

PINK OTC MARKETS
American Diversified Holdings Corporation
(A Nevada Company)

ANNUAL REPORT
Year Ending July 31, 2012

All information in this information and disclosure Statement has been compiled to fulfill the disclosure requirements of rule 15c2-11 (a) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format set forth in the rule.

No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and:

Delivery of this information file does not any time imply that the information contained herein is correct as of any time subsequent to the date first written above.

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Date: September 21, 2012

AMERICAN DIVERSIFIED HOLDINGS CORPORATION

By: /s/ Mr. Ernest B. Remo

Name: Mr. Ernest B. Remo
Position: Chairman/CEO
Phone: 858-259-4534
E-mail: ernest@americandiversifiedholdings.com
Web-Page: www.americandiversifiedholdings.com

Part A **General Company Information**

Item I **The exact name of the issuer and its predecessor (if any):**

The exact name of the Issuer is American Diversified Holdings Corporation.

Predecessors:

1. Cost Containment Technologies, Inc. until 10-07
2. Critical Care, Inc. until 3-07
3. Lasik America, Inc. until 10-04

Item II **The address of Issuer's principal executive offices:**

2658 Del Mar Heights Rd
Suite 315
Del Mar, CA 92014
Phone: 858-259-4534
Fax: 858-792-0978

Item III **The jurisdiction and date of the issuer's incorporation or organization:**

The Company was incorporated on March 21, 2001 in the State of Nevada

Part B **Share Structure**

Item IV **The exact title and class of securities outstanding:**

Security Symbol: *ADHC*
CUSIP Number: *02541R 102*
Common Stock: *1,000,000,000 authorized*
Preferred Stock: *Series A 200,000 Authorized*

Item V **Par or stated value and description of the security:**

The authorized shares consist of 1,000,000,000 shares of common stock at par value of \$0.001 per share.

Item VI **The number of shares or total amount of the securities outstanding for each class of securities authorized:**

<i>As of:</i>	<i>July 31, 2012</i>
<i>Total Common Authorized:</i>	<i>1,000,000,000</i>
<i>Total Common Outstanding:</i>	<i>673,992,929</i>
<i>Free Trading:</i>	<i>173,992,929</i>
<i>Restricted:</i>	<i>500,000,000</i>
<i>Number of Shareholders:</i>	<i>144</i>

<i>As of:</i>	<i>July 31, 2012</i>
<i>Total Series A Preferred Authorized:</i>	<i>200,000</i>
<i>Total Series A Outstanding:</i>	<i>100,000</i>
<i>Free Trading:</i>	<i>N/A</i>
<i>Restricted:</i>	<i>N/A</i>
<i>Number of Shareholders:</i>	<i>1</i>

Part C Business Information

Item VII Name and Address of the Transfer Agent

Action Stock Transfer, 7069 Highland Drive, Suite 300, Salt Lake City, UT 84121

Item VIII Nature of the Issuer's Business

A. Business Development

American Diversified Holdings Corporation has been in the medical field for many years. The Company has decided to use its experience and expertise to enter the mHealth market. **mHealth** is a term used for the practice of medical and public health, supported by mobile devices. The term is most commonly used in reference to using mobile communication devices, such as mobile phones for health services and information. The mHealth field has emerged as a sub-segment of eHealth, the use of information and communication technology for health services and information. ^[1] mHealth applications include the use of mobile devices in collecting community and clinical health data, delivery of healthcare information to practitioners, researchers, and patients, real-time monitoring of patient data, and direct provision of care via mobile telemedicine. Within the mHealth space, projects operate with a variety of objectives, including increased access to healthcare and health-related information (particularly for hard-to-reach populations); improved ability to diagnose and track diseases; timelier, more actionable public health information; and expanded access to ongoing medical education and training for health workers.

1. The form of organization of Issuer: The Issuer is a Nevada corporation
2. The Year the Issuer or Predecessor was organized: The Issuer was organized in 2001
3. Issuer's fiscal year end date: The Issuer's fiscal year end is July 31
4. Whether the Issuer or any predecessor has been in bankruptcy, receivership or any similar proceedings: The Issuer has never been in bankruptcy or receivership
5. Any material reclassification, merger, consolidation or purchase or sale of a significant amount of assets not in the ordinary course of business: The Company was originally formed as Lasik America, which owned and operated a lasik clinic in Albuquerque, NM. The clinic was closed and its liabilities discharged, and was renamed Critical Care, Inc. whose purpose was to seek opportunities in the health care arena. The Company entertained a number of opportunities in that field until it was decided that the structure of the Company lent itself better as a financial holding company which would not limit its activities to any particular industry. The Company was renamed American Diversified Holding Corporation in November, 2007.
6. The Company has not had any default of terms on any note, loan, lease or other indebtedness or financing arrangements.
7. Change of Control: The Issuer has not had any change of control.

8. Increase of 10% or more of the same class of outstanding equity securities: Yes
9. The Company had a reverse split of the common shares of one share for each 60 shares was affected on 11/30/2006 and a reverse split of the common shares of one share for each 4000 was affected on 10/16/2007. The Company had a reverse split of the common shares of one share for each 1000 shares was affected on 04/02/2012.
10. The Company filed a Form 15 with the Securities and Exchange Commission, thereby deregistering its shares and delisting from the NASDAQ Small Cap Market. The Company securities have been delisted as of November 3, 2006 by the OTC Bulletin Board.
11. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have any material effect on the Issuer, its business, financial condition or operations, nor are there any pending or active trading suspensions by any securities regulator.

B. Business of the Issuer

1. The Issuer's primary SIC Code is 0742; secondary SIC Code: none.
2. The Issuer is currently conducting operations.
3. The Issuer is not now, and never has been, a shell company.
4. There exists no parent, subsidiary or affiliate of the Issuer.
5. There is no effect of existing or probable government regulation on the business of Issuer.
6. Estimate of the amount spent during each of the last two fiscal years on research and development activities – None.
7. Costs and effects of compliance with environmental laws (federal, state and local) – None.
8. There are currently three (3) full time employees.

Item IX Nature of Products or Services Offered

A. Principal products or services and their markets.

As part of its concentrated strategy to focus on the mhealth market, the Company is developing a platform for the Mobile Health Care Market as the medical profession gears up to go electronic not only for medical records but also for direct patient monitoring and information. ADHC's mHealth Division will Focus on Mobile Health Care Applications for iPhone™, iPad™, Android™ and Other Mobile Devices. ADHC is developing applications for the iPhone, iPad, Android and Other Mobile Devices tailored for specific ailments and protocols to allow medical professionals to monitor patients, get instant feedback and constantly adjust treatments to allow greater flexibility and response time in meeting individual patient needs.

The Company will be at the forefront of the development of a secure mobile software platform that will aid in the collection, analyzing and presentation of data for the healthcare market. We will also be developing for different vertical markets such as Diabetes, Dementia and Alzheimer's disease. The iPhone is now responsible for 50 percent worldwide and 55 percent US share of AdMob ads served to smartphones. The Android platform is also seeing significant growth in share of mobile ads served. Planned international introductions of Android devices could result in an uptick in its worldwide share in the next few months. The Company will work with the healthcare industry and healthcare providers to acquire content for the fast growing mobile platforms, the early sales estimates for the iPad have been hovering around 3 million to 4 million units in calendar-year 2010, The more realistic number may be more in the area of 6 million. The Company will have an opportunity to execute a strategy of defining healthcare markets that will require a new secure mobile platform for the collection, analyzing and

presentation of data. The Company will be able to evaluate various solutions for the mHealth market and to attack certain medical disciplines that will be using the iPhone, iPad, Android and other mobile platforms. Many large institutions will want to connect using various computer platforms. The Company will develop methods for software communication among the various mobile devices.

B. Distribution Methods of the products and services: The Company will sell directly to all entities that need to collect data in the medical marketplace.

C. Status of any publicly announced new product or services: On June 17, 2011, the Company announced that it has completed the acquisition of Mississauga, Ontario based cloud computing company Rebel Networks. While the Company announced its acquisition of Rebel Networks in June 2011, the finalization and consolidation of the transaction has not occurred as of the date of this filing. The Company and Rebel Networks have continued their due diligence to complete the transaction, and the framework of the transaction remains in place; however, the Company has not made payment to Rebel Networks as of the date of this filing, but intends to do so prior to the end of the calendar year 2011.

D. Competitive business conditions, the Issuer's competitive position in the industry, and the method of competition: The medical data business is highly competitive, and the Issuer is a relative new arrival to the industry.

E. Sources and availability of raw materials and the names of principal suppliers: Not applicable.

F. Dependence on one or a few major customers: Not applicable.

G. Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration: Not applicable.

H. The need for government approval of principal products or services and the status of any requested government approvals: Not applicable.

Item X Nature and Extent of the Issuer's Facilities

The Issuer does not own, lease or use any property, assets or facilities.

Part D Management Structure and Financial Information

Item XI The Name of the Chief Executive Officer, Members of the Board of Directors, as well as Control Persons

A. Officers and Directors

1. Full name: Ernest B. Remo
2. Business address: 2658 Del Mar Heights Road, Suite 315, Del Mar, CA 92014
3. Employment history: American Diversified Holdings Corporation and its predecessor companies, since inception. Positions held: Chairman of the Board, Chief Executive Officer.
4. Board memberships: None
5. Compensation by the Issuer: No cash compensation, and 30,000,000 restricted common shares per annum
6. Number and class of the Issuer's securities beneficially owned by each such person:

Ernest B. Remo, Chairman and CEO: 400,000,000 restricted common shares; 100,000 preferred shares

B. Legal/Disciplinary History

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. An entry of an order, judgment or decree 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 bank activities: None
3. Any violation of federal or state securities or commodities laws: None
4. Any entry of an order by self-regulatory organization to bar from the involvement in any type of business or securities activities: None

C. Disclosure of Family Relationships: There are no relationships among our officers, directors or shareholders.

D. Disclosure of Related Party Transactions: Related party transactions in the past two years and current year to date: None.

E. Disclosure of Conflicts of Interest. Describe any conflicts of interest: None.

Item XII Financial Information for the issuer's Most Recent Fiscal Period

The annual financial statements are attached at the end of this Annual Update as Exhibit A.

CONSOLIDATED FINANCIAL INFORMATION

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Item XIII Similar Financial Information for Such Part of the Two Preceding Fiscal Years as the Issuer or its Predecessor has been in Existence

The financial statements for the two preceding fiscal years are incorporated by reference. The Issuer filed an Annual Report with OTC Markets an Annual Report on August 6, 2010 for the fiscal year ending July 31, 2010 which includes the financial statements. The financial information incorporated by reference is found at the end of the Annual Report filed with OTCMarkets on August 6, 2010.

Item XIV Beneficial Owners

The list below represents all shareholders owning more than 5% of any class of the Issuer's equity securities:

Ernest B. Remo 400,000,000 restricted common shares
PO Box 2568
Del Mar, CA 92014

Item XV Name, Address, Telephone Number and Email Address of the Following Outside Providers that Advise the issuer on Matters Relating to Operations, Business Development and Disclosure:

1. Investment Banker: None
2. Promoters: None
3. Counsel: Robert J. Flynn, Jr.
1629 K Street, NW
Suite 300
Washington DC 20006
(202) 463-0662
4. Accountant or Auditor:
5. Public Relations Consultant:
6. Investor Relations Consultant:
7. Any other advisors: Jay Pignatello
(202) 431 4340
Jpindc2011@gmail.com

Item XVI Management's Discussion and Analysis or Plan of Operation

A. Plan of Operation

1(i) and (ii). The Issuer will continue its mHealth strategies as outlined in its previously filed quarterly reports with OTC Markets group. The Issuer does not have revenues and will need to raise additional funds in order to continue its operations. As part of its concentrated strategy to focus on the mhealth market, the Company is developing a platform for the Mobile Health Care Market as the medical profession gears up to go electronic not only for medical records but also for direct patient monitoring and information. ADHC's mHealth Division will Focus on Mobile Health Care Applications for iPhone™, iPad™, Android™ and Other Mobile Devices. ADHC is developing applications for the iPhone, iPad, Android and Other Mobile Devices tailored for specific ailments and protocols to allow medical professionals to monitor patients, get instant feedback and constantly adjust treatments to allow greater flexibility and response time in meeting individual patient needs.

1(iii) The Issuer does not anticipate any significant purchases or sales of equipment.

1 (iv) The Issuer does not anticipate any significant changes in the number of employees.

Results of Operations

Twelve months ended July 31, 2012 and 2011

Sales

Sales for the twelve months ended July 31, 2012 were \$0 compared to \$0 for the twelve months ended July 31, 2011.

Selling, general and administrative expenses

For twelve months ended July 31, 2011, selling, general and administrative expenses were \$642,209 compared to \$397,086 for the twelve months ended July 31, 2012.

Liquidity and Capital Resources

We have financed our operations primarily through cash generated from the sale of our stock and loans to the Company. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. During the twelve months ended July 31, 2011, the Company suffered net losses of \$670,633, and the net loss for the twelve months ended July 31, 2012 was (\$425,904). As of July 31, 2012, the Company had a working capital and stockholders' deficiency of (139,130), compared to the working capital and stockholders' deficiency for the period ending July 31, 2011 of (\$168,312). Historically, the Company has sustained its operations primarily through equity and debt financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, the Company will need to improve its working capital position. The Company plans to overcome the circumstances that impact our ability to remain a going concern through a combination of achieving profitability, raising additional debt and equity financing, and renegotiating existing obligations. There can be no assurance, however, that we will be able to complete any additional debt or equity financing on favorable terms or at all, or that any such financings, if completed, will be adequate to meet our capital requirements. Any additional equity or debt financings could result in substantial dilution to our stockholders. If adequate funds are not available, we will be required to delay, reduce or eliminate some or all of our planned activities. Our inability to fund our capital requirements would have a material adverse effect on the Company. Management believes that the actions presently being taken to revise the Company's operating and financial requirements may provide the opportunity for the Company to continue as a going concern.

Risks and Uncertainties

Shares of American Diversified Holdings Corporation are subject to a number of risk factors. Such summary is not intended to be exhaustive of risks that are or may become relevant:

Risks Relating to American Diversified Holdings Corporation

Our business is capital intensive and will require additional financing which will result in dilution to existing shareholders which would in turn reduce the share price of earlier issued shares. Our operations are capital intensive and growth will consume a substantial portion of available working capital. We may require additional capital in order to fund our operations. We do not have any commitments for additional financing and there can be no assurance that such additional funding, if required, will be available, or if available, will be available upon favorable terms. With respect to our ability to obtain financing on favorable terms, we do not have significant assets to serve as loan collateral. Still further, we presently do not have a sufficient cash flow to qualify for reasonable debt financing. Insufficient funds may prevent us from implementing our business strategy. In the event we raise additional funds through the issuance of equity securities, dilution to the then existing stockholders will

result and future investors may be granted rights superior to those of existing stockholders. Accordingly, such dilution would reduce the share price of the earlier issued shares.

Lack of operations, positive cash flow and profitability may continue which will affect our ability to remain in business. Sales and Consulting Services have been limited since the end of the 2005 Fiscal Year. As such we have a limited history of operations, the generation of positive cash flow or profits in the industries in which we participate. If we do not generate positive cash flow and hence become profitable, we may not be able to remain in business.

Dependence on management will affect our profitability. Future success depends on the continued services of Mr. Ernest B. Remo, Chief Executive Officer. The loss of his services would be detrimental and could have a material adverse effect on the business, financial condition and results of operations. Future success is also dependent on our ability to identify, hire, train and retain other qualified managerial and other employees. Competition for these kinds of individuals is intense and increasing. We may not be able to attract, assimilate, or retain qualified technical and managerial personnel and our failure to do so could have a material adverse effect on the business, financial condition and results of operations.

The results of research and development efforts are uncertain and we may not be able to compete effectively in the marketplace. We will need to make additional research and development expenditures to remain competitive. While we perform usability and beta testing of new products, the products we are currently developing or may develop in the future may not be technologically successful. If they are not technologically successful, the resulting products may not achieve market acceptance and these products may not compete effectively with products of competitors currently in the market or introduced in the future. If we are unsuccessful in the marketplace, it may affect our ability to remain in business.

Our stock is highly speculative which may result in the loss of your entire investment. The common stock is currently illiquid and highly speculative. Investment therein involves a high risk of loss of an investor's entire investment. Each prospective investor is urged to carefully review the risk factors discussed below.

We May Not Be Able to Continue as a Going Concern. Our ability to continue as a going concern is dependent upon our ability to obtain additional financing, restructure its debt, streamline our business and reduce our costs. We are currently in the process of identifying sources of additional financing, negotiating changes to its debt structure and evaluating its strategic options. However, there are no assurances that these plans can be accomplished on satisfactory terms, or at all, or that they will provide sufficient cash to fund our operations, pay the principal of, and interest on, our indebtedness, fund our other liquidity needs or permit us to refinance its indebtedness. Our inability to obtain additional financing, restructure our indebtedness, streamline our business or reduce our costs would have a material adverse effect on our financial condition, results of operations and ability to satisfy our obligations, and may result in our pursuing a restructuring of our indebtedness either on a consensual basis or under the provisions of bankruptcy legislation, or liquidating our business and operations. Further, our inability to obtain additional financing or restructure our indebtedness, or pursue a restructuring of our indebtedness either on a consensual basis or under the provisions of bankruptcy legislation, may result in our security holders losing all or a material portion of their investment in our securities.

Risks Related to Our Business

Competition may have an adverse effect on our business. We are subject to competition from other companies that may try to emulate or compete with similar products or services. These competitors have been in the business longer than us and may have large executive and operating staffs. Our prospects may be adversely affected by competition from these companies. The introduction of similar or superior

products by current or future competitors could have a material adverse effect on our business and financial condition.

Dependence on proprietary technology and risks of third party infringement claims could adversely affect our business and results of operations. Although we have Trademark and Copyright protection, our measures to protect our current proprietary rights may be inadequate to prevent misappropriation of such rights or that our competitors will not independently develop or patent technologies that are substantially equivalent to or superior to our technologies. Additionally, although we believe that our products and technologies do not infringe upon the proprietary rights of any third parties, that third parties may assert infringement claims against products and technologies that we license, or has the rights to use, from third parties. Any such claims, if proved, could materially and adversely affect our business and results of operations. In addition, though any such claims may ultimately prove to be without merit, the necessary management attention to, and legal costs associated with litigation or other resolution of such claims could materially and adversely affect our business and results of operations.

Uncertainty of commercial success may affect our ability to remain in business. With respect to our revenue and profitability prospects, we may not be able to achieve commercial success with our Com-Guard products. Furthermore, the computer industry is characterized by rapid change and growth. Accordingly, we may not be able to keep up with the pace of technological change or fund its growth. If we fail to achieve commercial success, we will continue to suffer net losses and we will have to go out of business.

Uncertainty of our Merger and Acquisition Strategy may affect our ability to remain in business. With respect to our desire to acquire and or merge with other businesses, there can be no assurance that we will be successful in implementing any Mergers or Acquisitions.

We May Acquire Unrelated Business and Change Its Current Operations.

We are currently looking at other business models and business operations. These new operations may be materially different from the current business model and operation that currently exist. Any change in the business operations may materially affect our share price and revenue generation ability.

We May Not Be Able To Secure Agreement With Potential Acquisition Companies or Joint Venture Partners or Such Partners May Be Unreliable or Unable To Carry Through With Their Obligations Under Such Agreements.

Although we have entered into some Letters of Intent and/or joint venture agreements with various companies, there is no assurance that they will be able or willing to fulfill their obligations under those agreements.

Risks Related to Finance

We need to raise capital. There is no assurance the company will be able to raise any of the funds required to finance the expansion of its business either in this or any other period.

We are at an early stage of development and have a relatively short operating history; therefore, there is a limited amount of information about us upon which you can evaluate our business and prospects for future success.

We are an early-stage company with an unproven business strategy and may never achieve commercialization of our software products or profitability.

Our software products are new and unproven and may not allow us or our collaborators to develop successful commercial products.

Any termination or breach by or conflict with our business partners or licensees could harm our business. We may encounter difficulties in managing our growth, which could increase our losses.

Risks Related to Intellectual Property

Our ability to patent, trademark or copyright our products are uncertain because the interpretation of patent laws can be highly uncertain and subject to change, which may adversely affect our ability to earn revenue through the development and commercialization of our products.

Our patent applications may not result in enforceable patent rights, which may result in our inability to earn revenues selling our products. We may be unable to protect our trade secrets, which may adversely affect our ability to earn future revenues. We and our customers may be subject to extensive and uncertain regulatory requirements, which could increase our operating costs or adversely affect our ability to obtain regulatory approval in a timely manner, or at all, for products that we identify, which in turn could adversely affect our financial condition and results of operations. Third parties may file intellectual property lawsuits against us, and, if any suit is successful, we could face substantial liabilities that may exceed our resources.

C. Off-Balance Sheet Arrangements

The Issuer has no Off-Balance Sheet Arrangements.

Part E Issuance History

Item XVII List of Securities Offerings and Shares Issued for Services in the Past Two Years

Below is a listing of share issuances by the Issuer:

On October 10, 2005, the Company issued 2,000,000 shares of common stock to the Chief Executive Officer of the Company having a fair value of \$160,000, in payment for director fees for services provided to the Company.

On January 25, 2006, the Board authorized the increase of the Company's authorized common stock from 25,000,000 shares to 100,000,000 shares.

On March 23, 2006, the Company issued 450,000 shares of common stock to Directors of the Company having a fair value of \$108,000, in payment for being board members of the Company.

On March 23, 2006, the Company issued 350,000 shares of common stock having a fair value of \$84,000, in payment for legal services provided to the Company.

On March 23, 2006, the Company issued 50,000 shares of common stock having a fair value of \$12,000, in payment for consulting services provided to the Company.

On March 23, 2006, the Company issued 6,600,000 shares of common stock in conversion to the unpaid Directors' fee from the period starting November 1, 2004 to January 31, 2006 representing fifteen (15) months of continuous service to the Company.

On April 7, 2006, the Company issued 7,271,263 shares of common stock to the Chief Executive Officer of the Company in conversion to a note originally valued at \$363,563.

On July 28, 2006, the Company issued 60,000 shares of common stock to a former employee in full settlement of the claim.

On July 31, 2006, the Company authorized to issue 1,000,000 shares of common stock to a consultant of the Company having a fair value of \$170,000 for consulting services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock to a consultant of the Company having a fair value of \$17,000 for investment banking services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock having a fair value of \$17,000 in payment for legal services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock having a fair value of \$17,000 in payment for director's services provided for the Company. The value of this transaction is included within stock payable.

On Jan 27, 2009 the Company authorized to issue 4,800,000 shares of common stock having a fair value of \$120,000 in payment for Note Conversion provided for the Company. The value of this transaction is included within stock payable.

On August 1, 2009 the Company authorized to issue 10,000,000 shares of common stock having a fair value of \$100,000 in payment for marketing services provided for the Company. The value of this transaction is included within stock payable.

On September 10, 2009 the Company authorized to issue 100,000 shares of common stock having a fair value of \$4,300 in payment for a joint venture agreement. The value of this transaction is included within stock payable.

On October 13, 2009 the Company authorized to issue 100,000 shares of common stock having a fair value of \$19,000 in payment for consulting services. The value of this transaction is included within stock payable.

On November 4, 2010 the Company issued 87,000,000 shares of common stock to Emry Capital Group, Inc. for a financing for which the Company received a down payment of \$25,000 and a balance due of \$70,000 when the financing is completed.

On December 21, 2010 the Company issued 3,000,000 shares of common stock to GP Iris LLC at a value of \$15,000 for Investment Banking advice.

On December 21, 2010 the Company issued 3,000,000 shares of common stock to Howard McEldowney at a value of \$15,000 for Advisory Board Director fees.

On January 7, 2011 the Company issued 25,974,025 common shares to TJ Management for \$73,260.

On January 7, 2011 the Company issued 28,000,000 shares to E-Lionheart Associates LLC for \$83,000.

On February 8, 2011 the Company issued 30,000,000 shares to Cardona Solutions and 10,000,000 shares to RES Holdings \$25,000.

On February 8 the Company issued 1,000,000 shares to Donald Nussbaum at a value of \$1000 for consulting.

On February 8, 2011 the Company issued 5,000,000 shares to Nathan Perlmutter at a value of \$5000 for consulting.

On February 10, 2011 the Company issued 44,403,576 shares to Far Niente for \$20,000.

On February 10, 2011 the Company issued 5,000,000 shares to Carrier Alliance Group valued at \$5000 for consulting.

On April 26, 2011 the Company issued 70,000,000 shares to E-Lionheart for \$50,000

On June 10, 2011 the Company issued 20,000,000 shares to PMR & Associates valued at \$20,000 for consulting

On June 22, 2011 the Company issued 80,000,000 shares to Cardona Solutions Group valued at \$100,000 for consulting

On July 21, 2011 the Company issued 28,000,000 shares to E-Lionheart Associates for \$25,000

During the quarter ending October 31, 2011, the Company issued 195,000,000 shares for services valued at \$97,500 and accrued liabilities and 25,000,000 for \$15,000 in cash.

During the quarter ending January 31, 2011, the Company issued no securities.

During the quarter ending April 31, 2012, the Company issued 525,000,000 shares for accrued liabilities.

During the quarter ending July 31, 2012, the Company issued 80,500,000 for services valued at \$150,000 and issued 167,500,000 shares for \$44,965 in cash.

Part F Exhibits

Item XVIII Material Contracts

Not applicable

Item XIX Articles of Incorporation and Bylaws

The Issuer's Articles of Incorporation and Bylaws are incorporated by reference. They were filed as an Exhibit to the Issuer's Annual Report for the fiscal year ending July 31, 2010, which was filed on August 6, 2010. Additionally, the Company is filing the recent amendment to its Articles of Incorporation filed with Nevada to effectuate the most recent reverse stock split. These were filed with OTCMarkets on September 20, 2012.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers

Not applicable

Item XXI Issuer's Certification

I, Ernest B. Remo, certify that:

- 1. I have reviewed this Annual Report (as of July 31, 2012) of American Diversified Holdings Corporation*
- 2. Based on my knowledge, this disclosure statement does not contain any untrue statements made, in light of the circumstances under which such statements were made not misleading with respect to the period(s) 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*

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Dated this 21st day of September, 2012

AMERICAN DIVERSIFIED HOLDINGS CORPORATION

By: /s/ Mr. Ernest B. Remo

*Name: Mr. Ernest B. Remo
Position: Chairman/CEO
Phone: 858-259-4534
E-mail: ernest@americandiversifiedholdings.com
Web-Page: www.americandiversifiedholdings.com*

Exhibit A

CONSOLIDATED FINANCIAL INFORMATION

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BALANCE SHEET	For the Year Ended July 31, 2012	For the Year Ended July 31, 2011
Assets		
Cash	\$ 4,727	\$ 33,909
Note Receivable - PMR	-	-
Stock Receivable	134,403	134,403
	<u>139,130</u>	<u>168,312</u>
Total Assets	\$ 139,130	\$ 168,312
Liabilities and Shareholders' Deficiency		
Accounts Payable	\$ 300	\$ 874
Accrued marketing and director fees	405,000	345,000
Accrued legal fees	17,000	17,000
Other current liabilities	-	-
Current liabilities of discontinued operations	125,000	125,000
Loan payable to officers	123,304	123,304
Note payable to Officer	593,309	557,896
	<u>1,263,913</u>	<u>1,169,074</u>
Total Liabilities	\$ 1,263,913	\$ 1,169,074
Preferred Stock, \$.001 par value, 200,000 shares authorized; 100,000 shares issued and outstanding	\$ -	\$ -
Common Stock, \$.001 par value, 1,000,000,000 shares authorized and; 673,992,929 shares and 960,775,323 shares issued and outstanding at July 31, 2010 and July 31, 2011, respectively.	673,992	960,775
Additional paid in capital	16,277,207	15,688,335
Accumulated Deficit	<u>(18,075,982)</u>	<u>(17,649,871)</u>
Total Shareholders' Deficiency	\$ (1,124,783)	\$ (1,000,762)
Total Liabilities and Shareholders' Deficiency	<u>\$ 139,130</u>	<u>\$ 168,312</u>

See accompanying notes

INCOME STATEMENT	For the Year Ended July 31, 2012		For the Year Ended July 31, 2011	
Revenue	\$	-	\$	-
Expenses				
Travel	\$	18,997	\$	53,269
Accounting		900		900
Director's Compensation		60,000		112,500
Accrued Officer's Salaries		-		-
Accrued Salaries		30,000		30,000
Financing Fees		-		-
Consulting Fees		236,165		338,352
Legal Fees		4,500		71,000
General and administration		76,524		36,188
Total Expenses	\$	397,086	\$	642,209
Loss from continuing operations	\$	(397,086)	\$	(642,209)
Other Income (Expenses)				
Interest expense	\$	(28,818)	\$	(28,424)
Forgiveness of debt		-		-
Total Other income (Expenses)	\$	(28,818)	\$	(28,424)
Net Loss	\$	(425,904)	\$	(670,633)

See accompanying notes

SHAREHOLDERS' EQUITY

	Common Stock		Additional	Retained	
	shares	amount	Paid-in	Earnings	Total
	-	-	Capital	(Accumulated	-
	-	-	-	Deficit)	-
Balance, July 31, 2009	146,289,166	\$ 146,289	\$ 15,309,522	\$ (16,547,644)	\$ (1,091,833)
Common stock issued for services and accrued liabilities	10,200,000	10,200	-	-	10,200
Loan conversion	4,800,000	4,800	-	-	4,800
Net income/(loss) for the period	-	-	-	(18,361)	(18,361)
Balance October 31, 2009	161,289,166	\$ 161,289	\$ 15,309,522	\$ (16,566,005)	\$ (1,095,194)
Common stock issued for services and accrued liabilities	50,000	50	-	-	50.00
Loan conversion	333,556	336	-	-	335.56
Warrant conversion	1,000,000	1,000	(1,000)	-	-
Net income/(loss) for the period	-	-	-	4,563	4,563
Balance January 31, 2010	162,672,722	\$ 162,675	\$ 15,308,522	\$ (16,561,442)	\$ (1,090,245)
Common stock issued for services and accrued liabilities	46,000,000	46,000	-	-	46,000
Loan conversion	-	-	-	-	-
Net income/(loss) for the period	-	-	-	(267,342)	(267,342)
Balance, April 30, 2010	208,672,722	\$ 208,675	\$ 15,308,522	\$ (16,828,784)	\$ (1,311,587)
Common stock issued for services and accrued liabilities	8,200,000	8,200	32,800	-	41,000
Note conversion	16,000,000	16,000	44,000	-	60,000
Net income/(loss) for the period	-	-	-	(150,455)	(150,455)

Balance, July 31, 2010	232,872,722	\$ 232,875	\$ 15,385,322	\$ (16,979,239)	\$ (1,361,042)
Common stock issued for services and accrued liabilities	39,225,000	39,225	353,025	-	392,250
Common stock cancelled	(1,000,000)	(1,000)	(4,000)	-	(5,000)
Net income/(loss) for the period	-	-	-	(436,390)	(436,390)
Balance, October 31, 2010	271,097,722	\$ 271,100	\$ 15,734,347	\$ (17,415,629)	\$ (1,410,182)
Common stock issued for services and accrued liabilities	3,000,000	3,000	12,000	-	15,000
Common stock issued	753,974,025	753,972	(492,712)	-	261,260
Common stock returned to Treasury	(60,000,000)	(60,000)	60,000	-	-
Adjustment to agree to Stock Transfer Agent	(700,000)	(700)	700	-	-
Net income/(loss) for the period	-	-	-	33,974	33,974
Balance, January 31, 2011	967,371,747	\$ 967,372	\$ 15,314,335	\$ (17,381,655)	\$ (1,099,948)
Common stock issued for services and accrued liabilities	11,000,000	11,000	-	-	11,000
Common stock issued	154,403,576	154,402	-	-	154,402
Common stock returned to Treasury	(200,000,000)	(200,000)	200,000	-	-
Net income/(loss) for the period	-	-	-	(86,227)	(86,227)
Balance, April 30, 2011	932,775,323	\$ 932,774	\$ 15,514,335	\$ (17,467,882)	\$ (1,020,774)
Common stock issued for services and accrued liabilities	80,000,000	80,000	-	-	80,000

Common stock issued	48,000,000	48,001	(3000)	-	45,001
Common stock returned to Treasury	(100,000,000)	(100,000)	100,000	-	-
Adjustment – Stock issued for consulting that had been accrued	-	-	77,000	-	77,000
Net income/(loss) for the period	-	-	-	(181,989)	(181,989)
Balance, July 31, 2011	960,775,323	\$ 960,775	\$ 15,688,335	\$ (17,649,871)	\$ (1,000,762)
	=====	=====	=====	=====	=====
Common stock issued for services and accrued liabilities	195,000,000	195,000	(97,500)	-	97,500
Common stock issued	25,000,000	25,000	(15,000)	-	10,000
Common stock returned to Treasury	(200,000,000)	(200,000)	200,000	-	-
Net income/(loss) for the period	-	-	-	(161,281)	(161,281)
Balance, October 31, 2011	980,775,323	\$ 980,775	\$ 15,775,835	\$ (17,811,152)	\$ (1,054,543)
	=====	=====	=====	=====	=====
Common stock issued for services and accrued liabilities	-	-	-	-	-
Common stock issued	-	-	-	-	-
Common stock returned to Treasury	-	-	-	-	-
Investment & Contract for purchase of business	-	-	10,000	-	10,000
Net income/(loss) for the period	-	-	-	(38,482)	(38,482)
Balance, January 31, 2012	980,775,323	\$ 980,775	\$ 15,785,835	\$ (17,849,634)	\$ (1,083,025)
	=====	=====	=====	=====	=====
Common stock issued for services and accrued liabilities	525,000,000	525,000	(500,000)	-	25,000
Common stock issued	-	-	-	-	-
Common stock returned to Treasury	(117,922,131)	(117,922)	117,922	-	-

1 for 1000 Reverse Split	(991,860,280)	(991,860)	991,860	-	-
Investment & Contract for purchase of business	130,000,000	130,000	(113,375)	-	16,625
Net income/(loss) for the period	-	-	-	(68,610)	(68,610)
Balance, April 30, 2012	525,992,912	\$ 525,992	\$ 16,282,242	\$ (17,918,244)	\$ (1,110,010)
	=====	=====	=====	=====	=====
Common stock issued for services and accrued liabilities	80,500,000	80,500	(150,000)	-	(69,500)
Common stock issued	167,500,000	167,500	44,965	-	212,465
Common stock returned to treasury	(100,000,000)	(100,000)	100,000	-	-
Adjustment to agree with Transfer Agent resulting from stock split	17	-	-	-	-
Net income/(loss) for period	-	-	-	(157,738)	(157,738)
Balance, July 31, 2012	673,992,929	\$673,992	\$16,277,207	\$(18,075,982)	\$(1,124,783)
	=====	=====	=====	=====	=====

CASH FLOW STATEMENT	For the Year Ended 7/31/12 (FY 2011)	For the Year Ended 7/31/11 (FY 2010)
Cash flows from operating and activities of discontinued operation		
Net loss	(425,904)	(670,633)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities		
Accounts Payable	(759)	(213,126)
Current Liabilities	-	-
Accrued Expenses	60,000	6,000
Note receivable	-	7,000
Note payable - Officer	35,391	(29,422)
	-	-
Net cash (used) provided by operating activities	(331,272)	(900,181)
	-	-
Cash flows from investing activities of discontinued operation		
Purchase of property and equipment	-	-
	-	-
Net cash used in investing activities	-	-
	-	-
Cash flows from financing activities		
Stock receivable	-	(104,404)
Common Stock	(286,782)	727,901
Additional Paid-in-Capital	588,872	303,013
Repayments of long-term debt	-	-
	-	-
Net cash provided by (used in) financing activities	302,090	926,510

	-	-
Net (Decrease) increase in cash	(29,182)	26,329
Cash at beginning of period	33,909	7,580
Cash at end of period	4,727	33,909

Supplemental disclosure of cash flow information

-		
Cash paid during the year for		
Interest		
Income taxes		

Schedule of Noncash Operating and Investing Transactions

Common stock issued for investment	758,877,601	336,377,601
Common stock issued for services and accrued liabilities	340,085,556	164,585,556

Common stock issued for conversion of a note and interest payable to CEO

See accompanying notes to condensed consolidated financial statements.

Note 1: ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization and Business

Lasik America, Inc. (the "Company") was incorporated in the State of Nevada on March 21, 2001. The Company operates an ophthalmic laser vision correction center in Albuquerque, New Mexico. On August 5, 2004, Lasik America, Inc. consummated its merger with Salus Holding, Inc. On October 26, 2004, the company changed its name to Critical Care, Inc. On May 11, 2006, the Company sold all of its property and equipment to facilitate the Company's migration out of the Lasik business into a dialysis services company.

Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company had a net loss of \$425,904 for the year ending July 31, 2012, and a working capital and shareholders' deficiency of \$139,130 for the same period, which raises substantial doubts about its ability to continue as a going concern. The financial statements do not include adjustments that might result from the outcome of this uncertainty.

Management believes that actions are presently being taken to revise the Company's operating and financial requirements in order to improve the Company's financial position and operating results. However, given the levels of its cash resources and working capital deficiency at July 31, 2012, anticipated cash to be generated by operations will be insufficient to meet anticipated cash requirements for operations, working capital, and capital expenditures during 2007. Therefore, the Company is seeking additional equity or debt financing, but there can be no assurance that sufficient additional financing will be available.

Financial Instruments

Statement of Financial Accounting Standards No. 107 "Disclosure about Fair Value of Financial Instruments" requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate the value. For purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced sale or liquidation. The carrying amounts reported in the balance sheet for cash, cash overdraft, accounts receivable, accounts payable, accrued liabilities, taxes payable and patient deposits approximate fair value due to the immediate short-term maturity of these financial instruments.

The fair value of the Company's long-term debt approximates the carrying amount based on the current rates offered to the Company for debt of the same remaining maturities with similar collateral requirements.

Property and Equipment

Property and equipment are recorded at cost. Depreciation is calculated on a straight-line basis over the estimated useful lives of the depreciable assets which range from three to five years. As of Jan 31, 2011, the Company has no existing property and equipment.

Revenue Recognition

Revenues were generated by the vision correction procedures performed at the Company's laser center. Follow-up corrective procedures for customer satisfaction, consisting of re-treatment, were performed when necessary. Facility fees were derived from the use of the Company's then equipment by affiliate doctors who paid the Company a standard fee per procedure. The Company recognized revenues when the vision correction procedures were performed. As of April 26, 2006, the Company discontinued the Lasik clinic operation.

Earnings (Loss) Per Share

In 1997, the FASB issued SFAS No. 128, "Earnings per Share", which specifies the computation, presentation and disclosure requirements for earnings per share for entities with publicly held common stock. SFAS No. 128 supersedes the provisions of APB No. 15, and requires the presentation of basic earnings per share and diluted earnings per share. The Company has adopted the provisions of SFAS No. 128 effective March 21, 2001.

Basic earnings (loss) per share is calculated by dividing the earnings net (loss) available to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings (loss) per share are calculated assuming the issuance of common shares resulting from the exercise of stock options and warrants. Dilutive securities are not included in the calculation of loss per share because their effect would have been anti-dilutive.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

Stock-Based Compensation

The Company has adopted Statement of Financial Accounting Standards No. 123, "Accounting for Stock-Based Compensation" ("SFAS No.123"), which establishes a fair value method of accounting for stock-based compensation. The provisions of SFAS No. 123 allow companies to either expense the estimated fair value of stock options or to continue to follow the intrinsic value method set forth in Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees", but to disclose the pro forma effect on net loss and net loss per share had the fair value of the stock options been exercised. The Company has elected to continue to account for stock-based compensation plans utilizing the intrinsic value method. Accordingly, compensation cost for stock options is measured as the excess, if any, of the fair market price of the Company's common stock at the date of the grant above the amount an employee must pay to acquire the common stock.

In accordance with SFAS No. 123, with respect to stock-based employee compensation, the value of the stock-based award is determined using the Black-Scholes option pricing model, whereby compensation cost is the fair value of the award as determined by the pricing model at the grant date or other measurement date. The resulting amount is charged to expense on the straight-line method.

In December 2004, the FASB issued FASB Statement No. 123 (revised 2004), "Share-Based Payment" ("FAS 123 (R)"). FAS 123 (R) replaces FASB Statement No, 123, Accounting for Stock-Based Compensation", and supersedes APB Opinion No. 25, Accounting for Stock Issued to Employees". FAS 123(R) requires that the compensation cost relating to share-based payment transactions be recognized in the financial statements. That cost will be measured based on the fair value of the equity or liability instruments issued. The provisions of this Statement are effective for the First interim or annual reporting period that begins after December 15, 2005. The Company has evaluated the impact of FAS 123(R) and has determined that the adoption of FAS 123(R) does not have a material impact on its financial statement presentation or disclosure of the Company. To date no options to employees or non-employees have resulted in compensation.

Recent Accounting Pronouncements

The Financial Accounting Standards Board has recently issued several Statements of Financial Accounting Standards.

In May 2005, the FASB issued SFAS 154 that establishes new standards on accounting for changes in accounting principles. Pursuant to the new rules, all such changes must be accounted for by retrospective application to the financial statements of prior periods unless it is impracticable to do so. SFAS No. 154 completely replaces Accounting Principles Bulletin (APB) Opinion 20 and SFAS 3, though it carries forward the guidance in those pronouncements with respect to accounting for changes in estimates, changes in the reporting entity, and the correction of errors made in fiscal years beginning after December 15, 2005.

The Company does not expect that the adoption of this pronouncement will have a material effect on the Company's financial position or results of operations.

NOTE 2 PROPERTY AND EQUIPMENT

Property and equipment consist of the following as of July 31, 2007 and 2008:

	2007	2008
Medical equipment		
Assets obtained through capital lease obligation Leasehold improvements		
Office equipment, furniture and fixtures	\$0	\$0
Less accumulated depreciation		
Net property and equipment	\$0	\$0

Depreciation expense for the years ended July 31, 2006
And 2007, were \$53,003 and \$0, respectively
As of May 11, 2006, all the assets have been sold as part of the
discontinued operation. The property and equipment was sold for
\$159,500 resulting in a gain of \$15,442

NOTE 3 LONG-TERM DEBT

Long-term debt consists of the following as of July 31, 2011 and 2010:

	<u>July 31, 2011</u>	<u>July 31, 2012</u>
Note payable by the Company to The CEO, Ernest Remo	\$557,896	\$593,309
Long Term Note in exchange for future consulting services	\$0	\$0
Long Term Loan due former officer	\$123,304	\$123,304

NOTE 4 COMMITMENTS AND CONTINGENCIES

Delinquent Payroll and Gross Receipts Taxes

The Company was delinquent on employment taxes payable to the Internal Revenue Service and on gross receipts taxes payable to the State of New Mexico. On April 26, 2006 the Company discontinued operations of the Lasik clinic and on May 11, 2006 the property and equipment were sold for \$119,500. These proceeds were paid directly to the State of New Mexico. As of July 31, 2007 there were no unpaid liabilities on these taxes.

Litigation

On March 31, 2003, a former employee of the Company filed a complaint that she was fired as an employee in spite of an employment contract that she had with the Company. The Company has responded to the complaint stating that she violated her contract through non-performance and dishonesty. On February 9, 2005, the complaint was settled in favor of the employee. The Company was obligated to pay \$1,000 per month beginning March 1, 2005 for the sum of \$13,500, and to issue \$10,000 worth of restricted stock (100,000 shares) at 10 cents based on a share value date February 20, 2005. On July 28, 2006 the Company issued the 60,000 shares of stock in full settlement of the liability.

On June 23, 2006, the Company made a claim settlement agreement in favor of the former CEO to transfer to the Company all of its right, title and interest in its ownership of 950,000 shares of Lasik common stock in return for 3,000,000 shares of Critical Care common stock. The shares were valued at the fair market value of \$0.17 per share. In addition, the Company executed a promissory note in favor of the former CEO in the amount of \$140,000 in satisfaction of repayment of loans, interest earned and attorneys' fees incurred to date. This liability is currently in litigation in which the Company believes that because of certain factors which have come to light regarding the circumstances leading up to this settlement, there will be no liability to the Company.

NOTE 5 BUSINESS COMBINATIONS

On August 5, 2004, the Company consummated its merger with Salus Holding, Inc. ("Salus"). Pursuant to the merger agreement, the shareholders of Salus have been issued 2,000,000 shares of common stock of the Company. The sole shareholder of Salus, Homeland Security Technology, Inc. was issued 2,000,000 shares of Critical's Common Stock that approximated 43.7 percent of the outstanding shares of Critical calculated on a fully diluted basis at the date of issuance.

Salus was the sole shareholder in Icon Salus S.r.L, a company formed under the laws of Italy ("Icon Salus"). Salus was constructing a dialysis facility in Amaseno, Italy. Following the Company's acquisition of Salus, the Company experienced difficulties in the development of the Amaseno Clinic and was unable to obtain the requisite permits and licenses from the Italian government, provincial and local. Thus on October 31, 2004, the Company abandoned the development of the Amaseno Clinic and recorded \$360,000 loss on this investment.

On October 28, 2004, the Company entered into an agreement to purchase certain rights to acquire a group of five dialysis clinics from Icon Veneto srl ("Icon Veneto55), an Italian company, pursuant to a rights purchase agreement. The rights purchased consist of a binding letter of intent assigned to the Company pursuant to the agreement.

Pursuant to the rights purchase agreement the Company issued to Icon Veneto 100,000 shares of preferred stock of the Company. The preferred stock was convertible into 10,000,000 shares of common stock of the Company. The five dialysis clinics which are the subject of the rights purchase agreement had established revenues of over Euro 4,000,000 (US\$5,250,000). On February 1, 2005, the Company and Icon Veneto entered into a settlement agreement whereby the rights purchase agreement was terminated void ab initio, as if it never existed, as a result of a dispute between Icon Veneto and the Company with respect to representations of Icon Veneto with respect to the rights. Consequently, the Company Preferred Stock issued to Icon Veneto was cancelled.

NOTE 6 SHAREHOLDERS' EQUITY

On October 10, 2005, the Company issued 2,000,000 shares of common stock to the Chief Executive Officer of the Company having a fair value of \$160,000, in payment for director fees for services provided to the Company.

On January 25, 2006, the Board authorized the increase of the Company's authorized common stock from 25,000,000 shares to 100,000,000 shares.

On March 23, 2006, the Company issued 450,000 shares of common stock to Directors of the Company having a fair value of \$108,000, in payment for being board members of the Company.

On March 23, 2006, the Company issued 350,000 shares of common stock having a fair value of \$84,000, in payment for legal services provided to the Company.

On March 23, 2006, the Company issued 50,000 shares of common stock having a fair value of \$12,000, in payment for consulting services provided to the Company.

On March 23, 2006, the Company issued 6,600,000 shares of common stock in conversion to the unpaid Directors' fee from the period starting November 1, 2004 to January 31, 2006 representing fifteen (15) months of continuous service to the Company.

On April 7, 2006, the Company issued 7,271,263 shares of common stock to the Chief Executive Officer of the Company in conversion to a note originally valued at \$363,563.

On July 28, 2006, the Company issued 60,000 shares of common stock to a former employee in full settlement of the claim.

On July 31, 2006, the Company authorized to issue 1,000,000 shares of common stock to a consultant of the Company having a fair value of \$170,000 for consulting services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock to a consultant of the Company having a fair value of \$17,000 for investment banking services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock having a fair value of \$17,000 in payment for legal services provided for the Company. The value of this transaction is included within stock payable.

On July 31, 2006, the Company authorized to issue 100,000 shares of common stock having a fair value of \$17,000 in payment for director's services provided for the Company. The value of this transaction is included within stock payable.

On Jan 27, 2009 the Company authorized to issue 4,800,000 shares of common stock having a fair value of \$120,000 in payment for Note Conversion provided for the Company. The value of this transaction is included within stock payable.

On August 1, 2009 the Company authorized to issue 10,000,000 shares of common stock having a fair value of \$100,000 in payment for marketing services provided for the Company. The value of this transaction is included within stock payable.

On September 10, 2009 the Company authorized to issue 100,000 shares of common stock having a fair value of \$4,300 in payment for a joint venture agreement. The value of this transaction is included within stock payable.

On October 13, 2009 the Company authorized to issue 100,000 shares of common stock having a fair value of \$19,000 in payment for consulting services. The value of this transaction is included within stock payable.

On November 4, 2010 the Company issued 87,000,000 shares of common stock to Emry Capital Group, Inc. for a financing for which the Company received a down payment of \$25,000 and a balance due of \$70,000 when the financing is completed.

On December 21, 2010 the Company issued 3,000,000 shares of common stock to GP Iris LLC at a value of \$15,000 for Investment Banking advice.

On December 21, 2010 the Company issued 3,000,000 shares of common stock to Howard McEldowney at a value of \$15,000 for Advisory Board Director fees.

On January 7, 2011 the Company issued 25,974,025 common shares to TJ Management for \$73,260.

On January 7, 2011 the Company issued 28,000,000 shares to E-Lionheart Associates LLC for \$83,000.

On February 8, 2011 the Company issued 30,000,000 shares to Cardona Solutions and 10,000,000 shares to RES Holdings \$25,000.

On February 8 The Company issued 1,000,000 shares to Donald Nussbaum at a value of \$1000 for consulting.

On February 8, 2011 the Company issued 5,000,000 shares to Nathan Perlmutter at a value of \$5000 for consulting.

On February 10, 2011 the Company issued 44,403,576 shares to Far Niente for \$20,000.

On February 10, 2011 the Company issued 5,000,000 shares to Carrier Alliance Group valued at \$5000 for consulting.

On April 26, 2011 the Company issued 70,000,000 shares to E-Lionheart for \$50,000

On June 10, 2011 the Company issued 20,000,000 shares to PMR & Associates valued at \$20,000 for consulting

On June 22, 2011 the Company issued 80,000,000 shares to Cardona Solutions Group valued at \$100,000 for consulting

On July 21, 2011 the Company issued 28,000,000 shares to E-Lionheart Associates for \$25,000

During the quarter ending October 31, 2011, the Company issued 195,000,000 shares for services valued at \$97,500 and accrued liabilities and 25,000,000 for \$15,000 in cash.

During the quarter ending January 31, 2011, the Company issued no securities.

During the quarter ending April 31, 2012, the Company issued 525,000,000 shares for accrued liabilities.

During the quarter ending July 31, 2012, the Company issued 80,500,000 for services valued at \$150,000 and issued 167,500,000 shares for \$44,965 in cash.

NOTE 7 TROUBLED DEBT RESTRUCTURING

The Company had a loan secured by the Excimer laser equipment. This laser was included in the sale of assets on May 11, 2006. The loan had an original face value of \$200,000. The interest rate of the loan was 8% per annum and the maturity date was on February 1, 2007. The loan was rewritten to become unsecured. The equipment was sold for \$40,000 and the sale in 2006 was \$160,000. This restructuring facilitated the migration out of the lasik business and into a medical services company.

The Company recorded the amount of \$510,000 troubled debt restructuring expenses for the issuance of the 3,000,000 shares of the Company's common stock to a former officer pursuant to the settlement agreement made on June 23, 2006. The shares were valued at the fair market value of \$0.17 per share. The value of this transaction is included within stock payable. See Notes 4 and 5.

The Company has a marketing agreement, which was amended with respect to increasing the engagement period, in place that requires payment to a third party. The Company is working with

the third party to alleviate this debt. This debt is accounted for in the \$330,000 accrued marketing and directors' fees.

NOTE 8 RELATED PARTY TRANSACTIONS

On December 31, 2005, the Company issued a Note Payable to the Chief Executive Officer for \$363,563 plus 5% interest in exchange for expenses of the Company that were paid by the officer. The note was converted into common stock on April 7, 2006.

During the fiscal year ended July 31, 2006, the Chief Executive Officer loaned the Company \$43,805 in the form of payments made on behalf of the Company. Unpaid interest of the loan as of July 31, 2006 was \$799 which was included in the current liabilities of discontinued operation.

NOTE 9 STOCK WARRANTS

During the period ended July 31, 2002, the Company issued 125,000 warrants to an existing shareholder. The warrants granted the shareholder the right to purchase, for \$7.20, an additional share of common stock for each common share currently owned by the shareholder and expired on July 31, 2006. The value of warrants at the time of issuance was nominal since there was no active market for either the stock or the warrants. As of July 31, 2006, all of the warrants remained outstanding.

NOTE 10 MATERIAL EVENTS

On September 11, 2006, the Company issued 850,000 shares of common, stock having a fair value of \$51,000 in payment for services pursuant to S-8 filing.

On September 12, 2006, the Company issued 150,000 shares of common stock having a fair value of \$9,000 in payment for services pursuant to S-8 filing.

On September 12, 2006, the Company issued 1,800,000 shares of common stock to the CEO of the company having a value of \$108,000 in payment for director fees.

On September 18, 2006, the Company issued 1,000,000 shares of common stock for the purchase of Body Mass Solutions, Inc. valued at \$65,000.

On September 18, 2006, the Company issued 2,000,000 shares of common stock to a consultant of the Company having a fair market value of \$130,000 for investment banking services provided for the Company.

On September 28, 2006, the Company issued 3,000,000 shares of common stock having a fair value of \$510,000 in favor of the former CEO pursuant to the claim settlement agreement.

On September 28, 2006, the Company issued 666,667 shares of common stock to a creditor of the Company having a fair market value of \$133,016 in payment of financing fees pursuant to the executed promissory note.

On December 1, 2006 the Company issued a 2 year convertible note to Brad van Siclen in the amount of \$1,000,000.00 with an annual coupon of 10%. This Note is convertible into 4,000,000 shares of the Company's common stock.

On June 17, 2011, American Diversified Holdings Corporation announced that it has completed the acquisition of Mississauga, Ontario based cloud computing company Rebel Networks. Domenic Macchione, President and CEO of Rebel Networks, Inc., stated: “This is a major development for us as it will allow us to expand our current cloud platform to a broader scale, allow us to expand our cloud offerings at a more rapid pace, and make Rebel Networks a major player in the cloud computing space. This opportunity will also open up new markets in e-health, mobility and the area of HIPAA compliance.”

ABOUT REBEL NETWORKS

Rebel Networks is a leading provider of outsourced Internet infrastructure and related managed web solutions. Rebel Networks services include the provision of self- managed and fully managed dedicated servers, unmanaged collocation services, domain names services, Web Design, Application Development, & shared web hosting solutions. Rebel Networks deploys secure, scalable, high performance business solutions to customers ranging from small, emerging businesses to large, and enterprise corporations. For more information visit www.REBELNETWORKS.com

While the Company announced its acquisition of Rebel Networks in June 2011, the finalization and consolidation of the transaction has not occurred as of the date of this filing. The Company and Rebel Networks have continued their due diligence to complete the transaction, and the framework of the transaction remains in place; however, the Company has not made payment to Rebel Networks as of the date of this filing, but intends to do so prior to the end of the calendar year 2011. As of the date of this filing, the anticipated consolidation has not taken place.

Additional press releases during the year ending July 31, 2012 are:

Jul 23, 2012	American Diversified Holdings Corporation (ADHC) Announces Fiscal Year Change
Jul 20, 2012	Rebel Networks to Launch Business Cloud Box
Jul 17, 2012	Rebel Network Positioned to Lead Managed Cloud Hosting Sector
Jun 29, 2012	American Diversified Holdings Corporation Formally Enters \$160 Billion Cloud Computing Industry

As a clarification, the Company did not effectuate its fiscal year change as it did not receive the required information and approval from the Internal Revenue Service in time, and is therefore maintaining its current fiscal year period until it is able to procure that approval.