerce business directory, further marketing and working with affiliates and alliances for hotels.vn and prepare a private placement memorandum in the coming months.

Marketing.

BVNI owns and operates the www.Hotels.vn hotel reservation web portal, marketing over 400 hotels inside Vietnam. This comprehensive online travel web portal has been operating successfully for over 5 years and has great upside potential with a database of over 4,500 Vietnam Hotels. BVNI receives commissions from reservations on Hotels.vn and through alliances such as Kayak.com.

The hotel and tourism market is booming, especially after Vietnam was admitted to the WTO in January of 2007. Hotels.vn has the support of the Vietnam Tourism Association (VITA) (www.VietnamTourism.com), directly under Vietnam National Administration of Tourism (VNAT), whose members include various Vietnamese enterprises, commercial organizations and individuals in the travel/tourism industry.

BVNI has acquired a database of 300,000 Vietnamese businesses to promote, market and sell products and services of qualified Vietnamese companies. BVNI is currently working to produce a comprehensive business to business directory ("B2B") and business to consumer directory ("B2C") for companies throughout Vietnam. The company intends to incorporate the B2B and B2C directories on its new website.

DotVN, Inc.: BVNI is working closely with DotVN to market and distribute .vn domains on its business web portal. BVNI anticipates selling domain names to the database of 300,000 Vietnamese Companies as well as companies outside Vietnam for foreign investment. Over 90% of the companies in the database currently do not have a website.

Advertising: BVNI plans to initiate an aggressive print, billboard, television, radio, and event sponsorship campaign to attract target markets and to penetrate new markets and lead customers to its website. Print media advertising will include a variety of publications. Radio and televisions advertising will include both domestic and international and Vietnam markets. BVNI will be selling advertising space to its Vietnamese database as well as foreign investors on the Business.vn web portal.

Viral Marketing: BVNI plans to brand its name worldwide using an innovative email technique known as "viral marketing", which describes any strategy that encourages individuals to pass on a marketing message to others, creating the potential for exponential growth in the message's exposure and influence. Like viruses, these strategies take advantage of rapid multiplication to "explode" the message to thousands and possibly millions of others. Viral marketing is the ability to get consumers to tell each other about your product, service or Website so you can spend less money on advertising. It's also known as "pass-along," "friend-tell-a-friend," and "evangelism" marketing. This form of marketing is for opt-in subscribers only.

WORLDWIDE BANNER PLACEMENT. BVNI plans to place hyper-linked advertising banners in highly visible locations on the World Wide Web for its target audience.

Search Engine Optimization. BVNI plans to design its homepage in a multi-lingual format with country-specific indexes to attract potential visitors from other countries utilizing major search engines. The Business.vn homepage will contain keywords in various languages in order that search engines will place the Business.vn. website at the top of the search engine listings when a search associated with Vietnam business, Vietnamese business, Vietnam hotels, Vietnam travel, tourism users will find the Business.vn website.

Strategic Linking. BVNI plans to pursue strategic website partnering to develop long-term traffic to Business.vn. Through web rings, partners, alliances and affiliates, BVNI will can offer strategic linking on multiple websites to target specific advertising.

Internet (Cyber) Cafes. Internet "cyber cafes" are emerging as one of the easiest, convenient and fastest growing methods to access the Internet. Providing an alternative Internet access point to home or office computers, cyber cafes are especially popular in Asia. BVNI plans to establish strategic alliances with these cafes to penetrate the Asian regions.

Affiliate Partner Marketing Programs. BVNI plans to use affiliate partner marketing programs to attract traffic to its website. A person or entity with a website signs up to be an affiliate of Business.vn, placing a banner or text link on its website directing visitors to the Business.vn website. As a visitor clicks-through, a cookie (a small text file containing the referring affiliate's identification number assigned by BVNI) will be placed on the visitor's browser. If the visitor purchases reservations from Business.vn's website, the ordering system and affiliate's software work together to attach the referring affiliate's identification number held in

Reseller Program BVNI also plans to use a reseller program for major established distribution networks to resell Business.vn reservations through an existing large network of websites. The reseller program will be sold through BVNI's business development direct sales efforts to select distribution networks.

[<TOC>](#)

COMPETITION

BVNI expects competition for online hotel reservations from companies such as Expedia and Travelocity and other online travel tourism websites. Hotels.vn has over 400 Hotels listed on the web portal, more than any other online hotel website that specializes for Vietnam. The operations inside Vietnam give BVNI a further advantage as well as its relationships with VNAT Vietnam National Association of Tourism a Vietnamese ministry. These relationships with cooperation and operations inside Vietnam, combined with a 300,000 database of Vietnamese businesses, and the largest database of 4,500 Vietnamese hotels, gives Hotels.vn little direct competition.

RESEARCH AND DEVELOPMENT

BVNI has not directly engaged in research and development activities.

PATENTS, LICENSES, TRADEMARKS, FRANCHISES, CONCESSIONS, ROYALTY AGREEMENTS OR LABOR CONTRACTS

Business.VN - Affiliates & Alliances

Business.com.vn

Business.com.vn is a Vietnamese internet technology and marketing company. "BVNI plans to work closely with Business.com.vn as a strategic marketing partner in Vietnam to showcase products, services and investment opportunities online.

Kayak - www.Kayak.com

Kayak is a travel search engine, which searches other travel sites to provide its users with information to assist them in locating and selecting flights, hotels, cruises, and rental cars, linking the user to the travel sites to make a purchase.

Vietnam National Administration of Tourism (VNAT)

VNAT is a Governmental Agency which exercises the state management function over tourist operations and activities throughout country. It has full control in terms of business development, planning, public relations, personnel training, conducting research, instructing and inspecting the implementation of policies and other regulations in the tourism sector.

Vietnam Trade Information Center (VTIC)

VTIC is the Vietnamese government agency responsible for managing and promoting Vietnam's Import/Export businesses and associations with a membership of over 8,000 enterprises.

Hanoi Trade Department

Hanoi Trade Department operates the website www.HaTrade.com, the purpose of which is to promote trade programs on behalf of Hanoi city's People's Committee for Trade Department. Specifically, the Hanoi Trade Department's purposes are:

- To conduct surveys on local and international markets to provide consultation, service and information for enterprises to develop local market, and further boost exportation and technology transfer.
- To strengthen international cooperation in trade promotion among various cities all over the world and to promote development of e-commerce.
- To carry out activities related to trade promotion and technology transfer for commercial sector of the Capital.
- To assist and provide consultation for enterprises: establish representative offices in the local and foreign countries; and establish showrooms to introduce local and international products.
- To organize and assist delegations of various enterprises to conduct market surveys, to participate in fairs and exhibitions on local and international commercial services.
- To organize and welcome international delegations researching the local market, and to hold talks on trade for local and foreign enterprises.
- To organize conferences, seminars, professional training courses and provide commercial information for enterprises located in the area.
- To coordinate with organizations or enterprises in organizing commercial fairs and exhibitions according to schedule of Hanoi city People's Committee for Trade Department.

Hi-Tek.com

Hi-Tek.com (www.Hi-Tek.com) is a successful private international corporation, with locations in San Diego, U.S.A., Mexico, Hanoi, and Ho Chi Minh City, Vietnam. The world-class technology company has been a leading visionary in providing Internet services and multimedia production since 1992, and has formed strong alliances and co-operation with major Vietnamese ISP 's (Internet Service Providers) such as Netsoft, VDC, and FPT to commercialize Vietnam 's Internet services.

[<TOC>](#)

Dot VN, Inc.

www.Dotvn.com established in 1998, the Company has experienced rapid growth through the delivery of high value online communication and commerce solutions. The Vietnam Internet Network Information Center (VNNIC) awarded Dot VN an exclusive unlimited length contract to be the first registrar to promote, market and register its country code Top Level Domain (ccTLD) of .VN (Vietnam) in real time via the Internet. Dot VN has formed strong alliances and co-operation with major Vietnamese and international ISP 's (Internet service providers) such as Netsoft, VDC, FPT, Verisign, Register.com and over 40 others to commercialize Vietnam 's Internet services. Since April 2003, Dot VN has increased .VN domain registrations online (at 35% annually) faster than the other 240 countries.

Vietnam, with a population of over 85 million people, is the second fastest growing economy in the world, according to the Vietnam Ministry of Trade. Vietnam was admitted to the WTO in January 2007: this is very significant for foreign investment into Vietnam. Record investment has begun with many countries around the world heavily investing into this high growth economy. Vietnam has sustained an average rate of Gross Domestic Product ("GDP") growth of approximately 8%, placing it solidly among the fastest growing economies in the world. Foreign direct investment exceeded \$19 billion in 2007 and in the first quarter of 2008, Vietnam is on a record pace to hit 300 to 400% further FDI.

Vietnam Tourism Association (VITA) (www.VietnamTourism.com)

VITA, directly under Vietnam National Administration of Tourism (VNAT) with members including Vietnamese enterprises, commercial organizations and individuals in the travel/tourism industry based at No. 7 Dao Duy Anh, Dong Da, Hanoi, Vietnam. Vietnam Trade Information Center (VTIC): Vietnam Trade Information Center (VTIC), www.ASEMConnectVietnam.gov.vn and www.VINANET.com.VN is the Vietnamese government agency responsible for managing and promoting Vietnam's Import/Export businesses and associations with a membership over 8,000 enterprises.

Item 2. Description of Property

We maintain our headquarters at 9449 Balboa Avenue, Suite 103, San Diego, California 92123. We rent these offices, comprising approximately 1,000 square feet, on a month-to-month basis. Rent expenses for the fiscal years ended April 30, 2008 and 2007 were approximately \$30,000 and \$30,000, respectively.

EMPLOYEES AND CONSULTING AGREEMENTS

BVNI currently has no employees, other than its officers and directors, who devote their time as required to its operations. On August 1, 2007, the consulting agreement for Mr. Sheldon Silverman was renewed. The term of Mr. Silverman's agreement commenced on August 1, 2007 and ends on July 31, 2008 and provides for compensation of \$15,000 per month for his services. Mr. Rosette does not have an agreement in place for his services for 2008.

GOING CONCERN

BVNI has experienced recurring losses, and an accumulated deficit of \$8,277,168 as of April 30, 2008. These factors, among others raise substantial doubt as to its ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

FORWARD-LOOKING STATEMENTS AND ASSOCIATED RISKS RELATED TO AN INVESTMENT IN BUSINESS.VN, INC. STOCK

Some of the statements in this report or incorporated by reference are forward-looking, including, without limitation, the statements under the caption "Management's Discussion and Analysis or Plan of Operation". Forward-looking statements include those that contain words like "may," "will," "could," "should," "project," "believe," "anticipate," "expect," "plan," "estimate," "forecast," "potential," "intend," "maintain," "continue" and variations of these words or comparable words. In addition, all of the non-historical information herein is forward-looking, including any statement or implication about a future time, result or other circumstance. Forward-looking statements are not a guarantee of future performance and involve risks and uncertainties. Actual results may differ substantially from the results that the forward-looking statements suggest for various reasons. These forward-looking statements are made only as of the date of this report. We do not undertake to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise. (Note: The statutory safe harbors of the Private Securities Litigation Reform Act will not be available to us until such time as we become a reporting company.)

[<TOC>](#)

The forward-looking statements included herein are based on, among other items, assumptions that we will be able to meet our operating cash and any debt service requirements, that we will be able to successfully resolve disputes and other business matters as anticipated, that competitive and technological conditions within the medical device and electronic component industries will not affect us materially or adversely, that we will retain key personnel, that our forecasts will reasonably anticipate market demand for our products, and that there will be no significant unanticipated cost increases or other material adverse change in our operations or business. Among the factors that could cause actual results to differ materially are the following:

- the impact of competitive products and their pricing;
- potential effects of inflation;
- lack of earnings visibility;
- dependence upon certain customers or markets;
- dependence upon suppliers;
- difficulties in integrating any acquired businesses and realizing cost savings or productivity gains;
- dependence on key personnel;
- difficulties regarding hiring and retaining qualified personnel in a competitive labor market; and
- Risks of doing business in international markets.

Other factors that could cause results to vary materially from current expectations are referred to elsewhere in this report.

Assumptions regarding the foregoing involve judgments that are difficult to make and future circumstances that are difficult to accurately predict. Forecasting and other management decisions are subjective in many respects and thus susceptible to interpretations and periodic revisions based on actual experience and business developments, the impact of which may cause us to alter our internal forecasts, and which may in turn affect expectations or future results. We do not undertake to publicly announce the changes that may occur in our expectations. Readers are cautioned against giving undue weight to any of the forward-looking statements. The inclusion of forward-looking information should not be regarded as a representation by us or any other person that our objectives or plans will be achieved. We are setting out some of the more specific risk factors below in full for the convenience of the readers:

The market price of our stock has fluctuated pursuant to the acquisition and our preparations for developing and marketing our products, and can be affected by economic and political uncertainties. Declines in the market price of our stock could adversely affect our ability to retain personnel with higher-priced stock incentives, to acquire businesses or assets in exchange for stock and/or to conduct future financing activities with the sale of stock.

WE NEED ADDITIONAL CAPITAL TO ACHIEVE OUR GOALS, BUT WE DO NOT HAVE ANY COMMITMENTS TO OBTAIN SUCH CAPITAL AND CAN NOT GIVE ASSURANCE THAT WE WILL BE ABLE TO OBTAIN CAPITAL AS AND WHEN REQUIRED.

FUTURE REVENUE GROWTH DEPENDS ON OUR ABILITY TO IMPROVE THE EFFECTIVENESS AND BREADTH OF OUR SALES ORGANIZATION.

WE MAY NOT BE ABLE TO PROTECT OUR PROPRIETARY RIGHTS AND MAY INCUR SIGNIFICANT COSTS ATTEMPTING TO DO SO. Our success and ability to compete are dependent to a significant degree on our proprietary technology. We rely on a combination of copyright, trade secret and trademark.

THE MARKET FOR OUR COMMON STOCK IS LIMITED. Our common stock is thinly-traded and any recently reported sales price may not be a true market-based valuation of our common stock. There can be no assurance that an active market for our common stock will develop. In addition, the stock market in general has experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to operating performance.

- 8 -

[<TOC>](#)

OUR COMMON STOCK IS CONSIDERED A "PENNY STOCK" AND, AS SUCH, THE MARKET FOR OUR COMMON STOCK MAY BE FURTHER LIMITED BY CERTAIN SEC RULES. As long as the price of our common stock remains below \$5.00 per share, the stock is likely to be subject to certain "penny stock" rules promulgated by the SEC. Those rules impose certain sales practice requirements on brokers who sell penny stock to persons other than established customers and accredited investors (generally institutions with assets in excess of \$5,000,000 or individuals with net worth in excess of \$1,000,000). For transactions covered by the penny stock rules, the broker must make a special suitability determination for the purchaser and receive the purchaser's written consent to the transaction prior to the sale. Furthermore, the penny stock rules generally require, among other things, that brokers engaged in secondary trading of penny stocks provide customers with written disclosure documents, monthly statements of the market value of penny stocks, disclosure of the bid and ask prices, disclosure of the compensation to the brokerage firm, and disclosure of the sales person working for the brokerage firm. These rules and regulations adversely affect the ability of brokers to sell our common stock and limit the liquidity of our securities.

THE TRADING PRICE OF OUR COMMON STOCK IS VOLATILE AND COULD DECLINE SUBSTANTIALLY. The trading price of our common stock is volatile and is likely to continue to be volatile. Our stock price could be subject to wide fluctuations in response to a variety of issues, including broad market factors that may have a material adverse impact on our stock price, regardless of our actual performance. The factors include, but are not limited to, the following:

- Periodic variations in the actual or anticipated financial results of our business or that of our competitors;
- Downward revisions in estimates of our future operating results or of the future operating results of our competitors;
- Material announcements by us or our competitors;
- Adverse changes in general market conditions or economic trends or in conditions or trends in the market in which we operate.

WE HAVE THE ABILITY TO ISSUE ADDITIONAL EQUITY SECURITIES, WHICH WOULD LEAD TO DILUTION OF OUR ISSUED AND OUTSTANDING COMMON STOCK. The issuance of additional equity securities or securities convertible into equity securities would result in dilution of our existing stockholders' equity interests in us. Our Board of Directors has the authority to issue, without vote or action of stockholders, preferred stock in one or more series, and has the ability to fix the rights, preferences, privileges and restrictions of any such series. Any such series of preferred stock could contain dividend rights, conversion rights, voting rights, terms of redemption, redemption prices, liquidation preferences or other rights superior to the rights of holders of our common stock. If we issue convertible preferred stock, a subsequent conversion may dilute the current common stockholders' interest. In addition, as of January 31, 2006, we were authorized to issue, without stockholder approval, up to 16,751,136 shares of common stock. Of that amount, 140,398 shares of our common stock were issuable upon the exercise of vested options.

WE DO NOT INTEND TO PAY CASH DIVIDENDS. AS A RESULT, STOCKHOLDERS WILL BENEFIT FROM AN INVESTMENT IN OUR COMMON STOCK ONLY IF IT APPRECIATES IN VALUE. We have never paid a cash dividend on our common stock, and we do not plan to pay any cash dividends on our common stock in the foreseeable future. We currently intend to retain any future earnings to finance our operations and further expansion and growth of our business, including acquisitions. As a result, the success of an investment in our common stock will depend upon any future appreciation in its value. We cannot guarantee that our common stock will appreciate in value or even maintain the price at which stockholders have purchased their shares.

Item 3. Legal Proceedings

In the opinion of management, there are no matters requiring recognition or disclosure as a loss contingency in accordance with Statement of Financial Standards No. 5

Not applicable.

[<TOC>](#)

PART II

Item 5. Market for Common Equity, Related Stockholder Matters and Small Business Issuer Purchases of Equity Securities

(a) Market information. Our common stock is traded on the OTC Bulletin Board (OTCBB). The following table sets forth the range of high and low bid quotations for our common stock for each of the periods indicated as reported by the OTCBB. These quotations reflect inter-dealer prices, without retail markup, markdown or commission and may not represent actual transactions.

<u>BVNI.OB - Fiscal Year Ending April 30, 2008</u>		
<u>Quarter Ended</u>	<u>High \$</u>	<u>Low \$</u>
July 31, 2007	.65	.19
October 31, 2007	.53	.17
January 31, 2008	.30	.15
April 30, 2008	.55	.20

<u>BVNI.OB - Fiscal Year Ending April 30, 2007</u>		
<u>Quarter Ended</u>	<u>High \$</u>	<u>Low \$</u>
July 31, 2006	.51	.40
October 31, 2006	.36	.35
January 31, 2007	.51	.42
April 30, 2007	.30	.27

We consider our common stock to be thinly traded and, accordingly, reported sales prices or quotations may not be a true market-based valuation of our common stock.

Stockholders. As of April 30, 2008, there were 157 record holders of our common stock.

Item 6. Management's Discussion and Analysis or Plan of Operation

This Annual Report on Form 10-KSB and the information incorporated by reference may include "forward-looking statements," as defined in Section 27A of the Securities Act and section 21E of the Exchange Act. We intend the forward-looking statements to be covered by the safe harbor provisions for forward-looking statements. All statements regarding expected financial position and operating results, business strategy, financing plans and the outcome of any contingencies are forward-looking statements. The forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those set forth or implied by any forward-looking statements. Please refer to Part I, Item 1 ("Cautionary Statement Regarding Future Results, Forward-Looking Information/Statements and Certain Important Factors") of this Form 10-KSB for additional information. The following discussion should be read in conjunction with our consolidated financial statements and the related notes included in this Form 10-KSB.

Overview.

The Company's operating results have fluctuated in the past and may in the future fluctuate significantly, depending upon a variety of factors, including the timely deployment and expansion of new network, the incurrence of related capital costs, variability and length of the sales cycle associated with the Company's product and service offerings, the receipt of new value-added network services and consumer services subscriptions and the introduction of new services by BVNI and its competitors.

Additional factors that may contribute to variability of operating results include but are not limited to: the pricing and mix of services offered by the Company; customer retention rate; market acceptance of new and enhanced versions of the Company's services; changes in pricing policies by the Company's competitors; the Company's ability to obtain sufficient supplies of sole or limited-source components; user demand for services; the ability to manage potential growth and expansion; the ability to identify, acquire and integrate successfully suitable acquisition candidates; and charges related to acquisitions. In response to competitive pressures, the Company may take certain pricing or marketing actions that could have a material adverse effect on the Company's business. In the event that the Company's operating results in any future period fall below the expectations of securities analysts and investors, the trading price of the Company's common stock would likely decline.

[<TOC>](#)

PLAN OF OPERATION

We have a development strategy for the implementation of Phase I of the plan, which will require \$2,000,000 to complete. We have historically financed our operations through working capital provided by loans from management and our major vendor and controlling shareholder, Hi-Tek. For the time being the

Company anticipates that current operations will continue to be funded from our vendor and majority shareholder, Hi-Tek, until revenue from operations can sustain the cash flow requirements of the Company. For 2008 we have a commitment from our majority shareholders to fund our operations for that calendar year. Additionally, we may pursue additional private placement financing through close associates or friends and family members of management and our controlling shareholders. There can be no assurances that additional capital will be available on terms favorable to us or at all, or that we will be able to generate sufficient cash flow in order to sustain operations. To the extent that additional capital is raised through the sale of additional equity or debt securities, the issuance of such securities could result in additional dilution to our stockholders. In the event that we experience the need for additional capital, and are not able to generate capital from financing sources or from future operations, management may be required to modify, suspend or discontinue our operations and business plan.

Funds projected by management are to be used as follows: online and offline marketing programs, marketing Hotels.vn, building an e-commerce business directory using the company database of over 300,000 Vietnamese Companies acquired in 2007. BVNI plans on hiring additional sales and marketing staff and offices in Vietnam. The Company plans to obtain the necessary joint ventures, licenses, alliances and affiliates to market the web portal. BVNI plans to hire sales and marketing staff in Vietnam to complete agreements already in place. The Company also plans on hiring people, obtaining more agreements and alliances in and outside Vietnam.

BVNI and Hotels.vn are continuing to sign up 1 and 2 star hotels in Vietnam. The majority of hotels in the Vietnam are 1 and 2 star hotels, totaling approximately 4,500. Within the 64 provinces of Vietnam there are many hotels that are not 3, 4, or 5 stars, and the majority of these Hotels do not have websites. BVNI and Hotels.vn supply these hotels with template websites so they can accept reservations online through the reservation engine. BVNI projects that it will need additional sales and marketing staff as well as more customer care employees in Vietnam.

Currently, the Company has over 400 hotels listed on Hotels.vn with over 90% of the 3-5 star hotels in Vietnam. The 2 star hotel signing is ongoing. Hotels.vn has been featured on Vietnamese television during a news television program, and has received an award from the Ministry of Trade in Vietnam. Hotels.vn was awarded the number one e-commerce travel tourism website and was ranked 13th overall in the Country of Vietnam. We expect to penetrate the hotel market with further funding for marketing in and out of Vietnam.

BVNI will continue to market Hotels.vn. Our target alliances and affiliates will be companies working in travel tourism in Asia and Latin America, including American and European travel and tourism Companies. Users are now able to make reservations for hotels via www.Hotels.vn and book airlines, car rentals and hotels around the world with our alliance Kayak.com

BVNI

Use of Proceeds of \$2,000,000 USD:

Operations USA:	\$400k
Business directory software	\$200k
Vietnam Expansion:	\$400k
Marketing online:	\$500k
Marketing offline:	\$500k

RESULTS OF OPERATIONS

FISCAL YEAR ENDED APRIL 30, 2008 COMPARED TO THE CORRESPONDING PERIOD IN 2007.

The Company had gross sales totaling \$ 18,973 for the year ended April 30, 2008, compared with \$0 in gross sales for the same period ending April 30, 2007. The Company started to receive revenues from its efforts in signing up hotels to their reservations website Hotels.vn. Currently, this is the Company's only revenue source. The Company experienced a net loss of \$1,177,371 for the year ended April 30, 2008, compared with a net loss of \$1,383,991 for the same period ended April 30, 2007.

Consulting fees totaled \$302,505 for the year ended April 30, 2008, compared with \$271,190 for the same period ending April 30, 2007. Marketing and advertising cost totaled \$184,245 for the year ended April 30, 2008, compared to \$260,780 for the same period ending April 30, 2007. Total expenses incurred by the Company were \$726,902 for the year ended April 30, 2008, compared with \$1,108,812 for the same period ended April 30, 2007. The decrease is due primarily to no impairment in 2008.

- 11 -

[<TOC>](#)

Intangibles and long-lived assets

Dudesmart.com

On June 23, 2000, the Company accepted a proposal to exchange 1,200,000 144 shares of common stock for 100% of the outstanding common stock of Dudesmart.com, Inc., from a related party. At the time of the transaction, the shares were valued at \$.22 per share (estimated value \$264,000). Dudesmart.com will be the entertainment division for the Company specializing in the entertainment and gaming industry.

Hi-Tek License Agreement

On April 24, 2003, the Company announced the acquisition of an Internet Reservations Software License Agreement, in exchange for issuing 27,500,000 common shares. At the time of the transaction the shares were valued at \$0.01 (estimated value \$275,000) to Hi-Tek, a related party (Note 8). The license agreement was accounted for as an intangible asset on the balance sheet. The Company impaired \$209,955 for the period ending April 30, 2005 leaving a net balance of \$65,045, which the company believes it can recapture during the remainder of the licensing agreement. There is no Hi-Tek agreement in place currently.

Business.com.vn Marketing License Agreement

In February 2004, the Company entered into a marketing license agreement with Business.com.vn, the then owner of a website that promotes the online sale of hotel and tour packages on behalf of participating hotels and tour operators.

The term of the marketing license agreement was for two years and requires the Company to pay a licensing fee of \$150,000 and \$300,000 for the years ending December 31, 2004 and 2005, respectively. The license fees for 2004 and 2005 are payable by August 10, 2004 and February 10, 2005, respectively. The Company has negotiated to defer the license fee payment until February 10, 2007. In exchange for the rights licensed, the Company will earn a royalty equal to

fifty (50%) percent of gross sales, as defined in the agreement. The Company impaired \$274,315 for the year ending April 30, 2005, leaving a net balance of \$175,685, which the company believes it can recapture during the remainder of the license agreement.

On September 13, 2006 the company issued shares for debt for the balance owed for Business.com.vn. 1,313,901 restricted 144 shares were issued at \$0.26 per share. There is also a note for \$100,000 to be converted to shares @ \$0.26 per share if not paid back by September 28, 2007.

Liquidity and capital resources.

As of April 30, 2008, the Company had cash of \$12,620, current liabilities of \$4,172,210 and no long term liabilities. We anticipate that current operations will continue to be funded by shareholder loans or debt from majority shareholder, Hi-Tek, until revenue from operations can sustain the cash flow requirements of the Company. The company currently has no agreement in place with Hi-Tek.

Off-balance sheet arrangements.

We do not have any off-balance sheet financing arrangements or liabilities.

Critical accounting estimates and policies.

Recently issued accounting pronouncements. In November 2004, the Financial Accounting Standards Board (the "FASB") issued Revised Statement No. 123, *Accounting for Share-Based Payment* ("SFAS No. 123R"). This statement requires us to recognize the grant-date fair value of stock options in the Statement of Operations. In addition, we will be required to calculate this compensation using the fair-value based method, versus the intrinsic value method previously allowed under SFAS No. 123. This revision is effective for interim periods beginning after December 15, 2005. Accordingly, we will adopt this revised SFAS effective the first quarter of fiscal year 2007 (beginning February 1, 2006). We are currently evaluating how it will adopt SFAS No. 123R. The adoption of SFAS No. 123R is not expected to have a material effect on our results of operations.

In May 2005, the FASB issued SFAS No. 154, *Accounting Changes and Error Corrections, a replacement of APB Opinion No. 20 and SFAS No. 3*. SFAS No. 154 replaces Accounting Principles Board ("APB") Opinion No. 20, *Accounting Changes*, and SFAS No. 3, *Reporting Accounting Changes in Interim Financial Statements*, and changes the requirement for the accounting for, and reporting of, a change in accounting principles not prescribed by specific transition provisions of the newly adopted standard. It carries forward without change the requirements of APB Opinion No. 20 for accounting for error corrections and changes in estimates. The provisions of SFAS No. 154 will be effective for accounting changes made in fiscal years beginning after December 15, 2005. We do not presently expect to make any accounting changes in the foreseeable future that would be affected by the adoption of SFAS No. 154 when it becomes effective.

- 12 -

[<TOC>](#)

Item 7. Financial Statements

Index To Audited Financial Statements

	<u>Page</u>
Independent Auditors' Report	F-2
Balance Sheet as of April 30, 2008 (audited) and April 30, 2007 (audited)	F-3
Statement of Operations for the Year ended April 30, 2008 (audited), April 30, 2007 (audited) and cumulative from inception (September 15, 1995 to April 30, 2008)	F-4
Statement of Stockholders Equity from Inception September 19, 1995 to April 30, 2008	F-5
Statement of Cash Flows for the year ended April 30, 2008 (audited), April 30, 2007 (audited) and cumulative from inception (September 15, 1995 to April 30, 2008)	F-7
Notes to Financial Statements	F-9

F-1

- 13 -

[<TOC>](#)

Gruber & Company LLC

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Business.vn, Inc.

We have audited the accompanying balance sheet of Business.vn, Inc. as of April 30, 2008 and 2007 and the related statements of operations, stockholders equity and cash flows for the years then ended. 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 audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform our 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 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. We believe that our audit provides a reasonable basis for our

opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as at April 30, 2008 and 2007 and the results of its' operations and its' stockholders equity and cash flows for the years then in conformity with accounting principles generally accepted in the United States of America.

The accompanying consolidated financial statements have been prepared assuming the Company will continue as a going concern. As discussed in the notes to the financial statements, the Company has incurred substantial losses. This raises substantial doubt about its ability to continue as a going concern. These financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ Gruber & Company LLC

Gruber & Company LLC

Dated July 17, 2008

F-2

- 14 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Balance Sheets

	For the Years Ending	
	April 30, 2008	April 30, 2007
ASSETS		
Current assets		
Cash	\$ 12,620	\$ 223
Accounts receivable	6,632	8,354
Prepaid expenses	-	20,000
Total current assets	19,252	28,577
Equipment, net	250	-
Goodwill	-	-
Intangibles, net of accumulated impairment of \$ 155,439	2,204,500	1,250,000
Total assets	\$ 2,224,002	\$ 1,278,577
LIABILITIES AND SHAREHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ 344,758	\$ 2,166
Due to related parties	3,722,718	2,017,004
Accrued liabilities	51,734	70,500
Note Payable	477,250	-
Convertible note	53,000	1,308,199
Total current liabilities	4,649,460	3,397,869
Total liabilities	4,649,460	3,397,869
Shareholders' deficit		
Preferred stock; \$0.001 par value; 5,000,000 shares authorized none issued and outstanding	-	-

Common stock; \$0.0001 par value; 100,000,000 shares authorized 50,118,311 and 47,511,363 shares issued and outstanding as of April 30, 2008 and April 30, 2007, respectively	50,118	47,511
Additional paid-in capital	5,801,592	4,932,989
Deficit accumulated during the development stage	(8,277,168)	(7,099,792)
Total shareholders' deficit	(2,425,458)	(2,119,292)
Total liabilities and shareholders' deficit	\$ 2,224,002	\$ 1,278,577

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

F-3

- 15 -

<TOC>

BUSINESS.VN, INC.
(A Development Stage Company)
Statements of Operations

	For the Years Ending		Cumulative from inception (September 15, 1995 to April 30, 2008)
	April 30, 2008	April 30, 2007	
Revenue	\$ 18,973	\$ -	\$ 131,234
Cost of Sales	-	-	158,143
Gross profit	18,973	-	(26,909)
General and administrative expenses:			
Consulting fees	302,505	271,190	3,479,729
Depreciation and amortization	-	-	65,687
Marketing and promotion	184,245	260,780	1,075,577
Office and rent	30,255	30,000	395,584
Professional fees	50,566	26,610	347,444
Other administrative expenses	159,331	110,469	969,248
Impairment on intangible assets	-	409,763	970,923
Total general and administrative expenses	726,902	1,108,812	7,304,192
Other income			
Other income (debt forgiveness)	-	238	237,170
Interest expense	469,447	(275,417)	(1,183,237)
Net loss	\$ (1,177,376)	\$ (1,383,991)	\$ (8,277,168)
Loss per common share:			
Basic	\$ (0)	\$ (0)	\$ (0)

Weighted average shares outstanding:

Other comprehensive income (loss)

Foreign currency translation	-	-	1,119
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Comprehensive loss

	\$ (1,177,376)	\$ (1,383,991)	\$ (8,276,049)
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The accompanying notes are an integral part of these financial statements.

F-4

- 16 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Statement of Shareholders Equity (Deficit)

	Common Stock		Additional Paid In Capital	Deferred Compensation Expense	Foreign Currency Translation	Deficit Accumulated during the Development Stage	Total Shareholders' Equity (Deficit)
	Number of Shares	Amount					
Inception, September 15, 1995	-	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Common stock issued for:							
Cash, October 1	31,240	31	156,169				156,200
Cash, December 5	6,950	7	69,493				69,500
Acquisition of license rights, April 17	56,000	56	5,544				5,600
Share issue costs			(45,000)				(45,000)
Comprehensive loss, April 30, 1996						(173,617)	(173,617)
Balance, April 30, 1996	94,190	94	186,206	-	-	(173,617)	12,683
Common stock issued for:							
Cash, August 28	6,071	6	169,994				170,000
Cash, January 31	6,938	7	138,743				138,750
Comprehensive loss, April 30, 1997						(436,130)	(436,130)
Balance, April 30, 1997	107,199	107	494,943	-	-	(609,747)	(114,697)
Comprehensive loss, April 30, 1998						(187,315)	(187,315)
Balance, April 30, 1998	107,199	107	494,943	-	-	(797,062)	(302,012)
Common stock issued for:							
Debt settlement, January 29	35,000	35	34,965				35,000
Cash, March 30	13,750	14	27,486				27,500
Obligation to issue stock, March 30	47,975	48	95,902				95,950
Debt settlement, April 6	37,700	38	75,362				75,400
Acquisition of intellectual property, April 6	25,000	25	49,975				50,000
Comprehensive loss, April 30, 1999					(553)	(138,713)	(139,266)
Balance, April 30, 1999	266,624	267	778,633	-	(553)	(935,775)	(157,428)
Common stock issued for:							
Cash, February 11	22,894	23	59,977				60,000
Debt settlement, February 14	119,899	120	113,783				113,903
Cash, February 23	21,505	21	19,979				20,000
Cash, March 16	6,955	7	24,993				25,000
Forward split 20:1, March 27	8,319,663	437	(437)				-
Comprehensive loss, April 30, 2000					(566)	(296,598)	(297,164)

Balance, April 30, 2000	8,757,540	875	996,928	-	(1,119)	(1,232,373)	(235,689)
Common stock issued for:							
Acquisition of Dudesmart.com, May 11	1,200,000		120	263,940			264,060
Cash, August 23	80,000		8	19,996			20,004
Stock Option Issued				140,630			140,630
Comprehensive loss, April 30, 2001						(680,009)	(680,009)
Balance, April 30, 2001	10,037,540	1,003	1,421,494	-	(1,119)	(1,912,382)	(491,004)

F-5

- 17 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Statement of Shareholders Equity (Deficit)
(Continued)

	Common Stock		Additional Paid In Capital	Deferred Compensation Expense	Foreign Currency Translation	Deficit Accumulated during the Development Stage	Total Shareholders' Equity (Deficit)
	Number of Shares	Amount					
Balance, April 30, 2001	10,037,540	1,003	1,421,494	-	(1,119)	(1,912,382)	(491,004)
Comprehensive loss, April 30, 2002						(415,912)	(415,912)
Balance, April 30, 2002	10,037,540	1,003	1,421,494	-	(1,119)	(2,328,294)	(906,916)
Common stock issued for:							
License fee Hi-Tek Multimedia, February 25	27,500,000	2,750	272,250				275,000
Comprehensive loss, April 30, 2003						(544,959)	(544,959)
Balance, April 30, 2003	37,537,540	3,753	1,693,744	-	(1,119)	(2,873,253)	(1,176,875)
Comprehensive loss, April 30, 2004						(805,787)	(805,787)
Balance, April 30, 2004	37,537,540	3,753	1,693,744	-	(1,119)	(3,679,039)	(1,982,661)
Common stock issued for:							
Debt settlement, August 27, 2004	172,966	17	78,742				78,759
Stock Option Issued			39,300	(39,300)			-
Comprehensive loss, April 30, 2005						(1,413,934)	(1,413,934)
Balance, April 30, 2005	37,710,506	3,770	1,811,786	(39,300)	(1,119)	(5,092,973)	(3,317,836)
Comprehensive loss, April 30, 2006					1,119	(622,828)	(621,709)
Balance, April 30, 2006	37,710,506	37,711	1,811,786	(39,300)	-	(5,715,801)	(3,939,545)
Common stock issued for:							
Services	140,000	140	34,860				35,000
Asset purchase	4,423,077	4,422	1,145,578				1,150,000
Debt settlement	5,211,580	5,212	1,947,810				1,953,022
Error correction	26,200	26	(26)				(0)
Conversion right on convertible note			26,923				26,923
Deferred compensation				39,300			39,300
Comprehensive loss, April 30, 2007						(1,383,991)	(1,383,991)
Balance, April 30, 2007	47,511,363	47,511	4,932,989	-	-	(7,099,792)	(2,119,292)
Common Stock issued for:							
Acquisition	1,363,571	1,364	475,886				477,250
Services	126,000	126	56,114				56,240
Debt settlement	1,117,377	1,117	336,603				337,720

Balance, April 30, 2008	50,118,311 \$	50,118 \$	5,801,592 \$	- \$	- \$	(8,277,168) \$	(2,425,458)
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The accompanying notes are an integral part of these financial statements.

F-6

- 18 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Statement of Cash Flows

	For the Years Ending		Cumulative from inception (September 15, 1995) to April 30, 2008
	April 30, 2008	April 30, 2007	
Cash flows from operating activities:			
Net loss	\$ (1,177,376)	\$ (1,383,991)	\$ (8,277,168)
<i>Adjustments to reconcile net loss to net cash(used) provided by operating activities:</i>			
Depreciation and amortization	-	-	65,687
Foreign currency translation	-	-	-
Stock options issued	-	-	140,630
Stock issued for services and assets	533,490	15,000	548,490
Discount convertible note	-	5,122	5,122
Deferred compensation	-	39,300	39,300
Impairment	-	419,439	989,000
<i>Changes in operating assets and liabilities:</i>			
(Increase) decrease in accounts receivable and prepaid costs	21,722	(8,354)	(6,632)
Increase (decrease) in accounts payable	342,592	(2,597)	344,758
Increase (decrease) in accrued liabilities	(18,766)	(212,143)	51,734
Net cash provided by (used in) operating activities	(298,338)	(1,128,225)	(6,099,079)
Cash flows from investing activities:			
Purchase of equipment	(250)	-	(10,337)
Acquisition of intellectual property	(954,500)	-	(904,500)
Net cash (used) provided by operating activities	(954,750)	-	(914,837)
Cash flows from financing activities:			
Common stock issued for cash and debt	337,720	-	1,024,670
Share issuance costs	-	-	(45,000)
Settlement of debt and intellectual property (in-kind)	(1,255,199)	-	53,000
Increase in note payable	477,250	-	477,250
Settlement of obligation to issue capital stock	-	-	174,709

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

1. Organization

Business.vn, Inc. (the "Company") was originally formed on September 15, 1995 as Interactive Processing, Inc., a Nevada corporation, to market high-tech consumer electronics through television home-shopping networks, retail stores, catalog companies and their website remotecontrols.com. In March 1999, the Company changed its name to WorldTradeShow.com, Inc. During the same month, the Company acquired intellectual property rights to a database and business plan and significantly changed its business plan to develop tradeshow software and market both physical and virtual tradeshow space through the Company's website.

The Company is an online e-commerce marketing company. The Company currently owns and markets Hotels in Vietnam through a portal - www.Hotels.vn.

The Company has acquired assets from Business.com.vn a Vietnamese Company on March 26, 2007. The assets acquired consist of a database of 300,000 Vietnamese companies, marketing software, trademarks and intellectual property. The Company is planning to build a directory of companies from the database. BVNI will offer to companies on the database many different options to market themselves on and offline. BVNI plans to offer domain registration, website development, and online marketing expertise to help the Vietnamese companies market themselves individually and or on the BVNI web portal via advertisements and sponsorships. The directory, once completed will give all the companies on the database online exposure to the world for the very first time. Currently, over 95% of Vietnamese companies do not have a web presence. The company plans on focusing its business plan inside and outside Vietnam. Upon initial funding, the company will open up offices in Ho Chi Minh and Hanoi City and hire sales marketing, web designers and customer service agents.

The Company acquired Hotels.vn from Business.com.vn a Vietnamese Company on March 6, 2008. Hotels.vn (www.Hotels.vn) with over 400 Hotels being advertised is a comprehensive travel/tourism site. Worldwide travelers use this officially sanctioned Vietnam Tourism Association website as the ultimate online resource to review, select, and book hotel rooms, purchase airline tickets, rent cars and conduct other travel related transactions through our alliance programs. BVNI has an opportunity to generate recurring revenue potentially up to 4,500 Vietnamese hotels, 200 travel companies, and others in the Vietnamese tourism industry.

The Company has not yet commenced significant operations and therefore, is classified as a development stage enterprise.

2. Summary of Significant Accounting Policies

Basis of Presentation

The Company has experienced recurring losses, has an accumulated deficit of \$ 8,277,168 has negative working capital and has not yet commenced significant operations. These factors, among others, raise substantial doubt as to its ability to obtain long-term debt or equity financing in order to have the necessary resources to further design, develop and launch the website and market the Company's new service and existing products. The Company's management believes that if the Company is not successful in obtaining equity financing, the business plan will be seriously inhibited. The Company's management believes it can attain the necessary funding because of its penetration in the online Hotel market in the Country of Vietnam. The Company also has a strong partner in Hi-Tek, Inc. which has been funding the operations of BVNI.

Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amount and classifications or liabilities or other adjustments that might be necessary should the Company be unable to continue as a going concern.

F-9

- 21 -

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

Revenue Recognition

We recognize revenue in accordance with SEC Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements," as amended by SAB 101A and 101B and as revised by SAB 104, "Revenue Recognition". Accordingly, we recognize revenue when: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred or services rendered; (3) the fee is fixed or determinable; and (4) collectibility is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the fee charged for services rendered and products delivered and the collectibility of those fees. Should changes in conditions cause management to determine these criteria are not met for certain future transactions, revenue recognized for any reporting period could be adversely affected.

The Company generates revenues from commissions earned on net sales from its internet-based reservations. Internet revenues consist primarily of commissions, which are recorded at net in accordance with EITF 99-19. This revenue is recognized when customers present records of the room reservations made on the Company's internet based software. The Company also has to take into consideration EITF01-09 in which the company's revenues get reduced by the consideration it has paid to its vendor, as the consideration paid to the vendor exceeds the benefit received.

Sales Returns Allowances and Allowance for Doubtful Accounts

Significant management judgments and estimates must be made and used in connection with establishing the sales returns and other allowances in any accounting period. Management must make estimates of potential future order disputes related to current period product revenue. Allowances for estimated

product returns are provided at the time of sale. We evaluate the adequacy of allowances for returns primarily based upon our evaluation of historical and expected sales experience and by channel of distribution. The judgments and estimates of management may have a material effect on the amount and timing of our revenue for any given period.

Similarly, management must make estimates of the uncollectibility of accounts receivable. Management specifically analyzes accounts receivable and historical bad debts, customer concentrations, customer credit-worthiness, current economic trends and changes in our customer payment terms when evaluating the adequacy of the allowance for doubtful accounts. If the financial condition of our customers were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required.

Fair Value of Financial Instruments

Statement of Financial Accounting Standards ("SFAS") No. 107, *Disclosures About Fair Value of Financial Instruments* requires disclosure of fair value information about financial instruments when it is practicable to estimate that value. The carrying amounts of the Company's financial instruments as of April 30, 2005 approximate their respective fair values because of the short-term nature of these instruments. Such instruments consist of cash, accounts payable and accrued expenses. The fair value of related party payables is not determinable.

Equipment

Equipment is carried at cost. Depreciation is computed using a declining balance method over the estimated useful lives of the depreciable property, which range from 3 to 5 years. Management evaluates useful lives regularly in order to determine recoverability taking into consideration current technological conditions. Maintenance and repairs are charged to expense as incurred; additions and betterments are capitalized. Upon retirement or disposal of any item of equipment, the cost is and related accumulated depreciation of the disposed assets is removed, and any resulting gain or loss is credited or charged to operations.

Long-lived Assets

The Company records impairments to its long-lived assets when there is evidence that events or changes in circumstances have made recovery of the asset's carrying value unlikely. In that case, if the sum of the expected future cash flows were less than the carrying amount of the asset, an impairment loss would be recognized for the difference between the carrying amount of the asset and its fair value.

F-10

- 22 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

Income Taxes

The Company utilizes SFAS No. 109, *Accounting for Income Taxes*, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are determined based on the difference between the tax basis of assets and liabilities and their financial reporting amounts based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amount expected to be realized.

Issuance of Stock for Services

SFAS No. 123, *Accounting for Stock-Based Compensation*, encourages, but does not require, companies to record compensation cost for stock-based employee compensation plans at fair value. The Company has elected to continue to account for employee stock-based compensation using the intrinsic method prescribed in Accounting Principles Board Opinion No. 25, *Accounting for Stock Issued to Employees*, and related interpretations, as permitted by SFAS No. 123; accordingly, compensation expense for stock options is measured as the excess, if any, of the quoted market price of the Company's stock at the date of the grant over the amount an employee must pay to acquire the stock. For stock options issued to non-employees, the issuance of stock options is accounted for based on the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. Compensation expense is recognized in the financial statements for stock options granted to non-employees in the period in which the consideration is obtained from the non-employee.

Compensation expense is recognized in the financial statements for issuances of common shares to employees and non-employees that have rendered services to the Company. Compensation expense is recognized based on the fair value of the services rendered or the fair value of the common stock, whichever is more readily determinable.

Comprehensive Income

SFAS No. 130, *Reporting Comprehensive Income*, requires the Company to report and display certain information related to comprehensive income. Comprehensive income consists of net income; unrealized gains on available-for-sale securities; minimum pension liability adjustments; change in market value of futures contracts that qualify as a hedge; and negative equity adjustments recognized in accordance with SFAS No. 87. The Company evaluated SFAS No. 130 and determined that the Company's foreign currency translation adjustment was the only comprehensive income adjustment as of April 30, 2005 and 2004.

Foreign Exchange Transaction and Translation

The assets and liabilities maintained in other than United States dollars are translated into United States dollars at current exchange rates, and revenues and expenses are translated at average exchange rates for the year. Resulting translation adjustments are reflected as a separate component of shareholders' equity (deficit).

Transaction gains and losses that arise from exchange rate fluctuations on transactions denominated in a currency other than the functional currency, except those transactions which operate as a hedge of an identifiable foreign currency commitment or as a hedge of a foreign currency investment position, are included in the results of operations as incurred.

SFAS No. 131, *Segment Information*, amends the requirements for companies to report financial and descriptive information about their reportable operating segments. Operating segments, as defined in SFAS No. 131, are components of an enterprise for which separate financial information is available and is evaluated regularly by a Company in deciding how to allocate resources and in assessing performance. It also establishes standards for related disclosures about products and services, geographic areas and major customers. The Company evaluated SFAS No. 131 and determined that the Company intends to operate two operating segments, trade show and entertainment.

F-11

- 23 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

Basic and Diluted Net Loss Per Share

Net loss per share is calculated in accordance with SFAS No. 128, *Earnings Per Share* for the period presented. Basic net loss per share is based upon the weighted average number of common shares outstanding. Diluted net loss per share is based on the assumption that all dilutive convertible shares and stock options were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby we used to purchase common stock at the average market price during the period.

The Company has potentially dilutive securities in the form of outstanding stock options issued to three members of the Board of Directors. There are no other potentially dilutive securities outstanding.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make certain 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 revenue and expenses during the periods presented. Actual results could differ from those estimates.

Significant estimates made by management are, among others, realizability of long-lived assets, deferred taxes and stock option valuation. Management reviews its estimates on a quarterly basis and, where necessary, makes adjustments prospectively.

New Accounting Pronouncements

Recently issued accounting pronouncements. In November 2004, the Financial Accounting Standards Board (the "FASB") issued Revised Statement No. 123, *Accounting for Share-Based Payment* ("SFAS No. 123R"). This statement requires us to recognize the grant-date fair value of stock options in the Statement of Operations. In addition, we will be required to calculate this compensation using the fair-value based method, versus the intrinsic value method previously allowed under SFAS No. 123. This revision is effective for interim periods beginning after December 15, 2005. Accordingly, we will adopt this revised SFAS effective the first quarter of fiscal year 2007 (beginning February 1, 2006). We are currently evaluating how it will adopt SFAS No. 123R. The adoption of SFAS No. 123R is not expected to have a material effect on our results of operations.

In May 2005, the FASB issued SFAS No. 154, *Accounting Changes and Error Corrections, a replacement of APB Opinion No. 20 and SFAS No. 3*. SFAS No. 154 replaces Accounting Principles Board ("APB") Opinion No. 20, *Accounting Changes*, and SFAS No. 3, *Reporting Accounting Changes in Interim Financial Statements*, and changes the requirement for the accounting for, and reporting of, a change in accounting principles not prescribed by specific transition provisions of the newly adopted standard. It carries forward without change the requirements of APB Opinion No. 20 for accounting for error corrections and changes in estimates. The provisions of SFAS No. 154 will be effective for accounting changes made in fiscal years beginning after December 15, 2005. We do not presently expect to make any accounting changes in the foreseeable future that would be affected by the adoption of SFAS No. 154 when it becomes effective.

3. Equipment

Equipment at April 30, 2008 and 2007 consisted of the following:

	<u>2008</u>	<u>2007</u>
Computer equipment	\$ 250	\$ 10,087
Accumulated depreciation	-	<u>(10,087)</u>
Equipment, net	\$ 250	\$ -

Depreciation expense charged to operations was \$ 0 for the period ending April 30, 2008 and 2007, respectively.

F-12

- 24 -

[<TOC>](#)

4. Intangibles, long-lived assets and Goodwill

Hotels.vn

On February 29, 2008 the Company purchased the software and web site of Hotels.vn for a total of \$954,500 which was paid in restricted stock of 1,363,571 shares at market price of .35 plus a note of \$477,250 payable in March 2009. Interest accrued at 10% on the note. The Web Site is being amortized over seven years.

Dudesmart.com

On June 23, 2000, the Company accepted a proposal to exchanged 1,200,000 shares of common stock for 100% of the outstanding common stock of Dudesmart.com, Inc., from a related entity (Note 8). At the time of the transaction, the shares were valued at \$.22 per share (estimated value \$264,000). Dudesmart.com will be the entertainment division for the Company specializing in the entertainment and gaming industry. At the date of accusation Dudesmart.com had no fixed assets and all development fees were expensed as occurred. Therefore the Company recognized this transaction as Goodwill. The Company has changed its direction and has accordingly written the entire amount off. The Company from on an annual basis evaluates the fair value of its goodwill and would record impairment to its when there is evidence that events or changes in circumstances, and an analysis of future cash flows have made recovery of the asset's carrying value unlikely in accordance SFAS 142.

Hi-Tek License Agreement

On April 24, 2003, the Company announced the License Agreement of an Internet Reservations Software License Agreement from Hi-Tek, in exchange for 27,500,000 common shares. At the time of the transaction the shares were valued at \$0.01. The Company is utilizing the Hi-Tek internet reservations software. The license agreement was accounted for as an intangible asset on the balance sheet. During the fiscal year ended April 30, 2007 the Company recognized \$0 was impaired to bring the asset to its estimated recoverable value, leaving a net balance of \$0, which the Company believes it will be able to recover before the license agreement expires. The Company management continually reviews its Goodwill for impairment and believes that carrying value of the assets is stated at its fair market value.

Business.com.vn Marketing License Agreement

In February 2004, the Company entered into a marketing license agreement with Business.com.vn. Business.com.vn is the owner of a website (Hotels.vn) that promotes the online sale of hotel and tour packages on behalf of participating hotels and tour operators.

VNAT and VITA, Vietnam National Association of the Tourism and Vietnam Travel Association, recognize Hotels.vn as Vietnam's official Hotel Website. In Vietnam, there are over 4,500 hotels and 200 tour companies to be promoted worldwide via the internet to generate online sales throughout the Country of Vietnam.

The term of the marketing license agreement requires the Company to pay a licensing fee of \$450,000. The Company has settled the remainder balance of \$440,337 by issuing 1,313,901 shares of restricted stock on September 15, 2006. In exchange for the license fee, the Company will earn a royalty equal to fifty (50%) percent of gross sales, from reservations made on the Hotels.vn website, as defined in the agreement. The Company has impaired \$ 155,439 and \$79,167 for the years ending April 30, 2007 and 2006 respectively to bring the asset to its estimated recoverable value, leaving a net balance of \$0. Company management continually reviews its intangible assets for impairment and believes that carrying value of the assets is recoverable.

BVNI and Hotels.vn are continuing to sign up 1 and 2 star hotels in Vietnam under 3 year contracts. The majority of hotels in the Vietnam are 1 and 2 star hotels, totaling approximately 4,500. Within the 64 provinces of Vietnam there are many hotels that are not 3, 4, or 5 stars, and the majority of these Hotels do not have websites. BVNI and Hotels.vn supply these hotels with template websites so they can accept reservations online through the reservation engine. BVNI projects that it will need additional sales and marketing staff as well as more customer care employees in Vietnam.

Currently, Hotels.vn has contracts with over 400 Hotels in Vietnam. We have contracted with over 90% of the 3-5 star hotels in Vietnam - the 2 star hotel signing is ongoing. Hotels.vn has been featured on Vietnamese television during a news television program, and has received an award from the Ministry of Trade in Vietnam. Hotels.vn was awarded the number one e-commerce travel tourism website and was ranked 13th overall in the Country of Vietnam. We expect to penetrate the hotel market with further funding for marketing in and out of Vietnam.

F-13

- 25 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

4. Intangibles, long-lived assets and Goodwill (continued)

Business.com.vn Marketing License Agreement (continued)

Summary of Intangible, long lived assets and goodwill:

Licenses:	Purchase Price	Amortization/ Impairment	Net Value
Business.com.vn Trademark	\$ 1,250,000	\$ -	\$ 1,250,000
Hi-Tek Software License	275,000	275,000	-

Business.com License Agreement	450,000	450,000	-
Hotels.vn	954,500	-	954,500
	██████████	██████████	██████████
Total Intangible Assets	2,929,500	725,000	2,204,500
Dudesmart.com	264,000	264,000	-
	██████████	██████████	██████████
Total Goodwill	\$ 264,000	\$ 264,000	\$ -
	██████████	██████████	██████████
	██████████	██████████	██████████

Estimated Amortization Expense: For the year ended April 30, 2009 \$ 0.

5. Provision for income taxes

As of April 30, 2008, the Company has a federal net operating loss carry forwards of \$8,277,168 that can be utilized to reduce future taxable income. The net operating loss carry forward will expire through 2023 if not utilized. Utilization of the net operating loss and tax credit carry forward may be subject to substantial annual limitations due to the ownership change limitations provided by the Internal Revenue Code of 1986, as amended, and similar state provisions. The annual limitation may result in the expiration of net operating loss and tax credit carry forwards before utilization. The Company has provided a full valuation allowance on the deferred tax asset because of uncertainty regarding realizability.

6. Major Customer and Segment Information

The Company currently operates solely in one industry segment: the marketing and support of its hotel reservations system in Vietnam. No one customer accounted for approximately 5% of gross revenues for the years ended April 30, 2008 and 2007. The Company has no operations or assets located outside of the United States. The Company's commission's revenue is concentrated in the Vietnam Hotel reservations system, creating a risk of concentration associated with the sale of a single product and limited customer base. The loss of this single market could cause severe damage to the Company's financial future.

7. Related Party Transactions

Company Officers

Mr. Sheldon Silverman resigned as the Company's president and became Chief Executive Officer on June 23, 2000. Mr. Silverman was again appointed Chief Executive Officer in July 2001.

Mr. Thomas Johnson became president of the Company on June 23, 2000 and a member of the board of directors on July 6, 2000. On June 30, 2001, Mr. Thomas Johnson resigned as President.

F-14

- 26 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

7. Related Party Transactions (continued)

Professional Services Agreement with Hi-Tek

The Company entered service agreement with Hi-Tek to design, program, produce and implement the following:

- Corporate and promotional web sites.
- Initial module of the Business reservation engine.
- Preliminary offline and online marketing plan, including designing and producing all supporting marketing and promotional materials (CD-ROM, media kit, web slide presentation and corporate literature).
- Consult with the management of the company on an as needed basis.

The agreement is renewable on an annual basis.

Other Affiliated Entities

Mr. Sheldon Silverman owns shares personally and through a company under his control. From time to time, this company and Mr. Silverman have received Business.vn, Inc. common shares in exchange for debt. For the fiscal years ended April 30, 2008 and 2007, Mr. Silverman did not receive any common shares

in exchange for debt.

Consulting Agreements

Mr. Silverman has entered into a one year Consulting contract in which he has a base Salary of \$180,000. Further the company is to review his contract once the Company has executed its business plan and has commenced normal business activity. This agreement has renewed on August 1, 2008.

Mr. Rosette has no agreement in place for 2007.

Unpaid Consulting Fees / Advances from Related Parties

As of April 30, 2008, the Company has unpaid consulting fees to officers / directors of approximately \$3,172,586 and all of these fees currently bear interest at a rate of 8 to 12 percent. As of April 30, 2008 and accrued interest on these fees were approximately \$1,328,400 which is included in due to related parties.

Office Leases

The Company leases its office space in San Diego, California, on a month-to-month basis from United Hansel Since October, 2007. The Rent expense for the fiscal year ended April 30, 2008 and for the fiscal year ended April 30, 2007 was approximately \$30,250 and \$30,000, respectively. Monthly rent is 1,476.20 currently.

F-15

- 27 -

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

7. Related Party Transactions (continued)

Summarize the related party transactions

As of April 30, 2007:

Account name	Hi Tek	Sheldon Silverman	Lee Johnson	Thomas Johnson	Carloss Rossette	Robert Malasek	Total
General and administrative expense	\$ 316,100	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 316,100
Consulting services	-	180,000	-	-	42,500	18,500	241,000
Total	316,100	180,000	-	-	42,500	18,500	548,100
Due to Related Parties	431,557	1,031,037	451,810	102,600	-	-	2,017,004
Accrued liabilities	-	-	-	-	40,500	-	40,500
Convertible Notes	-	525,000	525,000	180,000	-	-	1,230,000
Total	\$ 431,557	\$ 1,556,037	\$ 976,810	\$ 282,600	\$ 40,500	\$ -	\$ 3,287,504

As of April 30, 2008:

Account name	Hi Tek	Sheldon Silverman	Lee Johnson	Thomas Johnson	Carloss Rossette And other	Total
General and administrative expense	\$ 308,750	\$ -	\$ -	\$ -	\$ -	\$ 308,750
Rent	-	-	-	-	-	-
Consulting services	-	180,000	-	-	-	180,000
Total	308,750	180,000	-	-	-	488,750
Due to Related Parties	510,132	1,791,816	1,011,096	316,674	93,000	3,722,718
Accounts Payable	311,450	-	-	-	-	311,450
Accrued Expenses	-	-	-	-	51,000	51,000

8. Convertible Notes

The Company has the following notes outstanding:

	April 30, 2008
Convertible note @ 8% Matures April 28, 2009	\$ 53,000
Total	\$ 53,000

9. Note Payable

The Company is obligated under a note alluded to in note 4 of these financial statements. Terms indicate a payment due in March 2009 with interest at 10%. The face amount of the note is \$477,250.

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

10. Marketing and Distribution Agreements

Partnership with DotVN

In May 2003, the Company announced a partnership with Dot.vn the official Vietnamese Registration Company. The Company is considered a re-seller of domain names, BVNI will receive a commission for each domain name set up via the Companies web portal.

The Company is working closely with Dot.vn to market and distribute these domains on its BVNI business web portal. The revenue from the partnership agreement is anticipated to allow the Company to start receiving commissions.

11. Stock Options

In September 2004, the Company issued 200,000 options to a consultant. The options have an exercise price of \$0.75 per share, vest over a one-year period, beginning in September 2004 and expire one year after becoming exercisable. As the consulting agreement provided for the options to be purchased at below the Company's market price on the date of grant, the Company recorded deferred compensation relating to these options of \$39,300 during the second quarter of fiscal 2005.

12. Significant Event

BVNI has acquired assets from Business.com.vn a Vietnamese Company on March 26, 2007. The assets acquired consists of a database of 300,000 Vietnamese companies, marketing software, trademarks and intellectual property. The Company is planning to build a directory of companies from the database. BVNI will offer to companies on the database many different options to market themselves on and offline. BVNI plans to offer domain registration, website development, and online marketing expertise to help the Vietnamese companies market themselves individually and or on the BVNI web portal via advertisements and sponsorships. The directory, once completed will give all the companies on the database online exposure to the world for the very first time. Currently, over 95% of Vietnamese companies do not have a web presence. The company plans on focusing its business plan inside and outside Vietnam. Upon initial funding, the company will open up offices in Ho Chi Minh and Hanoi City and hire sales marketing, web designers and customer service agents.

On February 6, 2008 the Company listed on the Frankfurt Stock Exchange under the trading symbol 44u or **AONDKB**.

BVNI acquired Hotels.vn on March 6, 2008 from Business.com.vn a Vietnamese Company. The assets include the hotel website Hotels.vn and Hotels.vn as well intellectual property, 4,500 database of hotels inside Vietnam. The Hotel site consists of over 400 Vietnamese hotels listed for reservations, the largest database of Vietnam hotels known. The company has since signed up Kayak.com an alliance to give users the choice of airlines, car rentals, hotels around the world, BVNI then will receive further commissions on sales through Kayak.

[<TOC>](#)

BUSINESS.VN, INC.
(A Development Stage Company)
Notes to Financial Statements
April 30, 2008

13. Going Concern

To date the Company has had limited sales due to the early stage of its efforts to transition into the marketing of its internet resources. Consequently, the Company has incurred recurring losses from operations. These factors, as well as the risks associated with raising capital through the issuance of equity and/or debt securities creates uncertainty as to the Company's ability to continue as a going concern.

The Company's plans to address its going concern issues include:

- Increasing sales of its products through national distribution channels and through direct marketing to consumers;
- Raising capital through the sale of debt and/or equity securities; and,
- Settling outstanding debts and accounts payable, when available, through the issuance of debt and/or equity securities.

There can be no assurance that the Company will be successful in its efforts to increase sales, issue debt and/or equity securities for cash or as payment for outstanding obligations.

The Company is in various stages of finalizing implementation strategies on a number of services and is actively attempting to market its services nationally in Vietnam. As a result of capital constraints it is uncertain when it will be able to start its websites to utilize the available licenses.

14. Stock Issuances

In September 2006, the Company issued 5,211,580 shares of its \$0.0001 par value common stock to pay past due creditors in the amount of 1,953,022 under rule 144.

In February 2007, the Company issued 20,000 shares of its \$0.0001 par value common stock for consulting fees amounting to \$5,000 under rule 144.

In March 2007, the Company issued 120,000 shares of its \$0.0001 par value common stock for consulting fees amounting to \$30,000 under rule 144.

In March 2007, the Company issued 4,423,077 shares of its \$0.0001 par value common stock for trademarks and certain assets, (See Note 4) amounting to \$1,150,000.

During the year ended April 30, 2008 the Company issued 2,606,948 shares of common stock 126,000 were issued for services of \$56,240, 1,363,571 shares for the acquisition of \$477,250 and the balance went to reduction of debt of \$337,720.

[<TOC>](#)

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

On March 10, 2008, Business.VN, Inc. dismissed Chang G. Park, CPA as independent auditors for the Company. The decision to dismiss Chang G. Park, CPA and to seek new independent auditors was approved by the Company's Board of Directors.

The reports of Chang G. Park, CPA on the Company's financial statements for the fiscal years ended April 30, 2007 and 2006 did not contain an adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope or accounting principles. In connection with the audits of the Company's financial statements for the fiscal years ended April 30, 2007 and 2006, (1) there were no disagreements with Chang G. Park, CPA on any matter of accounting principles or practices, financial statement disclosure or auditing scope and procedure which, if not resolved to the satisfaction of Chang G. Park, CPA, would have caused Chang G. Park, CPA to make reference to the matter in its report and (2) there were no "reportable events" as that term is defined in Item 304 of Regulation S-K promulgated under the Securities Exchange Act of 1934 ("Item 304").

On March 11, 2008, the Company engaged Gruber & Company, LLC as the Company's independent accountant to audit the Company's financial statements and to perform reviews of interim financial statements. Neither the Company nor anyone acting on its behalf consulted with Gruber & Company, LLC regarding (i) either the application of any accounting principles to a specific completed or contemplated transaction of the Company, or the type of audit opinion that might be rendered by Gruber & Company, LLC on the Company's financial statements; or (ii) any matter that was either the subject of a disagreement with Chang G. Park, CPA or a reportable event with respect to Chang G. Park, CPA.

Item 8A: Controls and Procedures

Evaluation of Disclosure Controls and Procedures

We maintain disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended (the

"Exchange Act") that are designed to be effective in providing reasonable assurance that information required to be disclosed in our reports under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the rules and forms of the Securities and Exchange Commission (the "SEC"), and that such information is accumulated and communicated to our management to allow timely decisions regarding required disclosure.

In designing and evaluating disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable, not absolute assurance of achieving the desired objectives. Also, the design of a control system must reflect the fact that there are resource constraints and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty and that breakdowns can occur because of simple error or mistake. The design of any system of controls is based, in part, upon certain assumptions about the likelihood of future events and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions.

As of the end of the period covered by this report, we carried out an evaluation, under the supervision and with the participation of management, including our chief executive officer and principal financial officer, of the effectiveness of the design and operation of our disclosure controls and procedures. Based upon that evaluation, management concluded that our disclosure controls and procedures are effective as of April 30, 2008 to cause the information required to be disclosed by us in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods prescribed by SEC, and that such information is accumulated and communicated to management, including our chief executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required disclosure.

- 31 -

[<TOC>](#)

Evaluation of and Report on Internal Control over Financial Reporting

The management of Business.VN, Inc. is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is defined in Rule 13a-15(f) or 15d-15(f) promulgated under the Securities Exchange Act of 1934 as a process designed by, or under the supervision of, the company's principal executive and principal financial officers and effected by the company's board of directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America and includes those policies and procedures that:

- Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company;
- Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting principles generally accepted in the United States of America and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. All internal control systems, no matter how well designed, have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Because of the inherent limitations of internal control, there is a risk that material misstatements may not be prevented or detected on a timely basis by internal control over financial reporting. However, these inherent limitations are known features of the financial reporting process. Therefore, it is possible to design into the process safeguards to reduce, though not eliminate, this risk.

Management assessed the effectiveness of the Company's internal control over financial reporting as of April 30, 2008. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control-Integrated Framework.

Based on its assessment, management concluded that, as of April 30, 2008, the Company's internal control over financial reporting is effective based on those criteria.

This annual report does not include an attestation report of the Company's registered accounting firm regarding internal control over financial reporting. Management's report is not subject to attestation by the Company's registered public accounting firm pursuant to temporary rules of the Securities and Exchange Commission.

Changes in Internal Control over Financial Reporting

There was no change in our internal controls over financial reporting identified in connection with the requisite evaluation that occurred during our last fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Item 8B: Other Information

None.

- 32 -

[<TOC>](#)

PART III

Item 9. Directors, Executive Officers, Promoters and Control Persons; Compliance with Section 16(a) of the Exchange Act

Executive Officers and Directors

Name	Age	Position
Sheldon Silverman	45	Chief Executive Officer
Carlos Rosette	53	Director Sales and Marketing in Mexico

The officers and directors of the Company will devote only such time as they deem appropriate in the business affairs of our Company. It is, however, expected that the officers will devote the time deemed necessary to perform their duties for the business of our Company. The amount devoted by each director is discussed below.

The directors of the Company are elected to hold office until the next annual meeting of shareholders and until they're respective successors have been elected and qualified.

Involvement in certain legal proceedings. To the best of management's knowledge, there are no material legal proceedings filed or threatened against the Company.

Section 16(a) beneficial ownership reporting compliance. Section 16(a) of the Exchange Act requires our directors and executive officers and persons who beneficially own more than 10% of our common stock to file with the SEC certain reports regarding their stock ownership ("Section 16(a) Reports"). Such persons are required to furnish us with copies of all Section 16(a) Reports they file. Based solely on our review of such reports (and amendments thereto) that were furnished to us and written representations made to us by reporting persons in connection with certain of these reporting requirements, at this time the Company has not filed the required forms and is in the process of correcting the oversight now that the Company has been approved on the OTC BB.

Code of ethics disclosure compliance. We have adopted, and have filed with the SEC, a Code of Ethics for Financial Executives, which include our principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions.

Item 10. Executive Compensation

The following table sets forth certain summary information regarding compensation paid by the Company for services rendered during the fiscal year ended April 30, 2006 to the Company's Chief Executive Officer, Secretary and Director during such period.

(a)	Annual Compensation				Long Term Compensation Awards			
	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
Name and Principal Position	Year	Salary	Bonus	Other Annual Compensation (\$)	Restricted Stock Awards (\$)	Securities Underlying Options/SAR (#)	LTIP Payouts (\$)	All Other Compensation (\$)
Sheldon Silverman	2008			180,000 *3				
President/CEO	2007			180,000 *3				
	2006			180,000 *3				31,358 *4
	2005			180,000 *3		150,000 *1		22,333 *4
Carlos Rosette	2008	3,000		15,000		-		
Director *2	2007	-		*3		-		
	2006							

- *1 Expired Options, non-exercised
- *2 Unpaid consulting fees as per contracts.
- *3 Accruing interest of 12% per annum on unpaid consulting fees exceeds market rates for similar loans by 4% and is shown as Other Annual Compensation
- *4 The Company issued 120,000 shares which vest over the six month agreement.

[<TOC>](#)

Item 11. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.

The following table sets forth information as of the date of this Registration Statement regarding certain Ownership of our Company's outstanding Common Stock by all officers and directors individually, all officers and directors as a group, and all beneficial owners of more than five percent of the common stock.

Name and Address	Shares Owned Beneficially (1)	Percent of Class
Sheldon Silverman 425 Stratford Ct. #14 Del Mar, CA 92014	1,652,965	3.479 %
Carlos Rosette 9449 Balboa Ave. #114 San Diego, CA 92124	88,000	.19 %
Officer/Director as a group (2 persons)	1,740,965	3.669 %
Dr. Lee Johnson (Hi-Tek) 7151 Cowles Mountain Blvd. San Diego, CA 92119	28,100,000	59.4 %

- (1) A person is deemed to be the beneficial owner of securities that can be acquired by such person within 60 days from the date of the registration statement upon the exercise of options or warrants. Each beneficial owner's percentage ownership is determined by assuming that options or warrants that are held by such person and which are exercisable within 60 days of the date of this registration statement have been exercised. Unless otherwise indicated, the Company believes that all persons named in the table have voting and investment power with respect to all shares of common stock beneficially owned by them.

Company Officers

Mr. Sheldon Silverman resigned as the Company's president and became Chief Executive Officer on June 23, 2000. Mr. Silverman was again appointed President during July 2001.

Mr. Thomas Johnson became president of the Company on June 23, 2000 and a member of the board of directors on July 6, 2000. On June 30, 2001, Mr. Thomas Johnson resigned as President.

On September 1, 2004, Carlos Rossetti was appointed to the Board of Directors, as well as, became Director of International Sales & Marketing.

Acquisition of Dudesmart.com, Inc.

On June 23, 2000, the Company accepted a proposal to exchanged 1,200,000 144 shares of common stock for 100% of the outstanding shares common stock of Dudesmart.com, Inc. In September 2000, the exchange was completed and Mr. Thomas Johnson and Dr. Lee Johnson, the sole shareholders of Dudesmart.com, Inc. each received 600,000 shares of the Company's common stock. At the time of the transaction, the shares were valued at \$.22 per share (total value \$264,000). The acquisition was accounted for goodwill on the balance sheet.

Dudesmart.com will be the entertainment division for the Company specializing in the entertainment and gaming industry. The Company anticipates that the Dudesmart.com will be operational in the second quarter of 2006. Dudesmart.com members will receive discounts on entertainment, travel, and events and from large chain stores plus additional discounts through our alliances, affiliates and current contracts.

License Agreement with Hi-Tek

On April 24, 2003, the Company announced the acquisition of an Internet Reservations Software License Agreement, in exchange for issuing 27,500,000 144 common shares to Hi-Tek. Mr. Thomas Johnson and Dr. Lee Johnson are the sole shareholders of Hi-Tek. Hi-Tek, a strategic business partner and a leading International e-commerce software development enterprise, will be providing its proprietary software, HI-TEK Res, to generate revenue for the Company from business and consumer travelers seeking to reserve hotels at their selected destinations worldwide while visiting or attending tradeshows and conferences. The license agreement was accounted for as intellectual property on the balance sheet.

[<TOC>](#)

Item 12. Certain Relationships and Related Transactions

A person is deemed to be the beneficial owner of securities that can be acquired by such person within 60 days from the date of the registration statement upon the exercise of options or warrants. Each beneficial owner's percentage ownership is determined by assuming that options or warrants that are held by such person and which are exercisable within 60 days of the date of this registration statement have been exercised. Unless otherwise indicated, the Company believes that all persons named in the table have voting and investment power with respect to all shares of common stock beneficially owned by them.

Item 13. Exhibits

EXHIBIT NUMBER	DESCRIPTION
3.1*	Articles of Incorporation of the Company Filed September 15, 1995
4.1*	Form of Common Stock Certificate
10.1*	Business.com.vn MOU
10.2*	Hotels.vn Marketing agreement (Business.com.vn agreement)
10.3*	Hotels Extension document (Business.com.vn extension)
10.4*	Hi-Tek Reservation Engine agreement
10.5*	Maxsima discount card
10.6*	Hi-Tek service agreement
10.8*	My BajaGuide.com MOU
10.9*	Mexican association agreement
10.10*	DotVN agreement
10.11*	VTIC MOU
10.12*	Consulting Agreement
10.13*	Hi-Tek interest agreement
10.14*	Hi-Tek Reservation Engine Extension

10.15*	Independent contractors' agreement
10.16*	Independent contractors' agreement
10.17*	Hi-Tek Service agreement with attached schedule "A"
23.1	Consent of Independent Registered Public Accounting Firm
31.1	Certification of Principal Executive Officer pursuant to Exchange Act Rule 13a-14(a)
31.2	Certification of Principal Financial Officer pursuant to Exchange Act Rule 13a-14(a)
32.1	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Exchange Act Rule 13a-14(b) and 18 U.S.C. Section 1350

- * These documents are incorporated herein by reference as exhibits hereto. Following the description of each such exhibit is a reference to the document as it appeared in a specified report previously filed with the SEC, to which there have been no amendments or changes.
- (A) Management contract or compensatory plan or arrangement.

- 35 -

[<TOC>](#)

Item 14: Principal Accountant Fees and Services

We selected the firm of Gruber & Company, LLC to audit our financial statements for the fiscal year ended April 30, 2008. Chang Park, CPA previously audited our financial statements for the year ended April 30, 2007.

Audit committee's pre-approval policies and procedures

Due to the fact that the Company's only two active officer and one board member, the two officers acts as the audit committee at this time.

Total fees. Total fees paid to Gruber & Company, LLC and Chang Park CPA-APC are as follows:

Service Provided	Year Ending April 30,	
	2008	2007
Audit Service Fees	\$ 20,000	\$ 19,750
Tax Service Fees	-	-
Other Fees	-	-
Total	\$ 20,000	\$ 19,750

Audit Service Fees. The aggregate fees for audit services were for the audits of our annual and quarterly consolidated financial statements.

Tax Fees. The aggregate fees for tax services were for professional services relating to tax compliance, tax advice, and tax planning.

Other Fees. The aggregate Other Fees were all other non-audit services.

- 36 -

[<TOC>](#)

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BUSINESS.VN, INC.

By: /s/ Sheldon Silverman
Sheldon Silverman
President and Chief Executive Officer

indicated.

Signature

[Redacted Signature]

/s/ Sheldon Silverman
Sheldon Silverman

Title

[Redacted Title]

Chief Executive Officer,
President, Director

Date

[Redacted Date]

August 08, 2008

[Redacted Footer]

CERTIFICATIONS

I, Sheldon Silverman, certify that;

- (1) I have reviewed this annual report on Form 10-KSB of Business.vn, Inc.;
- (2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- (3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
- (4) The small business issuer's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
 - a.) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; and
 - b.) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and
 - c.) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d.) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting
- (5) The small business issuer's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):
 - a.) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
 - b.) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: August 08, 2008

By: /s/ Sheldon Silverman
Sheldon Silverman

Title: President, Chief Executive Officer,
and Chairman of the Board of Directors

EXHIBIT 31.2

CERTIFICATIONS

I, Sheldon Silverman, certify that;

- (1) I have reviewed this annual report on Form 10-KSB of Business.vn, Inc.;
- (2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- (3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
- (4) The small business issuer's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
 - a.) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; and
 - b.) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and

- c.) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d.) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting
- (5) The small business issuer's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):
- a.) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
 - b.) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: August __, 2008

By: /s/ Sheldon Silverman
Sheldon Silverman

Title: President, Chief Financial Officer,
and Chairman of the Board of Directors

EXHIBIT 32.1

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
PURSUANT TO EXCHANGE ACT RULE 13a-14(b) AND 18 U.S.C. SECTION 1350**

In connection with the Annual Report on Form 10-KSB of Business.vn, Inc. (the "Company") for the year ended April 30, 2008, as filed with the Securities and Exchange Commission (the "Report"), each of us certifies as of the date hereof, solely for the purposes of Title 18, Chapter 63, Section 1350 of the United States Code, to our respective knowledge, that:

- (1) the Report fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934; and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company at the dates and for the periods indicated.

A signed original of this written statement, or other document authenticating, acknowledging, or otherwise adopting the signatures that appear in typed form within the electronic versions of this written statement, has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

This Certification has not been, and shall not be deemed, "filed" with the Securities and Exchange Commission.

By: /s/ Sheldon Silverman
Name: Sheldon Silverman
Title: President, Chief Executive Officer,
and Chairman of the Board of Directors

Date: August __, 2008

CERTIFICATIONS

I, Sheldon Silverman, certify that;

- (1) I have reviewed this annual report on Form 10-KSB of Business.vn, Inc.;
- (2) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- (3) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
- (4) The small business issuer's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
 - a.) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; and
 - b.) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and
 - c.) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d.) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting
- (5) The small business issuer's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):
 - a.) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
 - b.) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: August 08, 2008

By: /s/ Sheldon Silverman
Sheldon Silverman

Title: President, Chief Financial Officer,
and Chairman of the Board of Directors

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
PURSUANT TO EXCHANGE ACT RULE 13a-14(b) AND 18 U.S.C. SECTION 1350**

In connection with the Annual Report on Form 10-KSB of Business.vn, Inc. (the "Company") for the year ended April 30, 2008, as filed with the Securities and Exchange Commission (the "Report"), each of us certifies as of the date hereof, solely for the purposes of Title 18, Chapter 63, Section 1350 of the United States Code, to our respective knowledge, that:

- (1) the Report fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934; and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company at the dates and for the periods indicated.

A signed original of this written statement, or other document authenticating, acknowledging, or otherwise adopting the signatures that appear in typed form within the electronic versions of this written statement, has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

This Certification has not been, and shall not be deemed, "filed" with the Securities and Exchange Commission.

By: /s/ Sheldon Silverman
Name: Sheldon Silverman
Title: President, Chief Executive Officer,
and Chairman of the Board of Directors

Date: August 08, 2008