INITIAL DISCLOUSRE STATEMENT OF:

CODE GREEN APPAREL CORP

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

Code Green Apparel Corp (the "*Company*")

2) Address of the issuer's principal executive offices

Company Headquarters

4739 S. Durfee Avenue
Pico Rivera, CA 90660
Phone: 214 497 9433

Email: george@codegreenapparel.com

Website: www.CodeGreenApparel.com

IR Contact
None

3) Security Information

Trading Symbol: JABA

Exact title and class of securities outstanding:

Common Stock
CUSIP: 19189Y 10 8
Par or Stated Value: 0.001

Total shares authorized:	1,000,000,00	as of: August 15, 2015
Total shares outstanding	327,682,980	as of: August 15, 2015

Preferred Stock
Par or Stated Value: 0.001

Preferred shares Authorized:	10,000,000	
Preferred shares outstanding	1,000	as of: August 15, 2015

Transfer Agent

American Registrar & Transfer Co
342 East 900 South
Salt Lake City, UT 84111
Phone (801) 363-9065

Is the Transfer Agent registered under the Exchange Act?* ☒ Yes: 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:

On May 15, 2015, the Company amended its articles of incorporation with the Secretary of State of Nevada to change the name of the corporation from J.D. Hutt Corp to Code Green Apparel Corp. Additionally, the Company increased the amount of the Common Stock authorized for issuance to 1,000,000,000, par value $0.001 per share, and authorized 10,000,000 shares of Preferred Stock, par value $0.001 per share.

4) Issuance History

On April 26, 2014, the Company approved an issuance of 100,865,016 shares to its President, CEO and sole board member George J. Powell, III, in connection with his employment agreement.

On September 22, 2014, the Company issued 400,000 shares of its common stock in consideration for $10,000 in cash.

On September 23, 2014, the Company issued 390,000 shares of its common stock in consideration for $10,000 in cash.

On March 6, 2015, the Company issued 1,000,000 shares of its common stock in consideration for $10,000 in cash.

On March 10, 2015, the Company issued 2,610,000 shares of its common stock in consideration for $25,000 in cash.

On March 31, 2015, the Company issued 400,000 shares of its common stock in consideration for $10,000 in cash.

During the 1st Quarter 2015, the Company issued a total of 6,904,760 shares of common stock in connection with the conversion of $50,000 of convertible notes payable to various third party investors.

On April 2, 2015, the Company entered into a subscription agreement with a 3rd party investor to purchase 100,000,000 shares of the company's common stock for an

aggregate purchase price of $1,000,000 in cash and in accordance with the following investment schedule: $250,000 on or about April 1, 2015, $250,000 on or about July 1, 2015, $250,000 on or about October 1, 2015, and $250,000 on or about January 1, 2016. The agreement further allows for the investor to purchase an additional 100,000,000 shares for an additional $1,000,000 in cash at the investor's sole discretion and in accordance with the following investment schedule: $500,000 on or about July 1, 2016 and $500,000 on or about October 1, 2016. In the event the investor misses any of the aforementioned investment payments in accordance with the funding schedules, the investor will not be allowed to purchase any additional shares at the price of $.01 per share. However, the investor may elect to accelerate the purchase the investment shares ahead of the proposed schedule at his sole discretion.

To date, the investor has been issued 25,000,000 shares in consideration for his first $250,000 investment on April 2, 2015 and 25,000,000 shares in consideration for his second $250,000 investment on June 19, 2015.

On May 15, 2015, the Circuit Court of the Twelfth Judicial Circuit in and for Sarasota County, Florida (the "Court") entered an Order Granting Approval of Settlement Agreement and Stipulation (the "Order") in the matter titled JPM Capital Advisors, LLC ("JPM") v. J.D Hutt Corporation. The Order and the Stipulation for Settlement of Claims, dated May 13, 2013, between the Company and JPM (the "Stipulation"), provides for the full and final settlement of JPM's $530,000 claim against the Company in connection with past due amounts in connection with consulting fees and a Convertible Promissory Note owed to JPM (the "Claim").

Pursuant to the terms of the Order and Stipulation, the Company is required to initially issue and deliver to JPM, in one or more tranches as necessary, shares of Common Stock sufficient to satisfy the Claim at a fifty percent (50%) discount to market and based on the market price during the preceding twenty (20) days and free of restrictive legend pursuant to Section 3(a)(10) of the Securities Act (the "Settlement shares"). Further, the Company issued to JPM on May 18, 2015 Five Million (5,000,000) shares of Common Stock free of restrictive legend pursuant to Section 3(a)(10) of the Securities Act as a settlement fee.

On May 22, 2015, the Company issued to its CEO, George J. Powell, III, 1,000 shares of Series A Preferred Stock as Mr. Powell did nor receive any of his compensation due to him under his employment agreement dated April 26, 2014.

During the 2nd Quarter 2015, the Company issued a total of 5,755,680 shares of common stock in connection with the conversion of $103,500 of convertible notes payable to various 3rd party investors.

During the 2nd Quarter 2015, the Company issued a total of 28,610,000 shares of common stock in consideration for $285,000 in cash from various 3rd party investors.

5) Financial Statements

The financial statements have been prepared in house and subsequently audited by K.

Brice Toussaint, a PCAOB certified CPA, for the fiscal years ended 2013 and 2014 and for the six months ended June 30, 2015. These Financial Statements are filed on the OTC Market, Inc's public website and are incorporated herein by reference.

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

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

The Company is engaged in the business of manufacturing, selling, marketing and outfitting companies of all sizes and industries with eco-friendly apparel made from recycled textiles. The corporate apparel market encompasses a wide variety of apparel products and accessories ranging from customized uniforms to caps, t-shirts and aprons. We believe that many of these companies are actively seeking ways to incorporate being more environmentally friendly into their company and would entertain mandating that all uniforms be manufactured from recycled fabrics. As all of our products are eco-friendly, our strategy is to emphasize the sustainability features while at the same time providing our products at market competitive rates.

Code Green reduces the environmental impact of the apparel industry by designing, manufacturing and distributing apparel products from eco-friendly and sustainable textiles. It supports both the uniform needs and sustainability initiatives of companies worldwide, by offering a complete line of recycled apparel in the form of T-shirts, hats, polo shirts, pants, shorts, aprons, jackets and accessories. In addition, the company fulfills recycled clothing needs for organizations of all sizes hosting promotional, fundraising and special events. Its apparel collection is also available to distributors and screen printers through its wholesale distribution channel.

B. Date and State (or Jurisdiction) of Incorporation:
2007– Nevada

C. The issuer's primary and secondary SIC Codes;
5699, miscellaneous apparel and accessories

D. The issuer's fiscal year end date;
December 31

E. Principal products or services, and their markets;
Corporate Apparel

7) Describe the Issuer's Facilities

Our corporate headquarters is located at 4739 S. Durfee Ave., Pico Rivera, Ca. 90660. We have been provided this space for no monthly cost and have not paid any monies towards rent to date. Management believes this facility is appropriate for our current needs. However, we do seek to expand at reasonable cost if our business required us to do so.

8) Officers, Directors, and Control Person

George J. Powell, III,
President, CEO and Sole Director

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);

   None

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;

   None

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

   None

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.

   None

C. Beneficial Shareholders.

Name and Address Beneficial Owner	Number of Shares	Percentage (%)
Eric H. Scheffey 1 Elm Street Denver, CO 80220	50,000,000	15.26%
George J Powell III 2300 Wing Point Lane Plano, TX 75093	79,115,016	24.14%%

9) Third Party Providers

Legal Counsel

Aaron D. McGeary
The McGeary Law Firm, P.C.
1600 Airport Fwy.
Suite 300 Bedford, Texas 76022

Accountant or Auditor

K. Brice Toussaint
100 Crescent Court, Suite 700
Dallas, TX 75201

Investor Relations Consultant

None

Other Advisor

Anubis Capital Partners
Attn: Casey Jensen
2550 Midway Road, Suite 198
Carrollton, TX 75006

10) Issuer Certification

I, George J. Powell, III certify that:

1. I have reviewed this initial disclosure statement of Code Green Apparel, Corp;

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.

Date August 18, 2015

/S/ George J. Powell, III
President & CEO