Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Atlantic Wind & Solar Inc.

4600 140th Ave N Ste 200, Clearwater,

Company Telephone: (727) 723-3300
www.atlanticwindandsolar.com
info@atlanticwindandsolar.com
SIC Code: 4290

Quarterly Report
For the Period Ending: June 30, 2019
(the "Reporting Period")

As of June 30,, 2019 the number of shares outstanding of our Common Stock was:

297,837,536

As of March 31, 2019, the number of shares outstanding of our Common Stock was:

244,697,084

As of December 31, 2018 the number of shares outstanding of our Common Stock was:

44,697,084

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: □ No: x

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: □ No: x

Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

Yes: x No:

[1] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Atlantic Wind & Solar Inc.
9/19/2008 Name change: From Environmental Technologies International, Inc to Atlantic Wind & Solar, Inc.
3/22/02 Name change: From Aquatek UK Ltd to Environmental Technologies International
10/26/1998 Change of name from Dragon Environmental (UK) Limited to Aquatek UK Ltd.
11/14/1997 Change of name from Aetna Operating Company, Inc. to Dragon Environmental (UK) Limited

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

_Atlantic Wind & Solar, Inc. was incorporated in the State of West Virginia on December 31, 1976, under the name Aetna Operating Company, Inc The issuer is currently active in the State of West Virginia.

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: □ No: x

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

2) Security Information

Trading symbol:	AWSL	
Exact title and class of securities outstanding:	Common Stock	
CUSIP:	049127103	
Par or stated value:	$0.001	
Total shares authorized:	500,000,000	as of date: June 30, 2019
Total shares outstanding:	297,837,536	as of date: June 30, 2019
Number of shares in the Public Float[2]:	32,727,222	as of date: June 30, 2019
Total number of shareholders of record:	1,529	as of date: June 30, 2019

Additional class of securities (if any):

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Special Series B Common Stock	
CUSIP:	N/A	
Par or stated value:	$$0.001	
Total shares authorized:	100,000	as of date: June 30, 2019
Total shares outstanding:	100,000	as of date: June 30, 2019

Trading symbol:	N/A	
Exact title and class of securities outstanding:	Special Series A Preferred Stock	
CUSIP:	N/A	
Par or stated value:	$1.00	
Total shares authorized:	20,000,000	as of date: June 30, 2019
Total shares outstanding:	100,000	as of date: June 30, 2019

Trading symbol: N/A
Exact title and class of securities outstanding: Special Series B Preferred Stock
CUSIP: N/A
Par or stated value: $1.00
Total shares authorized: 20,000,000 as of date: June 30, 2019
Total shares outstanding: 0 as of date: June 30, 2019

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: (702) 361-3033
Email: info@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?[3] Yes: x No: □

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

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 November 13, 2018 a resolution was passed to issue 200,000,000 shares to the shareholders of Watson Energy Investments LLC for the proposed acquisition of Watson Energy Investments LLC. On May 15, 2019, Atlantic and Watson formerly terminated and rescinded the agreement to acquire Watson and signed a mutual release.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Number of Shares outstanding as of: Dec 31, 2017	Opening Balance: Common A: 44,697,084 Common B: 0 Preferred A: 0 Preferred B: 5,731,846								
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/ per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/ No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**	**Exemption or Registration Type?**

Shares Outstanding on: Dec 31, 2018	Ending Balance: Common A: 44,697,084 Common B: 0 Series A Preferred: 0 Series B Preferred: 5,731,846								
02/08/2019	Cancel	(1,475,535)	Pref B	$1.00	No	Gilles Trahan	Interest on Pref Shares purchased and received for salary	Restricted	Reg D
02/08/2019	New Issuance	100,000	Pref A	$1.00	No	Gilles Trahan	In exchange of 1,475,535 Pref B	Restricted	Reg D
02/08/2019	Cancel	(121,000)	Pref B	$1.00	No	Woodthorp Management Ltd B/O Carl Bullard	Settlement of Engineering Services	Restricted	Reg D
02/08/2019	Cancel	(976,572)	Pref B	$1.00	No	Maxm Securities Ltd b/o Gilles Trahan	$1,000,000 investment	Restricted	Reg D
02/08/2019	Cancel	(1,852,977)	Pref B	$1.00	No	Martin Baldwin	Interest on Pref Shares purchased and received for salary	Restricted	Reg D
02/08/2019	Cancel	(1,305,762)	Pref B	$1.00	No	Venecia Gafter	Interest on Pref Shares purchased and received for salary	Restricted	Reg D
02/13/2019	New Issuance	200,000,000	Common Stock	$0.03	No	M-Clan LLC (3)	Anticipation of acquiring Watson Energy	Restricted	Reg D
0307/2019	New Issuance	664,452	Common Stock	$0.01	Yes	Continuation Capital Inc. M/D (5) Paul Winkle	Debt Conversion Settlement fee	Unrestricted	Reg 3(a)1
0307/2019	New Issuance	1,000,000	Common Stock	$0.01	Yes	Continuation Capital Inc. M/D Paul Winkle	Debt Conversion	Unrestricted	Reg 3(a)1
4/1/2019	New Issuance	7,476,000	Common Stock	$0.0055	Yes	Continuation Capital Inc. M/D Paul Winkle	Debt Conversion	Unrestricted	Reg 3(a)1
7/3/2019	New Issuance	168,743,719	Common Stock	$0.03	No	Kevin Bagnall	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	73,500	Series B- Common Stock	$0.03	No	Kevin Bagnall	Acquisition KBI	Restricted	Reg D

7/3/2019	New Issuance	16,180,904	Common Stock	$0.03	No	David May	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	7,000	Series B-Common Stock	$0.03	No	David May	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	13,869,346	Common Stock	$0.03	No	Paul Wylie III	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	6,000	Series B-Common Stock	$0.03	No	Paul Wylie III	Acquisition KBI	Restricted	Reg D
7/15/2019	New Issuance	2,311,557	Common Stock	$0.03	No	Andrew Baren	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	Andrew Baren	Acquisition KBI	Restricted	Reg D
7/15/2019	New Issuance	2,311,557	Common Stock	$0.03	No	Christopher Chapin	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	Christopher Chapin	Acquisition KBI	Restricted	Reg D
7/15/2019	New Issuance	2,311,557	Common Stock	$0.03	No	George Barnum	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	George Barnum	Acquisition KBI	Restricted	Reg D
7/15/2019	New Issuance	2,311,556	Common Stock	$0.03	No	Gregory McLaughln	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1,000	Series B-Common Stock	$0.03	No	Gregory McLaughli	Acquisition KBI	Restricted	Reg D
7/15/2019	New Issuance	1,155,778	Common Stock	$0.03	No	Robert Policastro	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	500	Series B-Common Stock	$0.03	No	Robert Policastro	Acquisition KBI	Restricted	Reg D
7/3/2019	Cancel	(200,000,000)	Common Stock	$0.03	No	M-Clan LLC (3)	Anticipation of acquiring Watson Energy	Restricted	Reg D
7/15/2019	New Issuance	8,090,462	Common Stock	$0.03	No	Thomas Alfredo	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	3,500	Series B-Common Stock	$0.03	No	Thomas Alfredo	Acquisition KBI	Restricted	Reg D
7/17/2019	New Issuance	577,889	Common Stock	$0.03	No	Jennifer Alfredo	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	250	Series B-Common Stock	$0.03	No	Jennifer Alfredo	Acquisition KBI	Restricted	Reg D
7/17/2019	New Issuance	577,889	Common Stock	$0.03	No	Rosemary Alfredo	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	250	Series B-Common Stock	$0.03	No	Rosemary Alfredo	Acquisition KBI	Restricted	Reg D

7/17/2019	New Issuance	4,623,115	Common Stock	$0.03	No	William Norman Bishop	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	2000	Series B-Common Stock	$0.03	No	William Norman Bishop	Acquisition KBI	Restricted	Reg D
7/17/2019	New Issuance	2,311,557	Common Stock	$0.03	No	Paul Anthony Goddard	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	Paul Anthony Goddard	Acquisition KBI	Restricted	Reg D
7/17/2019	New Issuance	2,311,557	Common Stock	$0.03	No	Carlos Hernandez	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	Carlos Hernandez	Acquisition KBI	Restricted	Reg D
7/17/2019	New Issuance	2,311,557	Common Stock	$0.03	No	NAB Longlane Properties (4) (Steven Vincent)	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	1000	Series B-Common Stock	$0.03	No	NAB Longlane Properties (Steven Vincent)	Acquisition KBI	Restricted	Reg D
7/3/2019	New Issuance	3,000,000	Common Stock	$0.01	Yes	Martin Baldwin	Debt & Pref share forgiveness	Restricted	Reg S
7/3/2019	New Issuance	10,000,000	Common Stock	$0.0062	Yes	Gilles Trahan	Debt & Pref share forgiveness	Restricted	Reg S
7/3/2019	New Issuance	1,000,000	Common Stock	$0.12	No	Maria Gafter	Debt & Pref share forgiveness	Restricted	Reg D
Shares Outstanding on: June 30, 2019	Ending Balance: Common A: 297,837,536 Common B: 100,000 Series A Preferred: 100,000 Series B Preferred: 0								

1 Beneficial owner Basil Meecham
2 Ghilotti Bros beneficial owner is Mike Ghilotti
3 M-Clan LLC beneficial owner is Jim McCabe
4 NAB Longlane Properties beneficial owner is Steven Vincent
5 Continuation Capital Inc. beneficial owner is Paul Winkle

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer’s equity securities..

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance[(1)]	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
March 1, 2019	$112,382	$153,500	$0	February 19, 2020	Convertible into shares of common stock at the election of the note holder based on a conversion price of 50% of the lowest Volume Weighted Average Price ("VWAP") for the 20 days preceding the election date.	Continuation Capital Inc. M/D Paul Winkle	Debt settlement agreement

1 The Company entered into a Settlement Agreement and Stipulation (the "Settlement Agreement") with Continuation Capital, Inc. a Delaware corporation ("CCI"). Pursuant to the Settlement Agreement, the Company agreed to issue shares of its common stock to CCI in exchange for the settlement of certain past due obligations of the Company (the "Subject Debts") in the aggregate amount of $153,500 (the "Settlement Amount"). Prior to its entering into the Settlement Agreement, CCI had purchased the Subject Debts from certain debtors of the Company, pursuant to separate claim purchase agreements between CCI and such vendors. CCI sought payment of the Subject Debts by the Company in the matter entitled Continuation Capital Inc., a Delaware corporation, vs. Atlantic Wind and Solar, Inc., a West Virginia corporation ("the CCI Action"), in the Circuit Court of the Twelfth Judicial Circuit in and for Manatee County, Florida (the "Florida Circuit Court"). In settlement of the CCI Action, the Company and CCI entered into the Settlement Agreement. On February 18, 2019, the Florida Circuit Court entered an order approving the Settlement Agreement (the "CCI Order"). In the CCI Order, the Florida Circuit Court found, among other things, that the Settlement Agreement was fair to CCI, within the meaning of Section 3(a)(10) of the Securities Act of 1933, as amended (the "Securities Act"), and that the sale of shares of Company common stock (the "Settlement Shares") to CCI and the resale of the Settlement Shares by CCI, assuming satisfaction of all other applicable securities laws and regulations, will be exempt from registration under the Securities Act. Pursuant to the terms of the Settlement Agreement, as approved by the CCI Order, the Company agreed to issue Settlement Shares to CCI in one or more tranches, as necessary, sufficient to satisfy the Settlement Amount, by delivery of one or more issuance requests (each, a "Share Request") to the Company. Each Share Request is to state the portion of the Settlement Amount to be satisfied by such Share Request. In accordance with the Settlement Agreement, the per share price of the Settlement Shares shall be equal to 50% of the lowest- traded price of the Company's common stock for the twenty-day trading period immediately preceding the date of the applicable Share Request. Share Requests shall be made by CCI, until such time as the Settlement Amount shall have been paid in full.

4) Financial Statements

A. The following financial statements were prepared in accordance with:

x U.S. GAAP
□ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)[4]:

Name: **Kurt Streams**
Title: CGA
Relationship to Issuer: Accountant

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

C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Statement of Changes in Shareholders' Equity
G. Financial notes; and
H. Audit letter, if audited

<u>The Company has appended the unaudited condensed financial statements for the 3 months ended June 30, 2019 and 2018 hereto:</u>

[4] The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Atlantic Wind and Solar ("The Company") began as a global commercial solar project developer. While the company continues to actively seek for development purposes utility scale solar opportunities for the right location and client, we have begun to leverage our recent acquisition of KB Industries into other profitable areas within the commercial, industrial, and institutional project sectors. We have expanded our renewable energy offerings to include other new and innovative technologies such as zero emissions waste to electricity generation and are in the process of adding additional engineered solutions to our sustainable infrastructure offerings.

With the acquisition of KB Industries, The Company has entered a new phase of the company's growth path. The firm's flagship product, Flexi®-Pave, is a type of concrete that utilizes crumb rubber reclaimed from recycled/scrap tires and is used in a wide variety of construction infrastructure projects such as parking lots, curbing, sidewalks, walkways and paths, jogging trails, etc. for municipal, state, Federal, and corporations. As one of the main ingredients is recycled crumb rubber, Flexi®-Pave is somewhat flexible as the name implies and exhibits a small amount of "give" when walked or driven on, which opens the door to countless applications. Another feature of the product which has been independently tested and verified is its ability to facilitate beneficial bacteria growth which in turn reduces groundwater pollution under many conditions. Some of the more noteworthy installations around the world include Yellow Stone National Park, NASA, Arlington Cemetery, multiple locations throughout the USA as well as numerous high profile locations in the UK, such as The Royal Botanical Gardens, Kew.

The company is looking forward into the future by pursuing investments in two areas for new revenue streams – tire recycling facilities and waste to electricity plants that produce literally zero emissions, while continuing to introduce new products that will expand our sustainable infrastructure portfolio.

The Company has secured written options to lease and/or purchase two large tire recycling facilities, one located in the southern US while the other is in the western part of the country. Each of these facilities has the capability to produce crumb rubber for use in the manufacturing of Flexi®-Pave, as well for other applications and both facilities are projected to provide a simple ROI of 35% or higher based on very conservative projected operating and finance costs relative to the income projections. The same crumb rubber is planned to support the introduction of a new type of erosion control retaining wall using the same patented process used for Flexi®-Pave, and in fact is currently undergoing a series of technical and engineering tests funded by the State of CA.

The area where we have seen the greatest level of interest has been in what we call "zero emissions waste to electricity", or ZeW2E for short. This type of power production solution will accept nearly every type of trash including food waste, manure, municipal solid waste, sludge from waste water treatment plants, plastic, cloth, wood and other yard waste, etc. – and process it into a pellet that resembles rabbit food in size and texture and can be sold as a fuel source, or ultimately used to power generators and produce electricity. We have already received a number of written contracts from a country in South America and are actively working on projects in Puerto Rico, Thailand, several African countries and the UK to name just a few. In addition to being able to produce reliable power, the ZeW2E solution also addresses a major health concern for the world – the ever increasing amount of trash being produced daily which in many cases creates short and long term health issues for people residing near landfills and illegal dumps.

With several signed contracts in hand, The Company is poised to grow rapidly over the next several years and become a major player in two industries where the US needs leadership – renewable power generation and sustainable infrastructure solutions. The company is using an experienced group of advisors to guide the firm and several of these advisors have committed to joining the company on a full-time basis at the appropriate time.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of such entity's business, contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

Wholly owned subsidiary - KBI Industries Inc.
About KB Industries: K.B. Industries, Inc. (KBI) KBI developed the world's first flexible porous paving surface using recycled tires in 2002. From its category leading KBI Flexi®-Pave to its newest innovations in water treatment and shoreline protection, KBI combines sustainable technology and experience to solve infrastructure problems using innovative materials and design approaches. By combining recycled car and truck tire rubber along with rock

aggregate in a monolithic surface, KBI created a massively porous but structural material that can be used for a variety of infrastructure applications with demonstrated success. Visit: www.kbius.com or call (727) 723-3300 or to learn more go to http://kbius.com/projects/ or https://www.youtube.com/user/KBIGlobal/videos

4600 140th Ave N Ste 200, Clearwater, FL 33762. www.kbius.com Tel: +1 (727) 723-3300 The company's sole officer and director is Kevin Bagnall who-is also the Issuers President, CEO and Chairman of the board of directors.

C. Describe the issuers' principal products or services, and their markets

Products or Services --
Flexi®-porous pavement.
Addressing an international waste crisisThe, Flexi®-Pave product is derived from recycled tires and allows for replenishing of water aquifers. Installations around the world include Yellow Stone National Park, NASA and the Florida Keys.

The Company recreated and revolutionized the porous paving industry with the introduction of the original KBI Flexi®-Pave. By combining recycled passenger tire rubber along with rock aggregate in a monolithic surface, we created a massively porous, but structural material that can be used for a variety of infrastructure application to great success.

Wireless IT Networking Hardware & Software, Wireless IT Management Services, Wireless networking Monetization and wifi monetization application technology and Venue Sponsorship & Digital Marketing Managed Services.

Market – Everywhere asphalt and or concrete is used for road and walkways, driveways, parking lots around the world.

Electricity Generation
The company generates and sells electricity to power consumers globally. The power is generated primarily by solar and waste to energy generation.

Market - Global.

6) 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 Issuer entered into an agreement with Meridian-HRCF Sunplex LLC ("Meridian"), 4600 140th Avenue North, Suite 190, Clearwater, Florida 33762 to license an office for operations of the Company commencing July 1, 2017 for a monthly rental rate currently of $5,058.51, and increasing to $5,211.94 in July 2021 and continuing at that rate through the lease maturity in October 2021. KBI uses road construction equipment and heavy duty vehicles to operate its Flexi®-porous pavement business, some of which are taken to customer job sites and stored there during a project, or at KBI's Meridian facility and other locations.

7) 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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Information provided below is at June 30, 2019, and based on a total of 297,837,536 common shares issued and outstanding and 100,000 shares of preferred stock issued and outstanding.

Name of Officer/ Director and Control Person	Affiliation with Company (e.g. Officer/ Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/ class	Ownership Percentage of Class Outstanding	Note
Kevin Bagnall	President, Secretary, Treasurer, Director and Owner of more than 5%	Tampa Bay FL	168,743,719	Common Stock	57%	Issued in connection with the acquisition of KB Industries
David May	Over 5% owner	Tampa Bay FL	16,180,904	Common Stock	5%	Issued in connection with the acquisition of KB Industries.
John S. Wilkes	Director	Toronto, ON	7,070,001	Common Stock	2%	Acquired in private purchase in 2014
Kevin Bagnall	President, Secretary, Treasurer, Director and Owner of more than 5%	Tampa Bay, FL	73,500	Special Series B Common Stock	73%	Issued in connection with the acquisition of KB Industries
David May	Owner of more than 5%	Tampa Bay FL	7,000	Special Series B Common Stock	7%	Issued in connection with the acquisition of KB Industries
Paul Wylie III	Owner of more than 5%	Tampa Bay FL	6,000	Special Series B Common Stock	6%	Issued in connection with the acquisition of KB Industries
Gilles Trahan	Owner of more than 5%	Nassau, Bahamas	100,000	Preferred A	100%	Issued in exchange of 1,475,535 Preferred B Shares

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, <u>in the past 10 years</u>, 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);

<u>None</u>

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

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

   None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name:	Sharon D. Mitchell, Attorney at Law
Firm:	SD Mitchell & Associates, PLC
Address 1:	829 Harcourt Rd.
Address 2:	Grosse Pointe Park, Michigan 48230
Phone:	(248) 515-6035
Email:	sharondmac2013@gmail.com

Accountant or Auditor

me:	Kurt Streams
Firm:	N/A
Address 1:	1446 Redding Road
Address 2:	Fairfield, CT 06824
Phone:	475.999.1289
Email:	kurtstreams@gmail.com

Investor Relations

None

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

None

10) Issuer Certification

Principal Executive Officer:

I, Kevin Bagnall certify that:

1. I have reviewed this Quarterly disclosure Statement and financial statements of Atlantic Wind & Solar 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.

August 15, 2019

/s/ Kevin Bagnall
CEO and CFO

Principal Financial Officer:

I, Kevin Bagnall certify that:

1. I have reviewed this Quarterly disclosure Statement and financial statements of Atlantic Wind & Solar 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.

August 15, 2019

/s/ Kevin Bagnall
CEO and CFO

ATLANTIC WIND AND SOLAR, INC.

Unaudited Condensed Consolidated Financial Statements
June 30, 2019

ATLANTIC WIND AND SOLAR, INC.

June 30, 2019

CONTENTS

ATLANTIC WIND AND SOLAR, INC.

Unaudited Condensed Consolidated Balance Sheets

		June 30, 2019		December 31, 2018
ASSETS				
Current assets				
Cash		14,753		23,186
Accounts receivable		317,430		255,314
Total current assets		332,183		278,500
Long term assets				
Property and equipment, net	$	334,655	$	341,783
Deferred financing costs, net		19,502		21,174
Total assets	$	696,330	$	641,457
LIABILITIES AND STOCKHOLDERS' DEFICIT				
Current liabilities				
Accounts payable and accrued liabilities	$	870,926	$	566,940
Dividends payable		4,668		—
Related party interest payable		5,743		—
Related party payables		1,768,545		1,606,841
Convertible note payable		97,332		—
Total current liabilities		2,747,214		2,173,781
Series A preferred stock liability		100,000		—
Long-term notes payable		804.533		756,936
Total liabilities		3,651,747		2,930,717
Stockholders' deficit				
Series A Preferred stock, $1.00 par value; 20,000,000 shares authorized at June 30, 2019 and December 31, 2018; 100,000 shares issued and outstanding at June 30, 2019 and 0 shares issued and outstanding at December 31, 2018		—		—
Common stock – Series A, $0.001 par value; 500,000,000 shares authorized; 297,848,053 and 67,848,053 shares issued and outstanding at June 30, 2019 and December 31, 2018, respectively		297,848		67,848

Common stock - Series B, $0.001 par value; 100,000 shares authorized, issued and outstanding at June 30, 2019; 0 shares authorized, issued and outstanding at December 31, 2018	100	—
Additional paid-in capital	—	334,020
Accumulated deficit	(3,253,365)	(2,691,128)
Total stockholders' deficit	(2,955,417)	(2,289,260)
Total liabilities and stockholders' deficit	$ 696,330	$ 641,457

See accompanying notes to unaudited condensed consolidated financial statements.

ATLANTIC WIND AND SOLAR, INC.

Unaudited Condensed Consolidated Statements of Operations

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2019	2018	2019	2018
REVENUE				
Sales	$ 273,157	$ 277,163	$ 631,698	$ 495,368
Services	87,534	68,500	156,361	131,173
Total revenue	360,691	345,663	788,058	626,541
COSTS OF REVENUE AND OPERATING EXPENSES				
Costs of revenue	177,394	216,393	311,536	322,827
Operating expenses	232,924	216,186	537,446	445,294
Total costs of revenue and operating expenses	410,318	432,579	848,982	768,121
Loss from operations	(49,627)	(86,916)	(60,924)	(141,580)
Other income (expense)				
Interest expense	(23,654)	(3,347)	(44,722)	(8,009)
Other income, net	9,218	17,364	29,748	22,611
Other income (expense), net	(14,436)	14,047	(14,974)	14,602
Loss from operations before income taxes	(64,063)	(72,899)	(75,898)	(126,978)
Income tax expense	—	—	—	—
Net loss	$ (64,063)	$ (72,899)	$ (75,898)	$ (126,978)
Basic loss per common share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Diluted loss per common share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Weighted average basic shares outstanding	98,345,291	67,848,053	128,507,394	67,848,053

Weighted average diluted shares outstanding	98,345,291	67,848,053	128,507,394	67,848,053

See accompanying notes to unaudited condensed consolidated financial statements.

ATLANTIC WIND AND SOLAR, INC.

Condensed Consolidated Statements of Changes in Stockholders' Equity

(Unaudited)

Six Months Ended June 30, 2019

	Common stock		Preferred Stock	Additional Paid-in	Accumulated	Total stockholders'
	Series A	Series B	Series A	Capital	deficit	equity
Balance at January 1, 2019	$ **67,848**	**$** —	**$** **—**	**$ 401,368**	**$ (2,691,128)**	**$ (2,221,912)**
Related party note payable forgiven	—	—	—	17,457	—	17,457
Recapitalization – K.B. Industries, Inc. Acquisition	230,000	100	—	(418,825)	(486,339)	(675,064)
Net loss	—	—	—	—	(75,898)	(75,898)
Balance at June 30, 2019	**$ 297,848**	**$ 100**	**$ —**	**$ —**	**$ (3,253,365)**	**$ (2,955,417)**

Six Months Ended June 30, 2018

	Common stock		Preferred Stock	Additional Paid-in	Accumulated	Total stockholders'
	Series A	Series B	Series A	Capital	deficit	equity
Balance at January 1, 2018	$ **67,848**	**$ —**	**$ —**	**$ 334,020**	**$ (2,691,128)**	**$ (2,289,260)**
Net loss	—	—	—	—	(126,978)	(126,978)
Balance at June 30, 2018	$ **67,848**	**$ —**	**$ —**	**$ 334,020**	**$ (2,818,106)**	**$ (2,416,238)**

See accompanying notes to unaudited condensed consolidated financial statements.

ATLANTIC WIND AND SOLAR, INC.

Unaudited Condensed Consolidated Statements of Cash Flows

	Six months ended June 30,	
	2019	2018
Cash flows from operating activities		
Net loss	$ (75,898)	$ (126,978)
Adjustments to reconcile net loss to net cash used in operating activities:		
Amortization of deferred financing costs	1,672	1,672
Changes in operating assets and liabilities:		
Accounts receivable	(62,117)	102,933
Accounts payable and accrued liabilities	61,518	58,686
Net cash used in operating activities	(74,825)	36,313
Cash flows used in investing activities		
Purchases of property and equipment	(2,862)	(9,447)
Cash flows from (used in) financing activities		
Repayments of long-term notes payable	-	(73,364)
Proceeds from related party payables	4,200	28,139
Net cash from (used in) financing activities	4,200	(45,225)
Net change in cash	(8,433)	(18,359)
Cash at beginning of period	23,186	42,453
Cash at end of period	$ 14,753	$ 24,094
Supplemental cash flow information		
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -
Non-cash operating and financing activities		
Related party note payable forgiven	$ 17,457	$ -

See accompanying notes to unaudited condensed consolidated financial statements.

ATLANTIC WIND AND SOLAR, INC.
Notes to Unaudited Condensed Consolidated Financial Statements
June 30, 2019

Note 1 – Organization and Business Operations

Atlantic Wind and Solar, Inc. (the "Company" or "Atlantic"), located in Toronto, Ontario, was organized on January 13, 1977 under the laws of the state of West Virginia as Aetna Operating Company Inc. The Company changed its name to Atlantic Wind and Solar, Inc. on October 19, 2008.

On June 6, 2019 (the "Merger Date"), Atlantic entered into an Agreement and Plan of Reorganization (the "Merger Agreement") with K.B. Industries, Inc. (KBI), a Florida corporation that was incorporated on November 15, 2002. Under terms on the Merger Agreement, Atlantic issued a total of 230,000,000 shares of Atlantic's Series Common Stock and 100,000 shares of Series B Common Stock to KBI shareholders in exchange for 100% of the equity interests of KBI, which became a 100% subsidiary of Atlantic. The transaction was a reverse acquisition by a non-operating shell and therefore accounted for as a capital transaction rather than a business combination. KBI was determined to be the accounting acquirer. The historical financial information is that of KBI and includes Atlantic's liabilities that were assumed under the Merger Agreement. The historical financial information is that of KBI.

KBI is a Clearwater, Florida-based innovative infrastructure products company that developed and sells an innovative flexible porous paving product, Flexi®-Pave, and a suite of products and solutions designed to solve infrastructure challenges in water treatment and shoreline protection. KBI's products are installed in several North American locations, including the NASA Space Center on Cape Canaveral, the Indianapolis Motor Speedway, Walt Disney World, Yellowstone National Park, Arlington National Cemetery, Keeneland Race Track, the Smithsonian Institute and the City of Key West, Florida and in the United Kingdom, including Windsor Castle, St. Paul's Cathedral and the Royal Botanical Gardens at Kew.

Note 2 - Significant Accounting Policies

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

All highly liquid investments with maturities of three months or less at the date of purchase are classified as cash equivalents.

Allowance for Doubtful Accounts

We make judgments related to our ability to collect outstanding accounts receivable and unbilled work-in-progress. We provide allowances for receivables when their collection becomes doubtful by recording an expense. We determine the allowance based on our assessment of the realization of receivables using historical information and current economic trends, including assessing the probability of collection from customers. If the financial condition of our customers were to deteriorate, resulting in an impairment of their ability to make payments owed to us, an increase in the allowance for doubtful accounts would be required. We evaluate the adequacy of the allowance regularly and make adjustments accordingly. Adjustments to the allowance for doubtful accounts could materially affect our results of operations.

Note 2 - Significant Accounting Policies (continued)

Property and Equipment

Property and equipment are stated at cost or estimated fair value if acquired in an acquisition, less accumulated depreciation, and are depreciated over their estimated useful lives, or the lease term, if shorter, using the straight-line method. Leasehold improvements are stated at cost, less accumulated amortization, and are amortized over the shorter of the lease term or estimated useful life of the asset. Maintenance and repair costs are expensed as incurred.

We review our long-lived assets, such as property and equipment for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. We evaluate the recoverability of an asset or asset group by comparing its carrying amount to the estimated undiscounted future cash flows expected to be generated by the asset or asset group. If the carrying amount of an asset or asset group exceeds its estimated future cash flows, we recognize an impairment charge as the amount by which the carrying amount of the asset exceeds the estimated fair value of the asset.

Income taxes

We record deferred tax assets and liabilities for the estimated future tax effects of temporary differences between the tax bases of assets and liabilities and amounts reported in the accompanying consolidated balance sheets, as well as operating losses and tax credit carry-forwards. We measure deferred tax assets and liabilities using enacted tax rates expected to be applied to taxable income in the years in which those temporary differences are expected to be recovered or settled.

We reduce deferred tax assets by a valuation allowance if, based on available evidence, it is more likely than not that these benefits will not be realized.

We use a recognition threshold and a measurement attribute for the financial statement recognition and measurement of tax positions taken or expected to be taken in a tax return. For those benefits to be recognized, a tax position must be more likely than not to be sustained upon examination by taxing authorities.

Fair Value of Financial Instruments

Fair value is the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value is estimated by applying the following hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

Level 1 — Quoted prices in active markets for identical assets or liabilities.

Level 2 — Observable inputs other than quoted prices in active markets for identical assets and liabilities, quoted prices for identical or similar assets or liabilities in inactive markets, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 — Inputs that are generally unobservable and typically reflect management's estimate of assumptions that market participants would use in pricing the asset or liability.

Note 2 - Significant Accounting Policies (continued)

Concentration of Credit Risk

Financial instruments that potentially subject us to concentrations of credit risk consist primarily of accounts receivables. We perform on-going evaluations of customers' financial condition and, generally, require no collateral from customers.

A substantial portion of our revenue is from a limited number of customers, all in the infrastructure construction industry.

For the six months ended June 30, 2019, one customer accounted for __% of revenue from operations. This customer is a [type of customer] in [location]. For the six months ended June 30, 2018, one customer accounted for __% of revenue from operations. This customer is a [type of customer] in [location]. [If none, section can be deleted]

As of June 30, 2019 and December 31, 2018, __ customers accounted for 10% of accounts receivables. [If none, section can be deleted]

Revenue Recognition

The Company's financial statements are prepared under the accrual method of accounting. Revenues will be recognized in the period the services are performed and costs are recorded in the period incurred. Revenue is recognized when (1) the evidence of the agreement exists, (2) services have been rendered, (3) the price is fixed or determinable, and (4) collectability is reasonably assured.

Recent Accounting Pronouncements

In June 2016, the FASB issued ASU 2016-13, Financial Instruments - Credit Losses (Topic 326) — Measurement of Credit Losses on Financial Instruments (ASU 2016-13). ASU 2016-13 requires entities to establish an allowance for credit losses for most financial assets. Prior GAAP was based on an incurred loss methodology for recognizing credit losses on financial assets measured at amortized cost and available-for sale debt securities. The update is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Early adoption is permitted for fiscal years beginning after December 31, 2018. We have not yet completed the full assessment of the impact on our condensed consolidated financial statements or related disclosures, however management does not believe there will be a significant impact.

In August 2018, the FASB issued ASU 2018-13, Fair Value Measurement (ASC 820) — Disclosure Framework-Changes to the Disclosure Requirements for Fair Value Measurement. ASU 2018-13 removes certain disclosures, modifies certain disclosures and adds additional disclosures. ASU 2018-13 is effective for annual periods, including interim periods within those annual periods, beginning after December 15, 2019. Early adoption is permitted. We have not yet completed the full assessment of the impact on our condensed consolidated financial statements or related disclosures, however management does not believe there will be a significant impact.

Note 3 – Recapitalization

On the Merger Date, Atlantic and KBI entered into the Merger Agreement and under its terms Atlantic issued 230,000,000 shares of Atlantic Series A Common Stock and 100,000 shares of Series B Common Stock to KBI shareholders (the "Merger Shares") in exchange for 100% of the equity interests of KBI. As of the Merger date, Atlantic had no assets and $607,715 in liabilities (the "Assumed Liabilities") detailed in the table below:

Accounts payable and accrued liabilities	$	247,137
Convertible note payable		97,332
Related party payables, including accrued interest		163,246
Series A Preferred Stock loan payable		100,000
	$	607,715

The Series A Common Stock issued was valued at $0.04 per share, being the closing price of the shares on the day preceding the Merger Date, and the Series B Common Stock, which is not publicly traded and not convertible into Series A Common Stock, was valued at its $0.001 par value. On the Merger Date, the excess of the market value of the Merger Shares over their par value and the $607,715 in Assumed Liabilities was charged to Additional Paid-in Capital until the Additional Paid-in Capital balance was reduced to zero and the remainder was charged to Retained Earnings.

Note 4 – Related Party Payables

The Company has relied on advanced from and expenses paid by Company shareholders, officers and directors ("Related Parties"). Balances due to Related Parties consisted of the following at June 30, 2018 and December 31, 2018:

	June 30, 2019	December 31, 2018
Related Party 1	$ 9,133	$ -
Related Party 2	148,371	-
Related Party 3	59,529	59,529
Related Party 4	1,551,512	1,547,312
	$ 1,768,545	$ 1,606,841

The balance due to related party 1 is a demand note payable consisting of a principal amount for expenses paid on behalf of the Company and accrued wages and bears interest at 9% per annum, compounded monthly, until repaid in full. The $9,132 outstanding balance is included in the Assumed Liabilities. The balance due to related party 2 is a demand note payable consisting of a settlement with a former Atlantic officer and interest at 1.17% per annum. The $148,371 outstanding balance is included in the Assumed Liabilities. As of June 30, 2019, the Company had a total of $5,743 in interest payable to the related parties, which was included in the Assumed Liabilities.

The balances due to related parties 3 and 4 consists of expenses paid on behalf of the Company that are repayable on demand and do not bear interest.

ATLANTIC WIND AND SOLAR, INC.
Notes to Unaudited Condensed Consolidated Financial Statements

Note 5 – Convertible Note Payable

Included in the Assumed Liabilities is a convertible note payable that is due on demand by the holder and may be converted at any time at the option of the holder into Common Stock of the Company at a rate equal to a 50% discount from the lowest trading price of the Company's Common Stock during the 25 trading days immediately prior to conversion. As of June 30, 2019, $97,332 in note principal is outstanding.

Note 6 – Long-term Notes Payable

KBI has entered into loan agreements to purchase vehicles and working capital used to operate its business. As of June 30, 2019 and December 31, 2018, the loans had outstanding principal balances as follows:

	June 30, 2019	December 31, 20 18
Vehicle loans	$ 37,481	68,074
Small Business Administration loan	588,329	606,261
Other loans	178,723	82,601
	$ 804.533	$ 756,936

The vehicle loans and other loans call for month payments to the various lenders. The Small Business Administration loan calls for monthly payments of $10,029 through January 2023.

Note 7 - Stockholders' Equity

Common Stock – Series A

As of the Merger Date, Atlantic had 67,848,053 shares of Series A Common Stock issued and outstanding that is considered as outstanding as of January 1, 2018, the earliest period presented in these unaudited condensed consolidated financial statements. One share of Series A Common Stock is entitled to one vote on matters presented to Common Stock shareholders. On the Merger Date, Atlantic issued 230,000,000 Series A Common Stock shares to the KBI shareholders.

Common Stock - Series B

In 2019, Atlantic's Board of Directors authorized the issuance of 100,000 Series B Common Stock, par value $0.001 per share. One share of Series B Common Stock is entitled to two hundred votes on matters presented to Common Stock shareholders. On the Merger Date, Atlantic issued 100,000 Series B Common Stock shares to the KBI shareholders.

Series A Preferred Stock

Included in the Assumed Liabilities is 100,000 shares of Series A Preferred Stock, par value $1.00 per share, that is mandatorily redeemable on December 31, 2019, accrues cumulative dividends at a rate of 12% per annum on the outstanding par value and is convertible to common stock at a 35% discount to the lowest closing price of the common stock for the 30 days immediately prior to conversion. Because the Series A Preferred Stock is mandatorily redeemable and accrues a guaranteed dividend, the Company has determined it contains characteristics of a note payable more so than equity and has classified the $100,000 value of the Series A Preferred Stock as a liability on its balance sheet. As of June 30, 2019, the Company has $4,668 in accrued dividends payable on the Series A Preferred Stock, which was included in the Assumed Liabilities.

Note 8 – Commitments and Contingencies

Leases

On May 15, 2017, KBI entered into a lease agreement for 5,415 square feet of office space in Clearwater, Florida that has a 52-month term and provides for KBI to pay additional rent equal to its share of real estate taxes, building operating expenses and related sales taxes. Future lease payment, excluding additional rent, as of June 30, 2019, for the following five fiscal years and thereafter were as follows:

	June 30, 2019
2019 - Remaining	$ 29,458
2020	60,106
2021	48,082
2022	-
2023	-
	$ 130,646

Litigation

From time to time, we are involved in various legal matters arising in the normal course of business. We do not expect the outcome of such proceedings, either individually or in the aggregate, to have a material effect on our financial position, cash flows or results of operations.