

## **OTC Pink Basic Disclosure Guidelines – Amended Filing**

### **1) Name of the issuer and its predecessors (if any)**

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

Fresh Harvest Products, Inc., was incorporated in New York in 2003 and merged with Serino 1, Corp a New Jersey corporation on December 16, 2005. In 2006, Serino 1, Corp. changed its name to Fresh Harvest Products, Inc.

There have been no changes in corporate name during the previous five years.

### **2) Address of the issuer's principal executive offices**

Company Headquarters  
Address 1:280 Madison Avenue, Suite 1005  
Address 2: New York, NY 10016  
Phone: 917-652-8030  
Email: [investorrelations@wings-of-nature.com](mailto:investorrelations@wings-of-nature.com)  
Website(s): <http://www.freshharvestproducts.com>

IR Contact  
Address 1:280 Madison Avenue, Suite 1005  
Address 2: New York, NY 10016  
Phone: 917-652-8030  
Email: [investorrelations@wings-of-nature.com](mailto:investorrelations@wings-of-nature.com)  
Website(s): <http://www.freshharvestproducts.com>

### **3) Security Information**

Trading Symbol:FRHV  
Exact title and class of securities outstanding:  
Common, CUSIP: 35804E103  
Par or Stated Value: .0001  
Total shares authorized: 2,000,000,000as of:July 31, 2014  
Total shares outstanding: 1,635,610,445as of: July 31, 2014

Preferred CUSIP: Does not have CUSIP services  
Par or Stated Value: .0001  
Total shares authorized: 5,000,000,000 as of: July 31, 2014  
Total shares outstanding: 5,000,000,000 as of: July 31, 2014

Transfer Agent

Name: ClearTrust, LLC

Address 1: 16540 Pointe Village Dr.

Address 2: Suite 201

Address 3: Lutz, FL 33558

Phone: 813-235-4490

Is the Transfer Agent registered under the Exchange Act?\* Yes

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

N/A

#### 4) Issuance History

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (*e.g.*, Securities Act Rule 504, intrastate, etc.);

On March 4, 2011, the Parent Company issued 100,000 shares of Series A Preferred Stock to each of Michael Friedman, Jay Odintz and Dominick Cingari as a fee for their service on the Parent Company's Board of Directors. Such shares of Series A Preferred Stock have been converted into an aggregate of 30,000,000 shares of the Parent Company's common stock.

On March 8, 2011, the Parent Company and Jumpstart Marketing, Inc. ("Jumpstart") entered into a letter agreement pursuant to which the Parent Company and Jumpstart agreed that all amounts owed by the Parent Company to Jumpstart under the Marketing Agreement dated November 20, 2009 (the "Marketing Agreement") between the Parent Company and Jumpstart (pursuant to which Jumpstart provided certain marketing services to the Parent Company) would be converted into 99,000 shares of Series A Preferred Stock and that the Parent Company would not have any further obligations to Jumpstart under the Marketing Agreement or otherwise. Such shares of Series A Preferred Stock have been converted into 9,900,000 shares of the Parent Company's common stock.

On March 8, 2011, the Parent Company and 5W Public Relations, LLC (“5W”) entered into a letter agreement pursuant to which the Parent Company and 5W agreed that that all amounts owed by the Parent Company to 5W under the letter agreement dated May 25, 2010 (the “5W Agreement”) between the Parent Company and 5W (pursuant to which 5W provided certain public relations services to the Parent Company) would be converted into 90,000 shares of Series A Preferred Stock and that the Parent Company would not have any further obligations to 5W under the 5W Agreement or otherwise. Such shares of Series A Preferred Stock have been converted into 9,000,000 shares of the Parent Company’s common stock.

Between March 3, 2011 and March 8, 2011, the Parent Company entered into letter agreements with certain creditors of the Parent Company pursuant to which such creditors agreed to convert an aggregate debt of approximately \$686,914 into an aggregate of approximately 1,232,759 shares of Series A Preferred Stock. Such shares of Series A Preferred Stock have been converted into 123,275,900 shares of the Parent Company’s common stock.

On May 4, 2011, the Parent Company issued 60,000 shares of Series A Preferred Stock for consulting services rendered on behalf of the Company. Such shares of Series A Preferred Stock have been converted into 6,000,000 shares of the Parent Company’s common stock.

#### Issuance in Settlement of Claims:

In addition to the issuances described above, during the quarter year ended July 31, 2012, the Parent Company entered into agreements with certain creditors and consultants of the Parent Company and converted an aggregate of \$290,500 owed by the Company to such persons into an aggregate of 72,804,770 shares of the Company’s common stock.

B. Any jurisdictions where the offering was registered or qualified;

N/A

C. The number of shares offered;

N/A – shares were issued, but not offered publicly. *See A, supra.*

D. The number of shares sold;

During the quarter ending July 31, 2014, no shares were sold by the Company, but issuances for services were made during the prior two years ending July 31, 2014.

E. The price at which the shares were offered, and the amount actually paid to the issuer:

Par value

F. The trading status of the shares.

Any and all stock was 144 stock, restricted for one year.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Yes. There was a restrictive legend on all stock issued.

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; provided, however, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

## 5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Statement of shareholder equity &
- E. Financial notes.

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report" "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

The required financial documents are filed with the OTC Markets and incorporated herein for the Quarter ending July 31, 2014. Prior periods, for a period in excess of two years, were filed with the Securities and Exchange Commission and are available on the company's OTC Markets' site as well as available on the Securities and Exchange Commission website.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Issuer was previously a supplier of natural/organic food but has transitioned during the period, becoming a software marketing, consulting and development company that provides custom solutions for client customer management and marketing needs.

B. Date and State (or Jurisdiction) of Incorporation:

2003, New Jersey

C. the issuer's primary and secondary SIC Codes:

SIC Code 7370. No secondary code has been designated.

D. the issuer's fiscal year end date; October 31

E. principal products or services, and their markets;

Software marketing, consulting and development providing custom solutions for client customer management and marketing needs.

## **7) Describe the Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company's headquarters are located in New York City, New York at 280 Madison Ave. It is commercial office space which is renewable on an annual basis. The Company's significant assets are its intellectual property.

## **8) Officers, Directors, and Control Persons**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Michael J. Friedman - CEO. President. Chairman of the Board.

Michael J. Friedman is an officer and a beneficial owner of approximately 27.94%, or 456,928,040 shares of the common stock of the Company. Michael J. Friedman also owns 100%, or 5,000,000 of the company's preferred A shares.

Jay Odnitz is a director and a beneficial owner of approximately 10.04%, or 164,433,333 shares of the common stock of the Company.

B. Legal Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

Michael J. Friedman has not been convicted in a criminal proceeding or named as a defendant in a pending criminal proceeding during the aforementioned period.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

No for Michael J. Friedman.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

Refer to response at 2, above.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

Refer to response at 2, above.

C. Beneficial Shareholders: Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities, if any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Michael J. Friedman of 280 Madison Ave., New York, NY 10016.

Jay Odnitz of 280 Madison Ave, Suite 1005, New York, NY 10016

## 9) **Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: N/A

Firm:

Address 1:

Address 2:

Phone:

Email:

Accountant/Auditor

Name: N/A

Firm:

Address 1:

Address 2:

Phone:

Email:

Investor Relations

Name: N/A

Firm:

Address 1:

Address 2:

Phone:

Email:

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: N/A

Firm: Address

Address Phone: Email:

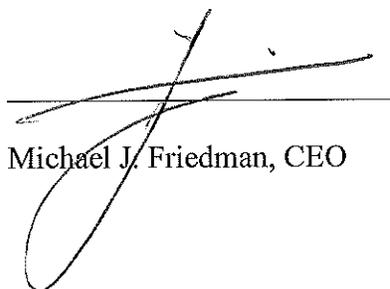
**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities). The certifications shall follow the format below:

I, Michael J. Friedman certify that:

1. I have reviewed this quarterly statement of Fresh Harvest Products, Inc.;
2. Based on 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 of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement ; and
3. Based on 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.

November 11, 2014



Michael J. Friedman, CEO