PINK OTC MARKETS DISCLOSURE STATEMENT

Halberd Corporation (HALB)

***Attention this document correct an error in the beneficial owner section of the previous filing for Sept. 14, 2012!**

Report prepared on, September 14, 2012 for the period ending July 31st 2012

All information contained in this information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Pink OTC Markets.

Management's Discussion and Analysis
Issuer's Initial Disclosure

Part A General Company Information

Item I Issuer

The exact name of the issuer is Halberd Corporation **(herein referred to as "Issuer") incorporated in the State of Nevada.**

Predecessor(s)
None

Item II The address of the issuer's principal executive offices.

7216 Enterprise Drive
Las Vegas Nevada 89147

Production Facility
323 Corban Av.
Concord NC. 28025

Item III State and date of the Issuer's incorporation or organization.

The Issuer Halberd Corporation was incorporated in the State of Michigan in 2007 and re-domiciled to Nevada on January 26th, 2009 under the name Halberd Corporation

Part B Share Structure
Item IV The exact title and class of securities outstanding

Effective *August 24th, 2012* there were 288,238,017 shares of the Issuer's common stock outstanding, par value $0.001, Cusip number 405331109, trading over the counter under the symbol "HALB". There are no shares outstanding of the Issuer's preferred stock. ****updated**

Item V Par or stated value and description of the security

A. Par value of the Issuer's common stock is $0.001
B. Common Stock rights. Each and every common share is entitled to one vote with no preemption rights and rights to dividends as the Issuer may deem appropriate from time to time. There are no provisions in the Issuer's bylaws or charter that would delay, defer or prevent a change in control of the Issuer.

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

Off Filing Period Material Changes

As of, August 24th 2012 Authorized shares were raised from 130,000,000 Shares* par value $0.001 10,000,000 Preferred Shares par value $0.001. to 300,000,000 shares par value $0.001 Preferred stock remains authorized but un-issued. Paper work is filed and awaiting Nevada SOS Approval.

Shares Outstanding: 288,238,017 *as of* August 24th 2012 ****updated**
No preferred shares outstanding
Beneficial Shareholders:

Mark Lundquist 3,949,891 bearing restrictive legend
177 E. Long Lake Road
Bloomfield Hills, MI 48304

Henry Liguori 220,084,263 Affiliate Shares bearing restrictive legend. ****updated**
7216 Enterprise Drive
Las Vegas Nevada 89147

Stephen Wilshinsky controls 13,400,000 Affiliate Shares bearing restrictive Legend ****updated**
23710 Lund Street
Woodland Hills, CA 91367

213710 Enterprises for	2,700,000
5086 Enterprises LLC for	2,700,000
966 Third Av Enterprises LLC for	2,700,000
SMSW Enterprises LLC for	2,700,000
Wilco Financial corp. for	1,000,000
Stephen Wilshinsky for	600,000
Charlotte Wilshinsky for	1,000,000

13,400,000

Shareholder of Record: 95 not including shares held by CEDE Inc ****updated**

Approximate Public Float: *29,020,430 as of September 14, 2012* ****updated**

Part C Business Information

Item VII The name and address of the transfer agent. ****

Interstate Transfer Co.
6076 South 900 East
Suite 101
Salt Lake City, 84121
801-281-9746

Interstate Transfer is registered under the Exchange Act, and is a SEC approved transfer agent.

Item VIII The nature of the Issuer's Business.

The Issuer was incorporated in the State of Michigan on August 2, 2007, under the name Halberd Corporation. On January 26, 2009 Halberd Corporation re-domiciled the Issuer to Nevada.

The Issuer is a corporation, incorporated in the state of Nevada.
The Issuer's fiscal year ends on July 31.
The Issuer has had no bankruptcies or receiverships.
There have been no defaults.

Business of Issuer: ****updated**

Halberd Corporation is a provider of Unmanned Aerial Systems UAS services, Halberd has the technology, equipment, the expertise and the manpower to service all UAS needs world wide. LIDAR technology for surface and corridor mapping, high tension power line and cell tower inspection and maintenance, high resolution optics and inferred for precision agriculture and wide area aerial surveillance applications. Our services leverage the state of the art technologies with support without the burden of hiring, training and maintaining a new division of a business or department just for UAS operations, we provide all of these contract services. All UAS devices will include sense and avoid components, ballistic parachutes, recovery plan in the case our UAS platform goes down over water, on the side or a mountain or in trees. We also provide insurance coverage for any damage caused by our UAS platforms while employed for contract operations.
Issuer's primary SIC Code: 3720 - Aircraft & Parts

The issuer is not now, nor has ever been a “shell company” pursuant to Rule 405 of the Securities Act of 1933.
The issuer has no parent or affiliate.
The Issuer has expended capital on research and development over the past two years.
The Issuer has experienced no costs and effects of compliance with environmental laws.

Item IX Nature of products or services offered. ****updated**

Halberd provides drones for domestic and foreign markets. A substantial portion of these programs will be service, an integral part of any surveillance drone net program. Halberd offers a full range of services and products including:

- Early warning threat detection systems.
- Proprietary software capable of recognizing objects on the ground and in the air. (This software will be the universal standard for all UAS, not only Halberd.)
- Web based access to real time intelligence.
- Airframe replacement insurance.
- Airframe leasing options.
- Compliance with FAA standards and keeping customers updated within national standards and cutting edge software aimed at safety.

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Markets ****updated**

Governments, Business, broadcasting Agriculture and any person or entity requiring air based surveillance. To that end Halberd has entered into a strategic alliance with Advanced Defense Technologies (ADTI) to develop systems and technology for the military defense and homeland security industry. This has been developed under several SBIR Programs with Government Agencies including NASA, DARPA, Phillips Labs (a prestigious defense contractor) and the U.S. military (USAF, ARMY, NAVY and MDA).

Distribution methods ****updated**

Direct sales to end user.

Status of any publicly announced new product or service

The Company intends to gain market share and compete for contracts both civil and governmental for the 4 models of drone we have in current production. The company intends to develop and market new drones in the near future.

Competitive business conditions ****updated**

There are only a few direct competitors for the specific client types being served. The demand is ever growing for the affordable multi-use drone sector.

Halberd will primarily target businesses from the Precision Agriculture and Industrial sectors, State Transportation, Land Surveying, electric line inspection and the USA's 19,000 civilian policing agencies and border security. Halberd developed UAS which are land and water based (take off and landing) for all markets. Halberd's joint venture with Advanced Defense Technologies (ADTI) will establish the industry standard so UAS can safely operate in the USA and other markets.

Issuer's competitive position in the industry.

The Issuer's competitive position in the affordable multi-use unmanned aircraft industry is due to a relatively new market that is growing rapidly.

Methods of competition

The Issuer's is currently marketing to the private sector as well as pursuing government contacts for surveillance vehicles.

Sources and availability of raw materials; names of principal suppliers;

The Issuer's raw materials are commercially available at most any standard outlets and no specialized or difficult to acquire materials are required.

Dependence on one or a few major customers

Not applicable.

Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration.

The Company has 4 proprietary aircraft designs. .

Need for any government approval of principal products or services and the status of any requested government approvals:

The Issuer is currently in compliance with all government regulations in the markets that it serves.

Item X The nature and extent of the issuer's facilities:

The Issuer's office space and Production Facility are solely owned and maintained by the Issuer.

Part D Management Structure and Financial Information
Item XI Names of the chief executive officer, members of the board of Directors, as well as control persons.

Henry Liguori (owner 220,084,263 shares common bearing restrictive legend) ****updated**

Henry Liguori the Director: served in the U.S. Navy and retired having attained the rank of LT. Commander, he now brings the experience from his career to Halberd Corporation with the acquisition of Aerial Drone manufacturing equipment and technology will allow Halbred to move in a new direction as a manufacture of Unmanned Drone Aircraft. My first endeavor will be to bring all financial and reporting obligations current and will be releasing press related to the progress of our new manufacturing capabilities and our marketing strategy to become one of the leading manufactures in unmanned aircraft. The government and military possibilities are endless and eventually is a natural fit for us to do business in this market place currently we will be focusing our efforts in the civilian markets to give our products the exposure and proven flight hrs to compete in this space.

Reuben Lowing (owner 3,846,153 shares common bearing restrictive legend) ****updated**

Reuben James Lowing President: after high school boarded a bus headed to basic training at RTC Great Lakes to pursue a career in the US Navy, he was selected for the rating Designation as a Tradeavsman (TD) and headed to near Memphis, TN to attend Naval Aviation Training Center for advanced aviation electrical schools. While enrolled in Naval Aviation Training Center. He later applied for Basic Underwater Demolition/Seal Teams and was enrolled in BUD/s class 141 October 1986, Reuben Graduated third and fourth peer ranking in his class February 20th 1987.

Reuben accepted his orders to SEAL Team Four where he completed Seal Tactical Training and was awarded as a Combat Swimmer Seal designation August 1987 his first deployment with SEAL Team Four Delta Platoon to the Persian Gulf June of 1988. He held the secondary air operations and intelligence rep for his platoon. With SEAL Team Four Delta platoon he held the primary communications department head and air operations department head position simultaneously. He deployed to the Republic of Panama June 1989 and December 1989 redeployed back to Virginia Beach and three

days later recalled back to Panama for Operation "Just Cause". with Delta Platoon assaulted Patella Airfield and for his actions received a Navy Commendation Medal with Valor.

October 1993 Reuben accepted overseas assignment to Naval Special Warfare Unit Eight on Rodman Naval Station Panama as the Air Operations Department head responsible to all air operations activities in the Southern Command theater. If a Navy SEAL did it out of a aircraft, helicopter of fixed wing aircraft he was in charge of it, from maintaining and issuing the gear, scheduling, briefing the pilots, the crew, the platoons and SEAL operators, load planning and mobility as a free fall and static line jump master, cast master and parachute rigger. September 1993 Reuben was awarded Sailor of the quarter and October 1993 he transferred to SEAL Team One in Coronado CA. he deployed to Korea and was honorably discharged May 26th 1996.

Reuben entered civilian life starting off in sales and obtained his California real-estate license working as a mortgage loan officer for several mortgage and real-estate brokers, independently operating branch officers and supervising loan officers and real-estate agents earning a six figure income and then in 2006 with the down turn in the residential real-estate market Reuben obtained his insurance license and series 6 and 63 to diversify into financial services and attained the level of Marketing Director for Transamerica Financial Services and October 2009 he reached the top of the leader's board for all of San Diego county and the top ten for personal production for nationally.

Reuben took employment as a maritime security agent in the Indian Ocean aboard two merchant ships protecting them against Somalia pirates. During his time in the Indian Ocean he realized a need for better intelligence collection and early warning procedures. While focusing on these challenges he as introduced to Halberd Corp. and because of his operational, business, financial and insurance backgrounds he was asked to take over the president's position for Halberd Corp. November 2011.

Legal/Disciplinary History.

None of the Officers, Directors or Beneficial Shareholders have, in the past five years been the subject of:

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

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;

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

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.

Disclosure of Family Relationships

NONE

Disclosure of Related Party Transactions

There are no related party transactions involving the issuer in which (i) the amount involved exceeds the lesser of $120,000 or one percent of the average of the Issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

Disclosure of Conflicts of Interest

There are no Conflicts of Interest with the Issuer.

Item XII Financial Information for the Issuer's most Recent Fiscal Period

Financial information of the Issuer for both the Issuer's most Recent Fiscal Period and immediately Preceding Fiscal Period are attached hereto as "Exhibit B" and is hereby incorporated by reference. Such quarterly reports include balance sheet, statement of income and comprehensive income, and statement of cash flows. Financial statements are presented for years 2009 through May 30, 2012

Item XIII Financial Information for the Issuer's preceding two fiscal years

Financial information for the Issuer's preceding two fiscal years will be provided. Financial information of the Issuer for the Issuer's preceding two fiscal years is attached hereto as "Exhibit C" and is hereby incorporated by reference. Such fiscal year reports include a balance sheet, statement of income and comprehensive income, statement of cash flows. Financial statements are presented for the fiscal years ending July 31, 2009, July 31, 2010 and July 31, 2011 along with the accompanying notes.

Item XIV Beneficial Owners

Mark Lundquist 3,949,891 bearing restrictive legend. **updated
177 E. Long Lake Road
Bloomfield Hills, MI 48304

Henry Liguori 220,084,263 Affiliate Shares bearing restrictive legend. ****updated**
7216 Enterprise Drive
Las Vegas Nevada 89147

Stephan Wilshinsky 13,400,000 Affiliate Shares bearing restrictive Legend
23710 Lund Street
Woodland Hills, CA 91367

Item XV The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure:

Business development and disclosure: None
Investment Banker: N/A
Promoters: N/A
Securities Counsel: Phillip E. Koehnke, Esq.
Accountant:
Public Relations Consultant: N/A
Investor Relations Consultant: N/A
Consultants:
No advisor assisted, advised, prepared or provided information with respect to this disclosure statement.

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

A. Plan of Operation
The Company is entering in to a stock purchase agreement to acquire the assets and technology of Precision Aviation Inc. a manufacturer of affordable long and short range surveillance aircraft. The Company intends to gain market share and compete for lucrative government and private sector contracts for our products.

Limited Operating History.

We are a developmental business listing and services Company incorporated on January 26, 2009, and as such had minimal operating revenues to date. Further, we have limited assets and earnings to date. The success of our company is dependent upon the extent to which it will gain market share. All financial information and financial projections and other assumptions made by us are speculative and, while based on management's best estimates of projected sales levels, operational costs, consumer preferences, and the general economic and competitive health of our company in the business listing and services marketplace, there can be no assurance that we will operate profitably or remain solvent.

Part E Issuance History

On 8/24/2012 Issued to Henry Liguori Director for CONTROL 200,000,000
On 8/24/2012 Issued to Reuben Lowing President for CONTRACT 3,846,153
On 4/2/2009 Issued Cert # 1001 JOHN C. MADDOX for CONTROL 12,837,112
On 4/2/2009 Issued Cert # 1005 to MARK LUNDQUIST for CONTROL 3,949,891

On March 3, 2009 the company filed a S1 registration issuing 656,000 shares.(see filings) There are no other material issuances of the Issuer's shares within the Issuer's previous last two most recent years.

Part F Exhibits

The following exhibits are attached to this disclosure statement:

Item XVIII Material Contracts

There are no Material Contracts.

Item XIX Articles of Incorporation and Bylaws

The Certificate of Incorporation and Bylaws of the Issuer are attached hereto as "Exhibit A" and are hereby incorporated by reference.

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

The Issuer has made no purchases of Equity Securities

Item XXI Issuer's Certifications

Certifications by President
I, Henry Liguori, certify that:
1. I have reviewed this initial disclosure statement of Halberd Corporation and
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement;

and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.
Date: September 14, 2012

s/ Henry Liguori
Henry Liguori
President/Director