

**QUARTERLY REPORT FOR THE PERIOD ENDING JUNE 30, 2009
FOR METISCAN, INC.**

ITEM 1: Exact Name and Address

Metiscan, Inc. (PINK SHEETS: MTIZ.PK)
12225 Greenville Ave
Suite 700
Dallas, TX 75243
Phone: 972-479-8866
Fax: 214-368-9977
<http://www.metiscan.com>

ITEM 2: Shares Outstanding

COMMON STOCK (Par value of \$0.0001 per share)

| | |
|------------------------------------|-------------|
| (i) June 30, 2009 | |
| (ii) Number of Shares Authorized | 500,000,000 |
| (iii) Number of Shares Outstanding | 269,828,600 |
| (iv) Freely Tradable Shares | 49,823,100 |
| (v) Total Number of Shareholders | 187 |

PREFERRED STOCK (Par value of \$0.0001 per share)

| | |
|------------------------------------|------------|
| (i) June 30, 2009 | |
| (ii) Number of Shares Authorized | 10,000,000 |
| (iii) Number of Shares Outstanding | 900,120 |
| (iv) Freely Tradable Shares | None |
| (v) Total Number of Shareholders | 2 |

TRANSFER AGENT

Interwest Transfer Co., Inc.
1981 East Murray Holladay Road
Suite 100
Salt Lake City, UT 84117
Phone: (801) 272-9294
Fax: (801) 277-3147

ITEM 3: Interim Financial Statements

The interim financial statements for the quarter ending June 30, 2009, are attached at the end of this quarterly update. They include the condensed consolidated Balance Sheet, the condensed consolidated Statements of Operations, the condensed consolidated statements of Stockholders' Deficit, the consolidated statement of Cash Flows and the footnotes to Unaudited Financial Statements.

ITEM 4: Managements Discussion and Analysis or Plan of Operation

METISCAN, INC. & SUBSIDIARIES MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS AS OF June 30, 2009

Caution About Forward-Looking Statements

This section should be read together with our financial statements and related notes thereto included elsewhere in the materials posted on Pink Sheet's website. In addition to the historical information contained herein, this report contains forward-looking statements that are subject to risks and uncertainties. Forward-looking statements are not based on historical information but relate to future operations, strategies, financial results or other developments. Forward-looking statements are necessarily based upon estimates and assumptions that are inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are beyond our control and many of which, with respect to future business decisions, are subject to change. Certain statements contained in this report, including, without limitation, statements containing the words "believe," "anticipate," "estimate," "expect," "are of the opinion that" and words of similar import, constitute "forward-looking statements." You should not place any undue reliance on these forward-looking statements.

You should be aware that our results from operations could materially be affected by a number of factors, which include, but are not limited to the following: economic and business conditions specific to the healthcare industry; competition from other companies offering similar services, our ability to control costs and expenses, access to capital, and our ability to meet contractual obligations. There may be other factors not mentioned above or included elsewhere in the materials posted on Pink Sheet's website that may cause actual results to differ materially from any forward-looking information.

Critical Accounting Policies

The discussion and analysis of our financial conditions and results of operations are based upon our financial statements, which have been prepared in accordance with generally accepted accounting principles in the United States. The preparation of financial statements requires managers to make estimates. We use authoritative pronouncements, historical experience and other assumptions as the basis for making judgments. Actual results could differ from those estimates.

Plan of Operation

On August 8, 2008, Metiscan, Inc. (Metiscan, the Company, or we) completed the acquisition of Metiscan Technologies, Inc. (Technologies) and at the same time, elected a new slate of directors and appointed new corporate officers.

On November 13, 2008, we formed a wholly owned subsidiary Metiscan Managed Services, Inc., (Services) under section 102 of the General Corporation Law of the State of Delaware.

On November 13, 2008, we formed a wholly owned subsidiary Shoreline MRI, Inc., (Shoreline) under section 102 of the General Corporation Law of the State of Delaware.

On November 13, 2008, we formed a wholly owned subsidiary Schuylkill MRI, Inc., (Schuylkill) under section 102 of the General Corporation Law of the State of Delaware.

On December 1, 2008, FirstView f/k/a Metiscan Managed Services, Inc. completed an asset purchase agreement with Technologies, whereby FirstView purchased certain properties and assets for a total purchase price of one hundred fifty thousand and six hundred US dollars (\$150,600) and payable (a) thirty three thousand one hundred and seventy six US dollars (\$33,176), in twelve (12) equal installments of two thousand seven hundred and sixty-four dollars and sixty-six cents (\$2,764.66) with the first payment being due on, or prior to, March 1, 2009 by either check or bank draft, and (b) the assumption of approximately one hundred seventeen thousand four hundred and twenty four US dollars (\$117,424) in total liabilities which FirstView agreed to continue making the required debt service payments until the total liabilities are paid in full. Concurrently, Technologies settled its past due payables owed to FirstView in exchange for the twelve (12) equal installments owed by FirstView to Technologies.

Technologies sold certain properties and assets to FirstView because Technologies did not have the technical expertise and management to continue servicing its technology systems for its clients. Furthermore, from September until the date of sale, Technologies had incurred obligations to FirstView to maintain and manage its systems and was unable to satisfy these obligations. FirstView is focused on the further development and marketing of FirstView web-based radiology information system that interfaces RIS, Teleradiology and PACS for its clients.

On December 31, 2008, we completed the acquisition of two diagnostic imaging facilities, Schuylkill Open MRI, Inc. (SOMRI) located in Pottsville, Pennsylvania and Metiscan-CC, Inc. (Corpus), located in Corpus Christi, Texas.

On January 1st, 2009 Shoreline became an operating subsidiary. Shoreline provides part-time, full time, and contract employees for Metiscan and Metiscan's subsidiaries on an as-needed basis.

On February 20th, 2009, Corpus ceased operations and is evaluating business opportunities. Corpus was a freestanding diagnostic imaging center providing MRI services in Corpus Christi, Texas.

On February 27th, 2009, a plan of merger was completed between Technologies and Corpus, whereas Corpus was the surviving corporation. The plan of merger qualified as a tax-free reorganization pursuant to the Internal Revenue Code of 1986. Management has been investigating various business opportunities.

On June 1, 2009, Schuylkill MRI, Inc. changed its name to Taptopia, Inc. (Taptopia).

On June 22, 2009, Shoreline MRI, Inc. changed its name to Shoreline Employment Services, Inc (Shoreline).

On June 22, 2009, Metiscan Managed Services, Inc. changed its name to FirstView EHR, Inc. (FirstView).

On June 24th, 2009 Metiscan announced that it had determined to reposition itself as a holding company focused on growing its organization by making key acquisitions and developing companies and emerging technologies.

The historical financial information presented in this report is that of Metiscan, FirstView, SOMRI, Shoreline, Taptopia, and Corpus. As of June 30, 2009, Corpus does not have any operations.

As of June 30, 2009, Metiscan operated the following subsidiaries:

- **FirstView EHR, Inc. (FirstView)** – FirstView is a wholly owned subsidiary, that provides end-to-end IT services for diagnostic imaging facilities including web based electronic healthcare records (EHR), workflow efficiency, PACS administration, long-term archiving, professional IT services and strategic consulting.

Since 2001 and through its predecessor, FirstView has been providing Software-as-a-Service (SaaS) to its imaging center clients utilizing an Application Service Provider (ASP) model. FirstView helps its clients manage, distribute, interpret and archive digital images more efficiently and cost effectively. FirstView's keystone product is a web-based radiology information system that interfaces Radiology Information System (RIS), Teleradiology and PACS (Picture Archiving and Communication System) for its clients. FirstView also provides information management and IT operations support for diagnostic imaging facilities through complete revenue cycle management, EHRs, medical transcription services and functional training as needed. FirstView supports HL7 and DICOM standards. FirstView was formerly known as Metiscan Managed Services, Inc.

- **Schuylkill Open MRI, Inc. (SOMRI)** – SOMRI is a majority owned subsidiary that is an independent diagnostic testing facility (IDTF) providing Magnetic Resonance Imaging (MRI) services. SOMRI officially opened for business and began its operations in March of 2003 as a freestanding outpatient open MRI facility located in Pottsville, PA. SOMRI currently performs exams on the Siemens Concerto OPEN MRI System with the new Syngo software, giving patients the comfort of an open MRI system combined with high-field MRI speed and quality. In 2008 Schuylkill also added the Siemens Magnetom Vision 1.5T high field closed magnet to its facility. Having both magnets gives SOMRI flexibility in the studies it can conduct. SOMRI uses Services' Teleradiology and Radiology Information Systems (RIS) guaranteeing professional and timely transcribed results. Same day, evening and Saturday appointments are also available to accommodate any patient's schedule or needs.

SOMRI participates in most major insurance plans and honors in-network benefits for patients in non-participating plans. SOMRI also accepts Medicare, Medicaid, Worker's Compensation claims, Personal Injury (PIP) and Letters of Protection (LOPs) for participating personal injury attorneys in the area. SOMRI is accredited by the American College of Radiology (ACR).

The accompanying notes are an integral part of the financial statements

- **Shoreline Employment Services, Inc. (Shoreline)** – Shoreline is an employment services company that provides management and administrative assistance in the form of part-time, full time, and contract employees, and provides other human resource related services such as employee benefits and retirement plan (401k) options to Metiscan and Metiscan’s subsidiaries on an as-needed basis.
- **Taptopia, Inc. (Taptopia)** – Taptopia is a wholly owned subsidiary that provides design and development services for Smartphone platforms. Taptopia is focused on designing and developing innovative consumer and enterprise Smartphone software solutions for today’s most popular Smartphone platforms.

During the remainder of fiscal 2009, Management plans to take the following steps in order to grow Metiscan;

- Continue to reduce operating expenses by eliminating inefficiencies in our operations;
- Renegotiate and refinance liabilities with equipment debtors in order to improve working capital with the intent of reinvesting the free cash-flow in marketing our products and services;
- Further upgrade FirstView IT infrastructure and licensed RIS/PACs software, and improve service at our freestanding diagnostic imaging centers;
- Raise additional working capital through the sale of the Company’s common stock and convertible debt; and
- Develop and acquire new technologies that add value to the overall entity.

Results of Operation

Operating Results for the six months ended June 30, 2009 compared to June 30, 2008

During the six months ended June 30, 2009 our revenues were \$1,219,379 as compared to \$421,133 during the six months ended June 30, 2008. This increase of \$798,246, or 190%, is primarily the result our acquisition of Schuylkill Open MRI, Inc. and the revenues that wholly owned subsidiary FirstView produces.

Our cost of revenues during the six months ended June 30, 2009 were \$281,214 as compared to \$42,398 during the six months ended June 30, 2008. Cost of revenues as a percentage of revenues were 23% during the six months ended June 30, 2009 as compared to 10% during the six months ended June 30, 2008. This increase of \$238,816 or 563% is a direct result of the increased revenues with our change in operational focus. Although there can be no assurance, we anticipate cost of revenues to remain within the range of 10% to 25% of revenues in the foreseeable future.

Our selling, general and administrative expenses during the six months ended June 30, 2009 were \$1,225,921 as compared to \$516,424 during the six months ended June 30, 2008. The

The accompanying notes are an integral part of the financial statements

increase of \$709,497, or 137%, was the direct result of our acquisition of two wholly owned subsidiaries and their related operational expenses. While we cannot guarantee a specific trend, we are continually working to minimize our selling, general and administrative expenses that will allow our revenues to sufficiently cover these expenses.

Pursuant to the aforementioned, we experienced a net loss from operations of \$287,756 during the six months ended June 30, 2009 as compared to a net loss from operations of \$137,689 during the six months ended June 30, 2008. We expect operating losses to continue until we are able to develop and increase customer base and stabilize our general and administrative expenses.

During the six months ended June 30, 2009 we experienced a net gain on the settlement of debt in the amount of \$319,487. This net gain is the result of \$263,146 forgiveness of debt from a shareholder along with a minor note payable settlement that resulted in a gain of \$35,449 and various trade payable settlements that resulted in a gain of \$5,892. These gains were partially offset with a loss on the settlement of debt in the amount of \$15,000 when we issued 12,250,000 shares of our common stock with a market value of \$40,000 in payment of \$25,000 of debt.

Our interest expense during the six months ended June 30, 2009 was \$122,027 as compared to \$224,707 during the six months ended June 30, 2008. Interest expense remained fairly constant as we reduced higher interest loans with the increase of lower interest loans from our former President and current shareholder. As of June 30, 2009, the interest rates on our notes payable ranged from 8% to 15.91%.

Liquidity and Capital Resources

We have incurred operating losses for the six months ended June 30, 2009 and 2008. As of June 30, 2009, we had an accumulated deficit of \$392,409. As of June 30, 2009 we had cash of \$111,227 and a working capital deficit of \$3,238,137.

We expect our revenues will increase during the foreseeable future as a result of increasing the number of customers we service. Revenues from our services are expected to increase in proportion to the number of customers serviced by us. Currently cash flows from operations are not sufficient to meet our cash requirements. Consequently, we are depending upon the proceeds from future debt or equity investments to sustain our operations and implement our business plan until revenue is sufficient to cover our operating expenses. If we are unable to raise sufficient capital, we will be required to delay or forego some portion of our business plan, which would have a material adverse affect on our anticipated results from operations and financial condition. There is no assurance that we will be able to obtain necessary amounts of capital or that our estimates of our capital requirements will prove to be accurate. As of August 14, 2009, although we have commitments for outside financing, it may not be available in the amounts or times when we require. Furthermore, such financing would likely take the form of bank loans, private placement of debt or equity securities or some combination of these. The issuance of additional equity securities would dilute the stock ownership of current investors while incurring loans, lines of credit or debt by us would increase our capital requirements and possible loss of valuable assets if such obligations were not repaid in accordance with their terms.

During the six months ended June 30, 2009 cash from operations were \$492,333 as compared to \$410,159 used by operations during the six months ended June 30, 2008. This is a direct result of our decrease in net loss in the amount of \$206,862 as compared to \$362,396 during the six months ended June 30, 2008 and the increase in accounts payable and accrued expenses in the amount of \$592,55059 during the six months ended June 30, 2009 as compared to an increase of \$21,584 during the six months ended June 30, 2008.

During the six months ended June 30, 2009 we used \$57,311 to purchase property and equipment as compared to \$35,107 during the six months ended June 30, 2008.

During the six months ended June 30, 2009 we used \$345,496 of cash in financing activities as compared to \$448,146 being provided from financing activities during the six months ended June 30, 2008.

During the six months ended June 30, 2009 we received \$25,000 from the sale of 5,800,000 shares of common stock.

During the six months ended June 30, 2009 and 2008, we repaid notes payable in the amount of \$266,343 and \$260,490, respectively. Our notes payable were \$2,221,554 at June 30, 2009 and the entire balance was considered current obligations.

During the six months ended June 30, 2009, net cash paid in relation to our shareholder loans was \$3,453 as compared to \$730,129 of new loans received during the six month ended June 30, 2008.

During the six months ended June 30, 2009, we experienced cancellations of common stock subscriptions and as such incurred \$100,700 of debt due to the holder. See Footnote 2 of the June 30, 2009 Unaudited Financial Statements.

Off-Balance Sheet Arrangements

Since our inception through June 30, 2009, we have not engaged in any off-balance sheet arrangements as defined in Item 303(c) of the SEC's Regulation S-B.

RISK FACTORS

RISKS WITH RESPECT TO OUR BUSINESS

MANAGEMENT HAS EXPRESSED UNCERTAINTY AS TO OUR ABILITY TO REMAIN A GOING CONCERN.

We have incurred losses for the six months ended June 30, 2009. As of June 30, 2009, we had an accumulated deficit of \$392,409. As of June 30, 2009 we had cash of \$111,227 and a working capital deficit of \$3,238,137. For the near future, it is likely that we will sustain operating expenses without revenues significant enough to cover these expenses. We are likely to have a continually increasing net operating loss until we successfully increase our customer base and level our selling, general and administrative expenses. We cannot

guarantee that we will be able to increase our customer base to the extent necessary to generate enough revenue to cover our operating expenses.

WE ARE SUBJECT TO CHANGES IN HEALTHCARE LAWS.

Each time the United States government amends existing, or introduces new, healthcare laws, we could be potentially faced with accepting lower profit margins and or redesign our services offered. By way of example, the Deficit Reduction Act of 2006, (the “DRA”) drastically reduced the amount of revenue our clients were able to generate from each scan through Medicare and therefore caused us to reduce our fees to our clients and lower our profit margins. If the United States government makes further changes in healthcare laws which lower government reimbursement of scans, we will again be forced to reduce our fees and lower our profit margins.

IF WE FAIL TO COMPLY WITH THE EXTENSIVE HEALTHCARE LAWS AND GOVERNMENT REGULATIONS APPLICABLE TO US, WE COULD SUFFER PENALTIES OR BE REQUIRED TO MAKE SUBSTANTIAL CHANGES TO OUR OPERATIONS.

The healthcare industry is highly regulated. We are required to comply with extensive and complex laws and regulations at the federal, state, and local government levels. These laws and regulations relate to, among other things:

- Licensure and certification of healthcare facilities;
- Professional regulation of Physicians;
- Patient health and safety;
- Reimbursement for healthcare services;
- Patient referrals; and
- False claims.

If we violate these laws we could be subject to (1) criminal penalties such as imprisonment and fines, (2) civil penalties, including monetary penalties and the loss of our license to operate our diagnostic imaging facilities, and (3) exclusion or suspension from participating in governmental healthcare programs such as Medicare and Medicaid.

WE ANTICIPATE CONTINUED LOSSES IN THE NEAR FUTURE AND FUTURE RESULTS ARE UNCERTAIN.

Until we increase our customer base to a level that generates revenues sufficient to cover expenses, we will continue to experience losses. There can be no assurance that we will be able to generate sufficient revenues from the sales through our business to achieve or maintain profitability on a quarterly or an annual basis in the future. We expect negative cash flow from operations to continue, at least for the foreseeable future, as we continue to develop our business. If cash generated by operations is insufficient to satisfy our liquidity requirements, we may be required to sell debt or additional equity securities. The sale of additional equity or convertible debt securities would result in additional dilution to our stockholders. Further, there can be no assurance that we will successfully be able to sell our securities in order to obtain additional capital.

WE ARE SUBJECT TO SIGNIFICANT COMPETITION.

The market for RIS/PACS software providers is highly competitive and rapidly changing. Since the introduction of electronic data imaging, the number of RIS/PACS software companies competing has dramatically increased and our management expects the competition to intensify. Currently, there are several large and well-capitalized companies and numerous smaller and midsize companies providing and attempting to provide RIS/PACS software solutions.

Our management believes that the primary competitive factors in providing our products are name recognition, price, quality of service, availability of customer support, reliability, technical expertise and experience. Our success in this market will depend heavily upon our ability to provide a high quality product, high volume, all at a reasonable price. Other factors that will affect our success include our ability to attract experienced marketing, sales and management talent.

WE ARE IN COMPETITION WITH OTHER HEALTHCARE PROVIDERS.

We compete with other local providers of outpatient MRI services in our market area. These MRI facilities may have longer operating histories or other competitive advantages. There can be no assurance that this competition, or other competition which we may encounter in the future, will not adversely affect our business, financial condition, results of operation or cash flows.

WE ARE DEPENDENT UPON KEY PERSONNEL AND ATTRACTING AND RETAINING HIGHLY SKILLED PERSONNEL.

We believe our future success will also depend largely upon our ability to attract and retain highly skilled management, technical engineers, sales and marketing, finance and technical personnel. Competition for such personnel is intense and there can be no assurance that we will be successful in attracting and retaining such personnel. The loss of the services of any of the key personnel, the inability to attract or retain qualified personnel in the future, or delays in hiring required personnel, particularly technical engineers and sales personnel, could have a material adverse affect upon our business, results of operations and financial condition.

REDUCTION OR CHANGES IN REIMBURSEMENT FROM GOVERNMENT OR THIRD-PARTY PAYORS COULD ADVERSELY AFFECT OUR OPERATING RESULTS.

We are dependent on government and third-party sources for services provided to patients. A number of factors affect the amounts we receive for our services, including, but not limited to, whether or not we are a participating provider, negotiated discounts, fee schedules or capitation payment arrangements, cost containment and utilization decisions of third-party payors, Medicare and Medicaid regulations and reimbursement policies, and other market and cost factors over which we have little or no control.

WE ARE DEPENDENT ON RELATIONSHIPS WITH PHYSICIANS IN OUR MARKET AREAS.

Our business depends on physicians referring patients to our two diagnostic imaging facilities and the strength of our relationship with these physicians. Each physician who refers patients to us may also refer patients to other competitive facilities in our market area. While area physicians are suggested to use the services at our diagnostic facility for their patients, they are not required to do so. Our business could be adversely affected if a significant number of key physicians or a group of physicians terminated their relationship with, or reduced their use of, either of our diagnostic imaging facilities.

OUR WEB-BASED RADIOLOGY INFORMATION SYSTEM IS LICENSED FROM A THIRD-PARTY AND THERE IS NO GUARANTEE THAT WE WILL BE ABLE TO MAINTAIN OUR SOFTWARE LICENSE.

Our web-based software product and service is dependent on us maintaining our license agreement with a third-party software vendor. Given the current financial condition of the Company, there is no guarantee that we will be able to continue to maintain our software licensing and maintenance fees. If we are unable to pay our software licensing and maintenance fees then we may lose some or all of our customers.

THE FUTURE SUCCESS OF OUR BUSINESS IS DEPENDENT ON UPGRADING OUR WEB-BASED RADIOLOGY INFORMATION SYSTEM.

Maintaining and attracting new customers for our web-based software product and service is continually threatened from competitors that provide a similar product and service with software that is more up to date and that has better features. Given the current financial condition of the Company, there is no guarantee that we will be able to upgrade our web-based radiology information system. If we are unable to pay to upgrade our software systems, we may lose some or all of our customers.

THE FUTURE SUCCESS OF OUR BUSINESS IS DEPENDENT ON UPGRADING OUR IT INFRASTRUCTURE.

We currently have a datacenter located at our facility that was built-out more than 5 years ago. We have IT infrastructure that has reached end-of-life, as defined by our equipment vendors and manufacturers, which is still being used in our datacenter and that is part of our key systems. These key systems may fail at anytime. If we are unable to raise capital such to upgrade our IT infrastructure we may lose some or all of our customers.

WE DO NOT HAVE EMPLOYMENT CONTRACTS WITH KEY EMPLOYEES.

We do not currently have any employee contracts with any employees. However, we do have key employees who are instrumental to our business and would be difficult to replace. Accordingly, we are currently working to enter into employment contracts with our key employees. However, there can be no guarantee these employees will accept the agreements that we will offer them.

KEY MEMBERS OF OUR PERSONNEL ARE EMPLOYED ON A PART-TIME BASIS

Our President & Chief Executive Officer operates his own consulting firm. Our Chief Operating Officer is employed by Barclays. Our Executive Vice President operates his own consulting firm. Our Chief Financial Officer operates her own CPA firm. Even though our President & Chief Executive Officer and Executive Vice President are currently working for the Company full-time this could change in the near future based on other opportunities. Our Chief Financial Officer and Chief Operating Officer work for us only on a part-time as needed basis. There can be no assurance that these individuals will be able to devote the time required by us.

CONFLICTS MAY EXIST WITH CERTAIN OF OUR OFFICERS AND DIRECTORS WHICH MAY CAUSE THEM TO GIVE PRIORITY TO OTHER MATTERS OVER OUR NEEDS WHICH MAY MATERIALLY AFFECT OUR OPERATIONS.

There are a number of conflicts associated with our officers and directors. These conflicts include, engaging in other businesses similar or dissimilar to ours and allocating their time and services between us and the other entities with which they are involved, as set forth in the preceding risk factor. In the future, we may extend an offer to certain of the part time employees to become full time employees; provided, however, that there can be no assurance that these part time employees will accept our offer of full time employment.

The law firm of Mintz & Fraade, P.C. is our legal counsel. Mintz & Fraade, P.C. owns 2,500,000 shares of our common stock which it received as consideration for legal services rendered to us. A conflict of interest may arise between Mintz & Fraade, P.C.'s capacity as our legal counsel and as a shareholder.

WE NEED ADDITIONAL FINANCING TO DEVELOP OUR BUSINESS AND TO MEET OUR CAPITAL REQUIREMENTS.

We will need additional financing to develop our business and meet our capital requirements. We currently have no arrangements to obtain additional financing and we will be dependent upon sources such as:

- future earnings,
- funds from private sources such as, loans and additional private placements, and
- funds from public offerings.

In view of our current working capital deficit, our ability to obtain additional funds is limited. Additional financing may only be available, if at all, upon terms which may not be commercially advantageous. If adequate funds are not available from operations or additional sources of financing, our business will be materially adversely affected.

THE SUCCESS OF OUR ANTICIPATED FUTURE GROWTH IS DEPENDENT UPON OUR ABILITY TO SUCCESSFULLY MANAGE THE GROWTH OF OUR PROPOSED OPERATIONS.

We expect to experience significant growth in the number of employees and the scope of our operations. Our future success will be highly dependent upon our ability to successfully

manage the expansion of our operations. Our ability to manage and support our growth effectively will be substantially dependent upon our ability to implement adequate improvements to financial and management controls, reporting and other procedures and hire sufficient numbers of financial, accounting, administrative and management personnel. Our expansion, and the resulting growth in the number of our employees, will result in increased responsibility for both existing and new management personnel. There can be no assurance that we will be able to identify, attract and retain experienced accounting and financial personnel. Our future operating results will depend upon the ability of our management and other key employees to implement and improve our systems for operations, financial control and information management, and to recruit, train, and manage our employee base. There can be no assurance that we will be able to achieve or manage any such growth successfully or to implement and maintain adequate financial and management controls and procedures. Inability to do so would have a material adverse affect upon our business, results of operations and financial condition.

Our future success depends upon our ability to address potential market opportunities while managing our expenses to match our ability to finance our operations. This need to manage our expenses will place a significant strain on our management and operational resources. If we are unable to manage our expenses effectively, our business, results of operations and financial condition will be adversely affected.

RISKS WITH RESPECT TO SHARES OF OUR COMMON STOCK

WE MAY BE SUBJECT TO THE SECURITIES AND EXCHANGE COMMISSION'S "PENNY STOCK" RULES IF OUR COMMON STOCK SELLS BELOW \$5.00 PER SHARE.

If, after our stock begins to trade, the trading price of our Common Stock is below \$5.00 per share, trading in our securities may be subject to the requirements of the Securities and Exchange Commission's rules with respect to securities trading below \$5.00, which are referred to as "penny stocks". These rules require the delivery prior to any transaction of a disclosure schedule explaining the penny stock market and all associated risks and impose various sales practice requirements on broker-dealers who sell "penny stocks" to persons other than established customers and accredited investors, which are generally defined as institutions or an investor individually or with their spouse, who has a net worth exceeding \$1,000,000 or annual income, individually exceeding \$200,000 or, with their spouse, exceeding \$300,000. For these types of transactions the broker-dealer must make a special suitability determination for the purchaser and have received the purchaser's written consent to the transaction prior to the sale. In addition, broker-dealers must disclose commissions payable to both the broker-dealer and the registered representative and current quotations for the securities they offer. The additional burdens imposed upon broker-dealers by such requirements may discourage broker-dealers from effecting transactions in our Common Stock, which could severely limit its market price and liquidity.

In addition, we will be subject to an SEC rule (Rule 15c2-11) (the so-called penny stock rules) which imposes various requirements on broker-dealers who sell securities governed by the rule to persons other than established customers and accredited investors. The requirement that broker-dealers comply with this rule could deter broker-dealers from recommending or

selling our Common Stock, thus further adversely affecting the liquidity and share price of our Common Stock, as well as our ability to raise additional capital.

THERE CAN BE NO ASSURANCE THAT WE WILL PAY ANY DIVIDENDS ON OUR COMMON STOCK.

There can be no assurance that we will have sufficient earnings to pay any dividends with respect to our common stock. Moreover, even if we have sufficient earnings, we are not obligated to declare dividends with respect to our Common Stock. The future declaration of any cash or stock dividends will be in the sole and absolute discretion of the Board of Directors, and will depend upon our earnings, capital requirements, financial position, general economic conditions and other pertinent factors. It is also possible that the terms of any future debt financing may restrict the payment of dividends. We presently intend to retain earnings, if any, for the development and expansion of our business.

OUR DIRECTORS HAVE THE RIGHT, WITHOUT THE AGREEMENT OF SHAREHOLDERS, TO AUTHORIZE THE ISSUANCE OF PREFERRED STOCK WITH ANY RIGHTS ALLOWABLE PURSUANT TO LAW, WHICH COULD ADVERSELY AFFECT THE RIGHTS AND VALUE OF OUR COMMON STOCK, WHICH MAY SUBSTANTIALLY REDUCE THE RIGHTS OF HOLDERS OF COMMON STOCK, INCLUDING VOTING RIGHTS AND LIQUIDATION PREFERENCES.

Our directors, without further action by our shareholders, have the authority to issue shares of Preferred Stock from time to time in one or more series, and to fix the number of shares, the relative rights, conversion rights, voting rights, terms of redemption, liquidation preferences and any other preferences, special rights and qualifications of any such series. Any issuance of Preferred Stock could adversely affect the rights of holders of Common Stock and the value of such Common Stock. Although our Board of Directors is required to make any determination to issue such stock based upon its judgment as to the best interests of our stockholders, our Board of Directors could, for example, act in a manner which would discourage an acquisition attempt or other transaction which some, or a majority, of the stockholders might believe to be in their best interests or in which stockholders might receive a premium for their stock over the then market price of such stock. Our Board of Directors does not at present intend to seek stockholder approval prior to any issuance of currently authorized stock, unless otherwise required by applicable law or stock exchange rules.

THERE CAN BE NO ASSURANCE THAT OUR COMMON STOCK WILL EVER BE LISTED OR QUOTED ON NASDAQ, THE NEW YORK STOCK EXCHANGE, THE AMERICAN STOCK EXCHANGE, THE OTC BULLETIN BOARD OR ONE OF THE OTHER NATIONAL SECURITIES EXCHANGES OR MARKETS, OR THAT IF SO LISTED OR QUOTED, THAT IT WOULD THEREAFTER INCREASE IN VALUE.

Until such time as our Common Stock is listed upon any of the several NASDAQ markets, the New York Stock Exchange, the American Stock Exchange, or one of the other national securities exchanges or markets, of which there can be no assurance, accurate quotations as to the market value of our securities may not be possible. Sellers of our securities are likely to have more difficulty disposing of their securities than sellers of securities which are listed upon

any of the several NASDAQ markets, the New York Stock Exchange, the American Stock Exchange, or one of the other national securities exchanges or markets.

Although we intend for our Common Stock to trade on public markets, including, but not limited to, the Pink Sheets and subsequently on the OTC Bulletin Board, there can be no assurance that we would be successful in having our Common Stock listed or quoted on such a public market, or that if so listed or quoted, that our Common Stock would thereafter increase in value.

Even if a public market does develop, the volume of trading in our Common Stock will presumably be limited and likely dominated by a few individuals. The limited volume, if any, will make the price of our Common Stock subject to manipulation by one or more stockholders and will significantly limit the number of shares that one can purchase or sell in a short period of time. An investor may find it difficult to dispose of shares of our Common Stock or obtain a fair price for our Common Stock in the market.

ITEM 5: Legal Proceedings

Former Employee

On April 26, 2007, Corpus, Mr. Garth James, Corpus's former President and current shareholder, and former employee, Mr. Jeff Brooks, reached a tentative agreement whereby Mr. Brooks was awarded approximately \$150,000 for various compensation and reimbursement. During June 2007, Corpus and Mr. James rejected the tentative agreement. As such, Mr. Brooks is seeking to validate and enforce the agreement, additional damages of an undetermined amount, attorney's fees and court costs, and pre-judgment and post-judgment interest. Corpus believes the claim is without merit and is seeking to have the case closed. Corpus has not recorded any loss or gain associated with this claim.

Note Payable

On August 21, 2008, Laurel Center Management Employee Profit Sharing Trust,, ("Laurel"), the holder of a promissory note from Corpus filed suit in the District Court of Dallas County, Texas against the Corpus and Mr. Garth James, the Corpus's former President and shareholder, for Breach of Contract. The suit claims that Corpus failed to make the required quarterly payment on July 1, 2008 within the 15 day grace period and caused the promissory note to become default. As such, Laurel sent Corpus notice of its intent to accelerate the promissory note, as called for in the default provisions, on August 6, 2008. Corpus failed to pay the amount owing and Laurel is seeking actual damages to be determined at trial, reasonable and necessary attorney's fees and court costs and pre-judgment and post-judgment interest at the highest lawful rates. As of June 30, 2009, there remains a summary judgment for the full amount of \$932,681 against Corpus and Mr. Garth James.

ITEM 6: Default on Senior Securities

None

ITEM 7: Other Information

On December 1, 2008, Metiscan, Inc. entered into a one (1) year Lease Agreement with Centre Suites at High Point, Inc. whereby Metiscan, Inc. leased a total of four (4) offices comprising of 1,220 square feet of executive office space. This move was mainly due in part to the cost cutting initiatives as set by Metiscan, Inc.'s new management.

Metiscan, Inc. has not completed any asset purchase or disposition arrangements as of June 30, 2009.

Metiscan, Inc.'s Board of Directors has not approved any business exit or disposal activities as of June 30, 2009. The company has not been required to write down or write-off any impaired assets.

Metiscan, Inc. has not materially modified the terms of any securities as of June 30, 2009. There have been no adjustments to previously issued financial statements as of June 30, 2009.

ITEM 8: Exhibits

- (1) Amendment of Certificate of Incorporation of Schuylkill MRI, Inc. to change the name of the corporation to Taptopia, Inc. – effective June 1, 2009.
- (2) Amendment of Certificate of Incorporation of Metiscan Managed Services, Inc. to change the name of the corporation to FirstView EHR, Inc. – effective June 22, 2009.
- (3) Amendment of Certificate of Incorporation of Shoreline MRI, Inc. to change the name of the corporation to Shoreline Employment Services, Inc. – effective June 22, 2009.
- (4) Amendment of Certificate of Incorporation of Metiscan, Inc. to increase the number of Authorized shares to 5,000,000,000 common and 10,000,000 preferred – effective July 15, 2009.

ITEM 9: Certifications

I, Bryan A. Scott, hereby certify that:

1. I have reviewed this Quarterly Financial Report of Metiscan, Inc.;
2. Based upon my knowledge, this Disclosure Statement 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 to the circumstances under which such statements were made, not misleading with respect to the period covered by this Disclosure Statement; and
3. Based upon my knowledge, the financial statements, and other financial information included or incorporated by reference in this Disclosure Statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Disclosure Statement.

Dated this 14th day of August, 2009:

/s/Bryan A. Scott
President & CEO

I, Janine Friehe, hereby certify that:

1. I have reviewed this Quarterly Financial Report of Metiscan, Inc.;
2. Based upon my knowledge, this Disclosure Statement 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 to the circumstances under which such statements were made, not misleading with respect to the period covered by this Disclosure Statement; and
3. Based upon my knowledge, the financial statements, and other financial information included or incorporated by reference in this Disclosure Statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Disclosure Statement.

Dated this 14th day of August, 2009:

/s/Janine Friehe
Chief Financial Officer

I, Brian Hart, hereby certify that:

1. I have reviewed this Quarterly Financial Report of Metiscan, Inc.;
2. Based upon my knowledge, this Disclosure Statement 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 to the circumstances under which such statements were made, not misleading with respect to the period covered by this Disclosure Statement; and
3. Based upon my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this Disclosure Statement.

Dated this 14th day of August, 2009:

/s/Brian A. Hart
Chief Operations Officer

METISCAN, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

| | June 30, 2009 | December 31, 2008 |
|---|--------------------------|------------------------------|
| ASSETS | | |
| CURRENT ASSETS | | |
| Cash | \$ 111,227 | \$ 21,701 |
| Accounts receivable | 409,390 | 533,541 |
| Prepaid expenses | 34,907 | 49,740 |
| Advances from affiliates | 816,339 | 817,585 |
| | <hr/> | <hr/> |
| TOTAL CURRENT ASSETS | 1,371,863 | 1,422,567 |
| PROPERTY AND EQUIPMENT , net of accumulated depreciation | 2,800,167 | 2,918,249 |
| OTHER ASSETS | 345,919 | 345,919 |
| | <hr/> | <hr/> |
| TOTAL ASSETS | \$ 4,517,949 | \$ 4,686,735 |
| | <hr/> | <hr/> |
| LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) | | |
| CURRENT LIABILITIES | | |
| Accounts payable and accrued liabilities | \$ 2,036,742 | 1,480,083 |
| Accrued interest, shareholder | 57,425 | 19,344 |
| Notes payable, shareholder | 294,279 | 560,878 |
| Notes payable, current portion | 2,221,554 | 2,548,347 |
| | <hr/> | <hr/> |
| TOTAL CURRENT LIABILITIES | 4,610,000 | 4,608,652 |
| STOCKHOLDERS' EQUITY (DEFICIT) | | |
| Preferred stock, par value \$0.0001 per share | | |
| Authorized – 10,000,000 shares | | |
| Issued and outstanding – 48 shares series "A" | - | - |
| Issued and outstanding – 72 shares series "B" | - | - |
| Issued and outstanding – 900,000 shares series "C" | - | - |
| Common stock, par value \$0.0001 per share | | |
| Authorized – 500,000,000 shares | | |
| Issued and outstanding – 269,828,600 and 243,228,600, respectively | 26,983 | 24,323 |
| Additional paid-in capital | 273,375 | 290,635 |
| Accumulated deficit | (392,409) | (236,875) |
| | <hr/> | <hr/> |
| TOTAL STOCKHOLDERS' EQUITY (DEFICIT) | (92,051) | 78,083 |
| | <hr/> | <hr/> |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) | \$ 4,517,949 | \$ 4,686,735 |
| | <hr/> | <hr/> |

METISCAN, INC. & SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE SIX MONTHS ENDED JUNE 30, 2009 AND 2008
(UNAUDITED)

| | <u>2009</u> | <u>2008</u> |
|---|---------------------|---------------------|
| REVENUES | \$ 1,219,379 | \$ 421,133 |
| COST OF REVENUES | <u>281,214</u> | <u>42,398</u> |
| GROSS PROFIT | 938,165 | 378,735 |
| EXPENSES | | |
| Selling, general and administrative | <u>1,225,921</u> | <u>516,424</u> |
| TOTAL EXPENSES | <u>1,225,921</u> | <u>516,424</u> |
| (LOSS) FROM OPERATIONS | <u>(287,756)</u> | <u>(137,689)</u> |
| OTHER INCOME (EXPENSE) | | |
| Gain on settlement of debt | 319,487 | - |
| Interest expense | <u>(122,027)</u> | <u>(224,707)</u> |
| TOTAL OTHER INCOME (EXPENSE) | <u>197,460</u> | <u>(224,707)</u> |
| INCOME (LOSS) BEFORE INCOME TAXES | (90,296) | (362,396) |
| Income tax expense | <u>65,238</u> | <u>-</u> |
| NET INCOME (LOSS) | \$ <u>(155,534)</u> | \$ <u>(362,396)</u> |
| NET (LOSS) PER COMMON SHARE | | |
| Basic and diluted | \$ <u>0.00</u> | \$ <u>(0.02)</u> |
| WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING | | |
| Basic and diluted | <u>255,620,267</u> | <u>17,678,600</u> |

METISCAN, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
FOR THE SIX MONTHS ENDED JUNE 30, 2009
(UNAUDITED)

| | Preferred Series "A" | | Preferred Series "B" | | Preferred Series "C" | | Common Stock | | Additional Paid-in Capital | Accumulated Deficit | Total Stockholders' Equity (Deficit) |
|--|----------------------|-------------|----------------------|-------------|----------------------|-------------|--------------------|------------------|-------------------------------|------------------------|---|
| | Shares | Amount | Shares | Amount | Shares | Amount | Shares | Amount | | | |
| Balance December 31, 2008 | - | \$ - | - | \$ - | - | \$ - | 243,228,600 | \$ 24,323 | \$ 290,635 | \$ (236,875) | \$ 78,083 |
| Issuance of stock for acquisition of subsidiary | 48 | - | 72 | - | 900,000 | - | - | - | - | - | - |
| Issuance of common stock for cash | - | - | - | - | - | - | 5,800,000 | 580 | 24,420 | - | 25,000 |
| Issuance of common stock for services | - | - | - | - | - | - | 10,550,000 | 1,055 | 20,045 | - | 21,100 |
| Issuance of common stock for debt | - | - | - | - | - | - | 12,250,000 | 1,225 | 38,775 | - | 40,000 |
| Cancellation of common stock subscription | - | - | - | - | - | - | (2,000,000) | (200) | (100,500) | - | (100,700) |
| Net loss | - | - | - | - | - | - | - | - | - | (155,534) | (155,534) |
| Balance, June 30, 2009 | <u>48</u> | <u>\$ -</u> | <u>72</u> | <u>\$ -</u> | <u>900,000</u> | <u>\$ -</u> | <u>269,828,600</u> | <u>\$ 26,983</u> | <u>\$ 273,375</u> | <u>\$ (392,409)</u> | <u>\$ (92,051)</u> |

The accompanying notes are an integral part of the financial statements

METISCAN, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX MONTHS ENDED JUNE 30, 2009 AND 2008
(UNAUDITED)

| | 2009 | 2008 |
|---|-------------------|------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Net income (loss) | \$ (155,534) | \$ (362,396) |
| Adjustments to reconcile net (loss) to net cash (used) by operating activities: | | |
| Common stock issued for services | 21,100 | - |
| Gain on settlement of debt | (334,487) | - |
| Loss on settlement of debt with stock issuance | 15,000 | - |
| Depreciation expense | 175,393 | 38,238 |
| Amortization of loan fees | - | 66,837 |
| Changes in operating assets and liabilities: | | |
| Accounts receivable | 124,151 | 14,186 |
| Prepaid expenses | 14,833 | - |
| Accounts payable and accrued liabilities | 592,550 | 21,584 |
| Accrued interest, shareholder | 38,081 | 42,244 |
| Advances from affiliates | 1,246 | (230,852) |
| NET CASH (USED) BY OPERATING ACTIVITIES | 492,333 | (410,159) |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Purchase of property and equipment | (57,311) | (35,107) |
| NET CASH (USED) PROVIDED BY INVESTING ACTIVITIES | (57,311) | (35,107) |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Bank overdraft | - | (21,493) |
| Proceeds from the sale of common stock | 25,000 | - |
| Repayments of notes payable | (266,343) | (260,490) |
| Proceeds from (repayments of) notes payable, shareholder | (3,453) | 730,129 |
| Cancellation of common stock subscription | (100,700) | - |
| NET CASH PROVIDED BY FINANCING ACTIVITIES | (345,496) | 448,146 |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | 89,526 | 2,880 |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD | 21,701 | 4,748 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD | \$ 111,227 | \$ 7,628 |

METISCAN, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)
FOR THE SIX MONTHS ENDED JUNE 30, 2009 AND 2008
(UNAUDITED)

| | <u>2009</u> | | <u>2008</u> |
|---|-------------|----|-------------|
| SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION | | | |
| Interest paid | \$ 122,033 | \$ | 161,934 |
| Taxes paid | \$ 65,238 | \$ | - |

METISCAN, INC. & SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENT FOOTNOTES
FOR THE THREE MONTHS ENDED JUNE 30, 2009
(UNAUDITED)

NOTE 1 ORGANIZATION AND BASIS OF PRESENTATION

Description of Business

Metiscan, Inc (the Company, us, or we) was incorporated on February 27, 1997 in the state of Florida. During 1999, the Company was a provider of internet and communication technologies. Metiscan, Inc was formerly known as OSCM-One Stop.com, Inc. On September 25th, 2008, pursuant to the consents of the Stockholders and the Board of Directors, a merger occurred between Metiscan, Inc., a State of Delaware corporation, and OSCM – One Stop.com, Inc., a company duly incorporated in the State of Florida. Pursuant to the plan of merger, Metiscan, Inc. was the surviving entity in the transaction.

On August 8, 2008, the Company acquired Metiscan Technologies, Inc. (Technologies) in a stock-for-stock, tax-free exchange transaction. As a result, Technologies became a wholly owned subsidiary of the Company. Per the acquisition agreement, (the “Agreement”), the Company issued a total of 157,000,000 shares of its common stock in exchange for 100% of the issued and outstanding shares of Technologies. The Agreement calls for 32,000,000 shares to be issued upon closing and 125,000,000 to be issued as soon as practicable possible after the Company files an amendment to increase its authorized shares. On August 8, 2008, the 32,000,000 shares were issued. On August 21, 2008, the 125,000,000 shares were issued.

For accounting purposes, this transaction has been accounted for as a reverse merger, since the stockholders of Technologies own a majority of the issued and outstanding shares of common stock of the Company, and the directors and executive officers of Technologies became the directors and executive officers of the Company. This acquisition was accounted for at historical cost in a manner similar to that in pooling of interests method since after the acquisition, the former shareholders of Technologies acquired majority of the outstanding shares of the Company. The financial statements of the legal acquirer are not significant; therefore, no pro forma financial information is submitted. Thus, the historical financial statements are those of Technologies.

On December 31, 2008, the Company completed the acquisition of two diagnostic imaging facilities, Schuylkill Open MRI, Inc. (SOMRI) located in Pottsville, Pennsylvania and Metiscan-CC, Inc. (Corpus), located in Corpus Christi, Texas in a stock-for-stock, tax-free exchange transaction. As a result, Corpus became a wholly owned subsidiary of the Company and SOMRI became a majority owned subsidiary of the Company. Per the same Agreement the Company agreed to issue a total of 9,000,000,000 shares (the “Imaging Shares”) of its common stock in exchange for 100% of the issued and outstanding shares of Corpus and a majority ownership of SOMRI. As per an ancillary letter agreement dated December 31st, 2008, Metiscan agreed to issue the Imaging

Shares on or before March 31st, 2009. The Imaging Shares were issued as 900,000 Series “C” Preferred Stock on May 7, 2009.

For accounting purposes, this transaction has also been accounted for as a reverse merger, since the stockholders of SOMRI and Corpus have been issued Series “C” Preferred Stock that converts into a majority of the issued and outstanding shares of common stock of the Company, and the directors and executive officers of SOMRI and Corpus became the directors and executive officers of the Company. This acquisition was accounted for at historical cost in a manner similar to that in pooling of interests method since after the acquisition, the former shareholders of SOMRI and Corpus acquired majority of the outstanding shares of the Company.

On June 24th, 2009, Metiscan announced that it had determined to reposition itself as a holding company focused on growing its organization by making key acquisitions and developing companies and emerging technologies.

As of June 30, 2009, Metiscan operated the following subsidiaries:

- **FirstView EHR, Inc. (FirstView)** – FirstView is a wholly owned subsidiary, that provides end-to-end IT services for diagnostic imaging facilities including web based electronic healthcare records (EHR), workflow efficiency, PACS administration, long-term archiving, professional IT services and strategic consulting.

Since 2001 and through its predecessor, FirstView has been providing Software-as-a-Service (SaaS) to its imaging center clients utilizing an Application Service Provider (ASP) model. FirstView helps its clients manage, distribute, interpret and archive digital images more efficiently and cost effectively. FirstView’s keystone product is a web-based radiology information system that interfaces Radiology Information System (RIS), Teleradiology and PACS (Picture Archiving and Communication System) for its clients. FirstView also provides information management and IT operations support for diagnostic imaging facilities through complete revenue cycle management, EHRs, medical transcription services and functional training as needed. FirstView supports HL7 and DICOM standards. FirstView was formerly known as Metiscan Managed Services, Inc.

- **Schuylkill Open MRI, Inc. (SOMRI)** – SOMRI is a majority owned subsidiary that is an independent diagnostic testing facility (IDTF) providing Magnetic Resonance Imaging (MRI) services. SOMRI officially opened for business and began its operations in March of 2003 as a freestanding outpatient open MRI facility located in Pottsville, PA. SOMRI currently performs exams on the Siemens Concerto OPEN MRI System with the new Syngo software, giving patients the comfort of an open MRI system combined with high-field MRI speed and quality. In 2008 Schuylkill also added the Siemens Magnetom Vision 1.5T high field closed magnet to its facility. Having both magnets gives SOMRI flexibility in the studies it can conduct. SOMRI uses Services’ Teleradiology and Radiology Information Systems (RIS) guaranteeing professional and timely

transcribed results. Same day, evening and Saturday appointments are also available to accommodate any patient's schedule or needs.

SOMRI participates in most major insurance plans and honors in-network benefits for patients in non-participating plans. SOMRI also accepts Medicare, Medicaid, Worker's Compensation claims, Personal Injury (PIP) and Letters of Protection (LOPs) for participating personal injury attorneys in the area. SOMRI is accredited by the American College of Radiology (ACR).

- **Shoreline Employment Services, Inc. (Shoreline)** – Shoreline is an employment services company that provides management and administrative assistance in the form of part-time, full time, and contract employees, and provides other human resource related services such as employee benefits and retirement plan (401k) options to Metiscan and Metiscan's subsidiaries on an as-needed basis.
- **Taptopia, Inc. (Taptopia)** – Taptopia is a wholly owned subsidiary that provides design and development services for Smartphone platforms. Taptopia is focused on designing and developing innovative consumer and enterprise Smartphone software solutions for today's most popular Smartphone platforms.

Basis of Presentation

These interim condensed financial statements for the three months ended June 30, 2009 and 2008 have been prepared by the Company's management, without audit, in accordance with accounting principles generally accepted in the United States of America and pursuant to the rules and regulations of the United States Securities and Exchange Commission ("SEC"). In the opinion of management, these interim condensed consolidated financial statements contain all adjustments (consisting of only normal recurring adjustments, unless otherwise noted) necessary to present fairly the Company's financial position, results of operations and cash flows for the fiscal periods presented. Certain information and note disclosures normally included in annual financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted in these interim financial statements pursuant to the SEC's rules and regulations, although the Company's management believes that the disclosures are adequate to make the information presented not misleading. The financial position, results of operations and cash flows for the interim periods disclosed herein are not necessarily indicative of future financial results. These interim condensed consolidated financial statements should be read in conjunction with the quarterly financial statements and the notes thereto included in the Company's most recent Annual Report for the fiscal year ended December 31, 2008.

Further, in connection with preparation of the consolidated condensed financial statements and in accordance with the recently issued Statement of Financial Accounting Standards No. 165 "Subsequent Events" (SFAS 165), the Company

evaluated subsequent events after the balance sheet date of June 30, 2009 through the issuance date of August 14, 2009.

Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company has incurred significant operating losses during the three months ended June 30, 2009 and has a working capital deficit of \$3,238,137. These factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might result from this uncertainty.

During the remainder of fiscal 2009, Management plans to take the following steps in order to grow Metiscan;

- Continue to reduce operating expenses by eliminating inefficiencies in our operations;
- Renegotiate and refinance liabilities with equipment debtors in order to improve working capital with the intent of reinvesting the free cash-flow in marketing our products and services;
- Further upgrade FirstView IT infrastructure and licensed RIS/PACs software, and improve service at our freestanding diagnostic imaging centers;
- Raise additional working capital through the sale of the Company's common stock and convertible debt; and
- Develop and acquire new technologies that add value to the overall entity.

Revenue Recognition

The Company uses the accrual method of accounting. Sales are recognized when service is provided.

Depreciation and Amortization

The Company depreciates its property and equipment using the straight-line method with estimated useful lives from five to thirty-nine years. For federal income tax purposes, depreciation is computed using an accelerated method.

Income Taxes

The Company accounts for income taxes under SFAS 109, "Accounting for Income Taxes." Under the asset and liability method of SFAS 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under SFAS 109, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

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 and timing of revenues and expenses, the reported amounts and classification of assets and liabilities, and the disclosure of contingent assets and liabilities. These estimates and assumptions are based on the Company's historical results as well as management's future expectations. The Company's actual results could vary materially from management's estimates and assumptions.

Disclosure About Fair Value of Financial Instruments

The Company estimates that the fair value of all financial instruments at June 30, 2009 as defined in FASB 107 does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying balance sheet. The estimated fair value amounts have been determined by the Company using available market information and appropriate valuation methodologies. Considerable judgment is required in interpreting market data to develop the estimates of fair value, and accordingly, the estimates are not necessarily indicative of the amounts that the Company could realize in a current market exchange.

Basic and Diluted Income (Loss) per Share

In accordance with SFAS No. 128, "Earnings Per Share," basic income (loss) per common share is computed by dividing net income (loss) available to common stockholders by the weighted average number of common shares outstanding. Diluted income (loss) per common share is computed similar to basic income per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. As of June 30, 2009 and 2008, the Company had no potentially dilutive shares.

Recent Accounting Pronouncements

There are no current accounting pronouncements that affect the Company.

NOTE 2 COMMON STOCK AND PREFERRED STOCK

On January 1, 2009, the Company authorized the issuance of 4,050,000 shares of the Company's common stock, as a bonus to select employees. The shares had a fair market value of \$8,100.

On February 1, 2009, our subsidiary FirstView added Mary Glover to its Board of Directors and promised to issue 1,000,000 shares of the Company's common stock as compensation for a 1-year appointment. The shares had a fair market value of \$2,000 and were issued on July 15, 2009

On February 4, 2009 the Company authorized the creation of 48 shares of "Series A Preferred Stock" and 72 shares of "Series B Preferred Stock". The Series A Preferred Stock and the Series B Preferred Stock each has a par value of \$0.0001. The Series A Preferred Stock and the Series B Preferred Stock were authorized to be issued pursuant to the Acquisition Agreement between Metiscan, Inc. and Metiscan Holdings, Inc.

On March 3, 2009 the Company received a Put notice from an unrelated party pursuant to its stock purchase agreement dated August 20, 2008. The Put of \$47,700 was satisfied with an initial payment of \$2,700 and a Promissory Note, dated March 16, 2009, for the balance of \$45,000 having an annual interest rate of 12% and paid in 11 equal monthly payments of \$4,340.

On March 3, 2009 the Company received a Put notice from an unrelated party pursuant to its stock purchase agreement dated August 20, 2008. The Put of \$53,000 was satisfied with an initial payment of \$3,000 and a Promissory Note, dated March 16, 2009, for the balance of \$50,000 having an annual interest rate of 12% and paid in 11 equal monthly payments of \$4,822.

On March 27, 2009 the Company authorized the issuance of 3,500,000 shares of the Company's common stock, as a bonus to some of its Shoreline employees. The shares had a fair market value of \$7,000.

On April 3, 2009, the Company issued 12,250,000 shares of its common stock in payment of \$25,000 of principal due to an unrelated individual. The shares were issued pursuant to a legal proceeding commenced against our subsidiary for default of payment. Management believes that the shares had a fair market value of approximately \$40,000 at the time the parties verbally agreed to the settlement amount and the difference between the value of the stock and the amount of the claim was attributed to the consideration being non-cash.

On May 7, 2009 the Company authorized the creation of 900,000 shares of "Series C Preferred Stock". The Series C Preferred Stock has a par value of \$0.0001. The Holders of the Series C Preferred Stock shall have the right to convert each share of the Series C Preferred Stock into 10,000 shares of the Corporation's common stock at any time in its sole and absolute discretion.

On May 27, 2009, the Company completed a sale of 5,800,000 shares of its common stock in consideration of \$25,000 of principal through a Regulation 504 offering to a third-party investment group.

On June 5, 2009, the Company issued 900,000 shares of its Series C Preferred Stock in accordance with the December 31, 2008 purchase of the imaging centers. See Note 1.

On June 23, 2009, the Board of Directors approved the execution of term sheets as received by a third-party investment group for financing for Metiscan, Inc. Pursuant to the term sheet, the Company issued 5,000,000 shares of its common stock as a break-up fee to the third-party investment group, which have been deposited with an Escrow Agent.

On June 29, 2009, the Steve Krim, FirstView's President was granted a stock bonus of 2,000,000 shares of the Company's common stock. The shares had a fair market value of \$4,000.

NOTE 3 GAIN ON SETTLEMENT OF DEBT

During the six months ended June 30, 2009, the Company negotiated a settlement with a note holder, also a shareholder, whereby the shareholder forgave a total of \$263,146 of debt.

During the six months ended June 30, 2009, the Company negotiated a restructuring of a note payable with Siemens Corporation whereby Siemens forgave a total of \$35,449 of debt.

During the six months ended June 30, 2009, the Company negotiated the settlement of various trade payables which resulted in the forgiveness of \$35,892 of debt.

NOTE 4 LEGAL PROCEEDINGS

Former Employee

On April 26, 2007, Corpus, Mr. Garth James, Corpus's former President and current shareholder, and former employee, Mr. Jeff Brooks, reached a tentative agreement whereby Mr. Brooks was awarded approximately \$150,000 for various compensation and reimbursement. During June 2007, Corpus and Mr. James rejected the tentative agreement. As such, Mr. Brooks is seeking to validate and enforce the agreement, additional damages of an undetermined amount, attorney's fees and court costs, and

pre-judgment and post-judgment interest. Corpus believes the claim is without merit and is seeking to have the case closed. Corpus has not recorded any loss or gain associated with this claim.

Note Payable

On August 21, 2008, Laurel Center Management Employee Profit Sharing Trust,, (“Laurel”), the holder of a promissory note from Corpus filed suit in the District Court of Dallas County, Texas against the Corpus and Mr. Garth James, the Corpus's former President and shareholder, for Breach of Contract. The suit claims that Corpus failed to make the required quarterly payment on July 1, 2008 within the 15 day grace period and caused the promissory note to become default. As such, Laurel sent Corpus notice of its intent to accelerate the promissory note, as called for in the default provisions, on August 6, 2008. Corpus failed to pay the amount owing and Laurel is seeking actual damages to be determined at trial, reasonable and necessary attorney’s fees and court costs and pre-judgment and post-judgment interest at the highest lawful rates. As of June 30, 2009, there remains a summary judgment for the full amount of \$932,681 against Corpus and Mr. Garth James.

NOTE 5 SUBSEQUENT EVENTS

On July 1, 2009, Corpus executed a Debt Settlement Agreement with one of its creditors pursuant to which the Company agreed to issue the creditor 9,363,450 shares of the Company’s common stock as full and complete payment of the \$456,000 owed to the creditor.

On July 1, 2009, Corpus executed a Debt Settlement Agreement with one of its creditors pursuant to which the Company agreed to issue the creditor 636,550 shares of the Company’s common stock as full and complete payment of the \$31,000 owed to the creditor.

On July 6, 2009, YPI 6688 NCX, LLC, (“Younan”), Corpus’ former landlord, filed suit in the District Court of Dallas County, Texas against Corpus for Breach of its Lease Contract. Corpus entered into a six (6) year Lease Agreement with Younan on October 22, 2003. The suit states that Corpus had vacated the premises prior to the end of the lease term and failed to make payments due under the lease constituting a default and breach of the lease. Younan is seeking to recover its actual monetary damages in addition to pre-judgment and post-judgment interest under the lease and all necessary attorney’s fees and court costs.

On July 15, 2009, the Board of Directors, upon the consent of the shareholders owning a majority of the shares then issued and outstanding, approved a resolution to amend the Articles of Incorporation of the Company to increase the number of authorized shares to five billion (5,000,000,000) shares of common stock, par value \$.0001 per share, and ten million (10,000,000) shares of preferred stock, par value \$.0001 per share.

On July 15, 2009, the Holder of nine hundred thousand (900,000) shares of "Series C Preferred Stock" notified the Company that it wished to convert 150,000 shares, with each share of the Series C Preferred Stock being equal to 10,000 shares of the Company's common stock, into one billion five hundred million (1,500,000,000) shares of the Company's common stock.

On July 21, 2009, the Company amended its Certificate of Incorporation to increase the number of authorized shares to five billion ten million (5,010,000,000) shares, of which five billion (5,000,000,000) shares are common stock, par value of \$.0001 per share, and ten million (10,000,000) shares are preferred stock, par value \$.0001 per share.

On July 22, 2009 and pursuant to the notice as received by the Company from the Holder of nine hundred thousand (900,000) shares of "Series C Preferred Stock", the Company issued to the Holder one billion five hundred million (1,500,000,000) shares of the Company's common stock.

On July 24, 2009, the Board of Directors approved the issuance of 5,000,000 shares of the Company's common stock in connection with the acquisition of source code and intellectual properties for three business Apple iPhone applications by its wholly owned subsidiary, Taptopia, Inc.

On July 28, 2009, the Company issued 50,000,000 shares of its common stock in payment of \$84,241 of principal and accrued interest due to an unrelated individual. The shares were issued pursuant to a legal proceeding commenced against our subsidiary for default of payment. Management believes that the shares had a fair market value of approximately \$170,000 at the time the parties verbally agreed to the settlement amount and the difference between the value of the stock and the amount of the claim was attributed to the consideration being non-cash.

On August 10, 2009, the Company sold 163,201,415 shares of its common stock in consideration of \$783,597 pursuant to a Regulation 504 offering to a single third-party private investor which is regulated by an Account Management Agreement.