# 2014

**FIRST QUARTER REPORT ENDED SEPTEMBER 30, 2014**

**FINANCIAL STATEMENTS AND FOOTNOTES FOR THE QUARTER ENDED SEPTEMBER 30, 2014 AS PRESCRIBED BY THE OTC MARKETS THIS REPORT ALSO INCLUDES THE INFO AND DISCLOSURE DOCUMENT.**

**TOTALLY HEMP CRAZY INC**

**A NEVADA CORPORATION ON THE**




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# INITIAL PRODUCT LINE




# INITIAL WINE PRODUCT LINE

**TOTALLY HEMP CRAZY INC. 08/2014 TO present**
**Republic of Texas Brands Incorporated 11/2011 to 08/2014**
**Legends Food Corporation 05/2011 to 11/2011**
**Precious Metals Exchange 01/2009 to 05/2011**
**Stealth Industries 10/2000 to 01/2009**

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.

NONE

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

Company Headquarters
Address 1: 9101 LBJ FREEWAY Suite 650 Dallas, Texas 75243
Phone: 214-394-3865
Email: jerry@totallyhempcrazy.com
Website(s): www.cannabis-holdings.com

IR Contact
Address 1: NONE
Address 2: _____
Address 3: _____
Phone: _____
Email: _____
Website(s): _____

**3) Security Information**

Trading Symbol: RTXBQ
Exact title and class of securities outstanding: COMMON
CUSIP: 008495202
Par or Stated Value: .001
Total shares authorized: 400,000,000 as of: Sept 30, 2014
Total shares outstanding: 266,350,440 as of: Sept 30, 2014

Additional class of securities (if necessary): N/A
Trading Symbol: none
Exact title and class of securities outstanding: **Preferred A**
CUSIP:
Par or Stated Value: .001
Total shares authorized: 10,000,000 as of: September 30, 2014
Total shares outstanding: 10,000,000 as of: September 30, 2014

Transfer Agent
Name: Signature Stock Transfer
Address 1:
Address 2: 2632 Coachlight Plano, Texas 75093
Phone: 972-612-4120

Is the Transfer Agent registered under the Exchange Act?* YES: XX☐ No: ☐

*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.

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

Emerged from Chapter 11 bankruptcy on July 2, 2014.

**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 equity securities, including debt convertible into equity 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.);

| | |
|---|---|
| TOTAL SHARES OUTSTANDING 06/30/2014 | 202,434,700 |
| Jerry Grisaffi exchanged for debt restricted | 1,404,790 |
| David Seeberger exchange for debt to company per BK restricted. | 1,145,786 |
| Mark Ussery exchange for debt to company per BK restricted | 336,620 |
| Walter Stock exchange for 100% of Chill Texas restricted | 5,000,000 |
| Donna Rayburn conversion of note | 12,000,000 |
| Michael Witkowski for services rendered restricted | 1,000,000 |
| Joel Pedraza for services rendered restricted | 100,000 |
| Ronald Affee Jr. for services rendered restricted | 500,000 |
| Roy J Meadows conversion of note | 12,000,000 |
| Globex Transfer for direct investment restricted | 1,333,334 |
| Partial note Conversion Dennis Dooley restricted | 5,000,000 |
| Chris Dawkins for services rendered restricted | 200,000 |
| Valentine Bazaco for services and rendered restricted | 2,000,000 |
| Cheryl Koontz for services rendered restricted | 100,000 |
| David Seeberger for services rendered restricted | 2,000,000 |
| Tom Shuman per employment contract restricted | 21,000,000 |
| TOTAL SHARES OUTSTANDING 09/30/2014 | 266,350,440 |

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

NONE

C. The number of shares offered;

NONE

D. The number of shares sold;

NONE

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

NONE

G. The trading status of the shares; and

NONE

H. 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.

N/A

**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.

**SEE POSTING OF FINANCIALS**

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

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 otciq.com in the field below.

**Posted in 1st quarter and Annual Report 09/30/2014**

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. The company emerged from Chapter 11 bankruptcy on July 2, 2014. This enable the company to restricted some debt and take back 500 million shares that was in dispute and to exchange insider compensation and debt for exchange of stock.

9101 LBJ FREEWAY Suite 650 Dallas, Texas 75087. Approximately 3000 square foot office of which we have an office.

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

10/2000 Nevada

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

8742 and 7380

D. the issuer's fiscal year end date;

JUNE 30

E. Principal products or services, and their markets;

HEMP BASED BEVERAGES including an energy drink, Iced tea, Lemonade and 5 flavored wine.

**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.

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

The facility we are using at the time is of our auditor and they are located at 9101 LBJ Freeway Suite 650, Dallas, Texas 75243. It is the intention of the company when we become fully funded to move somewhere in the Downtown Dallas area with some warehouse spaced attached.

**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.

Jerry Grisaffi – President
Mark Ussery- Vice-President assistant secretary
David Seeberger- Vice-President general counsel.
Jerry Grisaffi- 51%
Tom Shuman 8%

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);

   No

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

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

   No

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.

   No

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.
Jerry Grisaffi
9101 LBJ Freeway Suite 650
Dallas, Texas 75243

**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: David M Seeberger
Firm: David M Seeberger Attorney at Law
Address 1:
Address 2: _____
Phone: 281-256-5417
Email: dseeberger@sbcglobal.net

Accountant or Auditor
Name:
Firm: STOCK AND COMPANY
Address: 9101 LBJ FREEWAY STE 650
Phone: 214-696-9269
Email: j.stock@stockandcompany.com

Investor Relations Consultant
Name: TOM HENSEY
Firm: RHINO WORLDWIDE MARKETING
Address:: 550 POST OAK BLVD SUTIE 450

City: HOUSTON, TEXAS 77027
Phone: 713-681-6711
Email: thensey@rhinomarketing.cc
y
Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: James Stock
Firm: Stock and Company
Address 1: 9101 LBJ Freeway Suite 650
Address 2: _____
Phone: 214-356-7136
Email: j.stock@stockandcompany.com

**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, Jerry Grisaffi, certify that:

1. I have reviewed this annual information and disclosure statement of Republic of Texas Brands, 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.

11/10/2014

/s/ [Jerry Grisaffi]

Secretary/Treasurer

**Totally Hemp Crazy, Inc.**
(Formerly known as Republic Of Texas Brands, Inc.)
Balance Sheet
As of September 30, 2014

| | | |
|---|---|---|
| ASSETS | | |
| Current Assets | | |
| Cash | $ 8,449.88 | |
| Inventory | 10,000.00 | |
| Total Current Assets | | $ 18,449.88 |
| Fixed Assets | | |
| Personal Computers | 1,560.00 | |
| Total Fixed Assets | | 1560.00 |
| Other Assets | | |
| Brand Devolopment | 104,960.00 | |
| Trademark THCZ | 2,814.95 | |
| Investment in Chill Texas | 5,000.00 | |
| Total Other Assets | | 112,774.95 |
| **TOTAL ASSETS** | | $ 132,784.83 |
| LIABILITIES & CAPITAL | | |
| CURRENT LIABILITIES | | |
| Account Payable | 31,716.13 | |
| Convertible Notes Payable Plus | 250,000.00 | |
| Loans from Shareholders | 25,500.00 | |
| TOTAL CURRENT LIABILITIES | | $ 307,216.13 |
| **TOTAL LIABILITIES** | | $ 307,216.13 |
| Shareholders Equity | | |
| Equity | | |
| Common Stock | | |
| (.001 par. 400,000,000 authorized) | | |
| 266,350,440 Outstanding | 266,350.44 | |
| Capital Stock | | |
| Additional Paid in Capital | 1,381,583.05 | |
| Retained Earnings | -1,694,010.42 | |
| Net Income | -128,354.37 | |
| **Total Shareholders Equity** | | -174,431.30 |
| **Total Liabilities and Equity** | | $ 132,784.83 |

Totally Hemp Crazy, Inc.
(Formerly known as Republic Of Texas Brands, Inc.)
Income Statement
1st Quarter Three Months Ending September 30, 2014

| | | Quarter 4 | | Quarter 1 | |
|---|---|---|---|---|---|
| **Revenue** | $ | 977.17 | | | 229.79 |
| COGS | | 358.83 | | | |
| **Gross Profit** | | | 618.34 | | 229.79 |
| | | | | | |
| **Expenses** | | | | | |
| Advertising | | - | | 26,333.00 | |
| Bank Fees | | 38.95 | | 116.00 | |
| Administrative | | 300.00 | | 25,859.57 | |
| Public Company Expense | | - | | - | |
| Reorganization Expense | | | | 70,787.00 | |
| Travel | | - | | 6,123.19 | |
| | | | | | |
| Total Expenses | | | 338.95 | | 129,218.76 |
| | | | | | |
| **Net Income** | | | 279.39 | | -128,988.97 |
| | | | | | |
| Basic & Fully Diluted Loss Per Share | | 0.00 | | 0.00 | |
| Continuing Operations | | - | | - | |
| Discontinued Operation | | - | | - | |
| Net Loss | | - | | - | |
| | | | | | |
| Weighted Average Shares Outstanding | | 192,927,450 | | 222,878,627 | |

# Republic of Texas Brands Incorporated
## Statement of Cash Flows
### July through September 2014

| | Jul - Sep 14 |
|---|---|
| Loans from Shareholders | -36,265.81 |
| | -421,050.55 |
| **OPERATING ACTIVITIES** | |
| Net Income | -128,988.97 |
| Adjustments to reconcile Net Income to net cash provided by operations: | |
| Inventory | -10,000.00 |
| Accounts Payable | -17,861.47 |
| Convertible Notes Payable Plus | 50,229.70 |
| Deferred Consulting Fees | -278,164.00 |
| **INVESTING ACTIVITIES** | |
| Investment In Chill Texas | -5,000.00 |
| Trade Mark THCZ | -2,814.95 |
| Net cash provided by Investing Activities | -7,814.95 |
| **FINANCING ACTIVITIES** | |
| Common Stock | 63,916.74 |
| Additional Paid In Capital | 36,250.05 |
| Retained Earnings | 336,794.79 |
| Net cash provided by Operating Activities | |
| Net cash provided by Financing Activities | 436,961.58 |
| Net cash increase for period | 8,096.08 |
| Cash at beginning of period | 353.80 |
| Cash at end of period | **8,449.88** |

**TOTALLY HEMP CRAZY INC.**
**NOTES TO FINANCIAL STATEMENTS**
**(UNAUDITED)**
**September 30, 2014**

1. **GENERAL**

Totally Hemp Crazy, Inc. hereinafter ("THCZ" or the "Company") is a public company listed on the OTC Markets with the symbol THCZ. The Company was formerly Republic of Texas Brands Inc., and changed its name to Totally Hemp Crazy Inc., in July 2014 and is a Nevada corporation.

The company emerged from Chapter 11 bankruptcy on July 2, 2014 as a debtor in possession. Since the bankruptcy the company has acquired Chill Texas the Texas distributor of Chillo energy drink products. The acquisition price of Chill Texas was five million shares of common stock of Republic of Texas Brands, Inc. The company acquired 100% of all Chill Texas stock and Inventory.

On July 2, 2014 The Company entered into an employment contract with Tom Shuman to develop a brand of Hemp Energy Beverages and lead the company into a new direction. Mr. Shuman was given a five year contract with a 21 million common restrictive share sign on bonus. To date Mr. Shuman has developed an entire line of drinks and packaging and marketing plan.

On August 2, 2014 we entered into an agreement with Rhino Worldwide Marketing with Offices in Houston, London and Mumbai, India. Rhino was the marketing company that launched Red Bull in the United States and represented them for 15 years. We feel very fortunate to have a world class marketing company represent Totally Hemp Crazy as it prepares to launch its product.

2. **BASIS OF PRESENTATION**

The accompanying unaudited financial statements have been presented on the basis of its ability to become a going concern. While the company expects to successfully execute its plan, its ability to satisfy its obligations when die is dependent upon arranging adequate debt and/or equity financing until sufficient profitability and cash flow from operations can be achieved.

3. **LOANS FROM SHAREHOLDER AND DIRECTORS AND OTHERS AND BANKRUPTCY ADJUSTMENTS**

The following adjustments have been made since the closure of the Bankruptcy on July 2, 2014.
All loans and previous accrued salary to Jerry Grisaffi exchanged for 1,404,790 shares of restricted stock.
All loans from Matt Nicoletti a total of $10,000 plus accrued interest. Charged off.
500 million shares of common stock returned and cancelled from Michael Welch.
145,000 shares of restricted stock issued to David Seeberger in exchange of $14,500 debt due.
133,620 shares of restricted stock issued to Mark Ussery in exchange for 13,362.00 debt due
5,000,000 shares of restricted stock issued to Walter Stock for purchase of 100% of Chill Texas

Conversion of partial note to Donna Rayburn new stock issued 12,000,000 shares
Issued new stock of 1,000,000 restricted shares to Michael Witkowski for services rendered.
Issued new stock to Joel Pedraza for website work done 100,000 restricted shares
Issued new stock to Ronald Affee Jr. for website work done 500,000 restricted shares
Conversion of partial note to Roy Meadows new stock issued 12,000,000 shares
New stock issued for $10,000 to Globex Transfer 1,333,334 restricted shares

New shares issued to Chris Dawkins for services rendered 200,000 restrictive shares.
Convert partial Note Dennis Dooley 5,000,000 shares
New stock issued to Valentine Bazaco for services and rendered 2,000,000 restricted shares
New stock issued to Cheryl Koontz for services rendered 100,000 restricted shares
New stock issued to David Seeberger for services rendered 2,000,000 restricted shares.

4. Notes and convertible notes
The following notes have been amended and terms restructured.

| | | | |
|---|---|---|---|
| John Miller | $10,000 | 60 months | 166.00 per month |
| K. Suzanne Rickets | $20,000 | 60 months | 332.00 per month |
| Nelson and Denise Merkel | $20,000 | 60 months | 332.00 per month |
| ONS Partners | $20,000 | 60 months | 332.00 per month |
| Mitch Pisik | $20,000 | 60 months | 332.00 per month |
| Steve Perkins | $20,000 | 60 months | 332.00 per month |

Roy Meadows has amended and restated his 250,000 line of credit note and advanced another $50,000 ON July 7, 2014 another $7500 on September 2, 2014 and another $30,000 on September 24, 2014 for a total of $87,500 towards the line of credit. Total Outstanding on credit line $120,000 plus interest.
Kenneth Dougherty Note of $25,000 has been amended and restricted as he has agreed to forgo any monthly installments for 24 months. Converted $5000.00 balance $20,000

The following are a list of creditors that will be adjusted on the books of the corporation.

| | | |
|---|---|---|
| State of Nevada | 3200.00 | paid |
| Sam Martinez | 2224.54 | paid |
| Millers Smokehouse | 521.56 | |
| Leverage PR | 2,750.00 | |
| Cypress Communications | 1729.67 | paid |
| Butson Enterprises | 942.57 | |
| Global Road Runner | 2,150.00 | |
| Signature stock transfer | 2,750.00 | |
| Gordon and Rees | 22,602.00 | |

5. LEGAL PROCEDINGS
On July 2, 2014 the company emerged from Chapter 11 bankruptcy and there are no Other Legal proceedings against the company.

**OTHER INFORMATION:**
**The Directors of the Company**
**Jerry Grisaffi-Chairman**
**Mark Ussery-director**

**The officers of the Company**

**Tom Shuman-President**
**Jerry Grisaffi-Secretary Treasurer**
**David Seeberger-Vice President Legal affairs**
**Mark Ussery-Vice President- Business Development**

**EXHIBITS: Financials adjusted since Bankruptcy.**