

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

**FORM 10-Q**

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

**For the Quarterly Period ended March 31, 2015**

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

*Commission File number 0-24115*

**WORLDS INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

**22-1848316**

(State or Other Jurisdiction of Incorporation or Organization)

(I.R.S. Employer Identification No.)

11 Royal Road  
Brookline, MA 02445

(Address of Principal Executive Offices)

(617) 725-8900

(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 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. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Securities Exchange Act of 1934.

Large accelerated filer  Accelerated filer

Non-accelerated filer  Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes  No

As of May 20, 2015, 112,460,637 shares of the Issuer's Common Stock were outstanding.

(1)

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Worlds Inc.

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## PART I – FINANCIAL INFORMATION

### Item 1. Financial Statements

Worlds Inc.  
Balance Sheets  
March 31, 2015 and December 31, 2014

	Unaudited March 31, 2015	Audited December 31, 2014
<b>ASSETS:</b>		
<b>Current Assets</b>		
Cash and cash equivalents	\$ 11,208	\$ 27,661
<b>Total Current Assets</b>	<u>11,208</u>	<u>27,661</u>
<b>Total assets</b>	<u>\$ 11,208</u>	<u>\$ 27,661</u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT:</b>		
<b>Current Liabilities</b>		
Accounts payable	\$ 797,908	\$ 797,908
Accrued expenses	2,290,953	2,287,977
Due to related party	66,120	9,416
Derivative liability	—	426,591
Notes payable	773,279	773,279
Notes Payables	325,000	325,000
Convertible notes payable (net of \$13,822 discount at December 31, 2014)	—	11,803
<b>Total Current Liabilities</b>	4,253,260	4,631,974
<b>Stockholders' (Deficit)</b>		
Common stock (Par value \$0.001 authorized 150,000,000 shares, issued and outstanding 112,460,637 and 96,851,941 at March 31, 2015 and December 31, 2014, respectively)	112,461	96,852
Additional paid in capital	34,382,792	31,409,427
Common stock-warrants	97,869	97,869
Accumulated deficit	(38,835,174)	(36,208,461)
<b>Total stockholders deficit</b>	<u>(4,242,051)</u>	<u>(4,604,312)</u>
<b>Total Liabilities and stockholders' deficit</b>	<u>\$ 11,208</u>	<u>\$ 27,661</u>

The accompanying notes are an integral part of these financial statements



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