

Amendment to Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

SUNSET CAPITAL ASSETS, INC

[In 12627 San Jose Blvd., #604
Jacksonville, Florida 32223

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www.sunsetcapitalasset.com
contact@sunsetcapitalasset.com
Primary 6199 and Secondary 6500

Quarterly Report
For the Period Ending: June 30, 2020
(the "Reporting Period")

As of March 31, 2020, the number of shares outstanding of our Common Stock was: 17,709,413.

As of June 30, 2020, the number of shares outstanding of our Common Stock was: 23,146,726.

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: ☒

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

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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.

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.

Incorporated May 1, 1998 under the name "Novanet International, Inc.", in the State of Nevada. On August 1, 2001, the Company filed Articles of Amendment with the State of Nevada to change its corporate name to "Cascade Sled Dog Adventures, Inc.". On October 4, 2004, the Company filed a Certificate of Amendment with the State of Nevada, to change its name to "Sunset Brands, Inc.". On January 25, 2012, the Company filed a Certificate of Amendment with the State of Nevada, to change its name to "Sunset Capital Assets, Inc."

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):

Active

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

Yes: ☐ No: ☒

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: SNST
Exact title and class of securities outstanding: SUNSET CAPITAL ASSETS ORD SHS
CUSIP: 86769A305
Par or stated value: .0001

Total shares authorized:	<u>50,000,000</u>	as of date: <u>06/30/2020</u>
Total shares outstanding:	<u>23,146,726</u>	as of date: <u>06/30/2020</u>
Number of shares in the Public Float ² :	<u>5,313,968</u>	as of date: <u>06/30/2020</u>
Total number of shareholders of record:	<u>172</u>	as of date: <u>06/30/2020</u>

All additional class(es) of publicly traded securities (if any):

Non-Publicly traded

Preferred shares:

Number of Preferred Shares Outstanding as of June 30, 2020

Shares Authorized: Ten Million (10,000,000)

Shares Outstanding: Ten Million (10,000,000)

Transfer Agent

Name: Issuer Direct Corporation
Phone: +1.919.481.4000
Email: info@issuerdirect.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

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

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

NA

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

NA

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: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End: <div>Opening Balance</div> <div>Date <u>12/31/2017</u> Common: <u>17,409,713</u> Preferred: <u>10,000,000</u></div>			*Right-click the rows below and select "Insert" to add rows as needed.						
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
02/28/2017	new	40000	common	\$ 0.50	yes	ALAN PESITEL PRIVATE TR	Stock compensation for Real estate consulting	Restricted	Reg-d
02/28/2017	new	50000	common	\$ 0.50	yes	WILSON MCMULLAN	Stock compensation	Restricted	Reg-d
02/28/2017	new	50000	common	\$ 0.50	yes	CHARLES F. RAGLAND JR.	Stock Compensation for accounting services	Restricted	Reg-d
04/10/2017	new	10000	common	\$ 0.50	yes	NORMAN SAPP		Restricted	Reg-d
04/18/2017	new	150000	common	\$ 0.50	yes	TOMMY MALLARD	Stock compensation for foundation services	Restricted	Reg-d
04/18/2017	new	113200	common	\$ 0.50	yes	SHERRY L. WILLIAMS	Stock in leu of compensation	Restricted	Reg-d

04/18/2017	new	295000	common	\$ 0.50	yes	AUTUMN L. PENNA	Consulting services	Restricted	Reg-d
04/18/2017	new	75000	common	\$ 0.50	yes	PIGGYBACK VENTURES (Richard Felton)	consulting services	Restricted	Reg-d
04/18/2017	new	50000	common	\$ 0.50	yes	DAN M. BROWN SR	Stock compensation	Restricted	Reg-d
04/18/2017	new	150000	common	\$ 0.50	yes	BER-WAL INVESTMENTS , LLC (Walter Williams)	investment joint venture sunset Walter Williams realty	Restricted	Reg-d
04/18/2017	new	30000	common	\$ 0.50	yes	JEFFREY W. STREF AMD		Restricted	Reg-d
04/18/2017	new	500000	common	\$ 0.50	yes	PRESCIENT SUNSET, LLC (Jeff Betros)	JOINT VENTURE INVESTMENT SUNNSET	Restricted	Reg-d
06/15/2017	new	175000	common	\$ 0.50	yes	ROY BAKER	STOCK COMPENSATION FOR CONSTRUCTIO SERVICES	Restricted	Reg-d
06/15/2017	new	400000	common	\$ 0.50	yes	JOHN F. WATSON, JR.	STOCK COMPENSATION	Restricted	Reg-d
07/20/2017	new	100000	common	\$ 0.50	yes	SHERRY L. WILLIAMS		Restricted	Reg-d
07/20/2017	new	100000	common	\$ 0.50	yes	BOBBY WALTON & PEGGY WALTON, TBE	DEBT CONVERSION OF PRIVATE NOTE	Restricted	Reg-d
06/17/2020	new	100,000	common	\$ 1.00	yes	Jeff Betros	Stock Compensation	Restricted	Reg-d
06/17/2020	new	100,000	common	\$ 1.00	yes	John Wesley Day	Loan Repayment	Restricted	Reg-d
06/17/2020	new	500,000	common	\$ 1.00	yes	Timothy Betros	Consulting Payment	Restricted	Reg-d
06/17/2020	new	200,000	common	\$ 1.00	yes	Tommy Mallard	Differed Compensation	Restricted	Reg-d
06/17/2020	new	400,000	common	\$ 1.00	yes	James Morgan	Differed Compensation	Restricted	Reg-d
06/17/2020	new	350,000	common	\$ 1.00	yes	Charles F. Ragland Jr.	Payment for Accounting work	Restricted	Reg-d

06/17/2020	new	400,000	common	\$ 1.00	yes	Barbara Romanchock	Loan Repayment	Restricted	Reg-d
06/17/2020	new	350,000	common	\$ 1.00	yes	Kaley Christine Watson	Differed Compensation JBWSR	Restricted	Reg-d
06/17/2020	new	350,000	common	\$ 1.00	yes	Jared Andrew Watson	Differed Compensation JBWSR	Restricted	Reg-d
06/17/2020	new	150,000	common	\$ 1.00	yes	Lisa Betros-Waller	Differed Compensation	Restricted	Reg-d
06/17/2020	new	400,000	common	\$ 1.00	yes	Daniel Charles Vaughn	Differed Compensation Legal Work	Restricted	Reg-d
06/17/2020	new	300,000	common	\$ 1.00	yes	Piggy Back Ventures (Richard Felton)	Consulting services	Restricted	Reg-d
06/17/2020	new	60,000	common	\$ 1.00	yes	American Classic Homes, LLC (Richard Briggs)	Loan Repayment	Restricted	Reg-d
06/17/2020	new	100,000	common	\$ 1.00	yes	Harold H. Erhard	Consulting Payment	Restricted	Reg-d
06/17/2020	new	250,000	common	\$ 1.00	yes	TPC Company (Peyton Jackson)	Consulting Payment	Restricted	Reg-d
06/17/2020	new	40,000	common	\$ 1.00	yes	Doug Formis	Consulting Payment	Restricted	Reg-d
06/17/2020	new	212,000	common	\$ 1.00	yes	John Lupo	Consulting Payment	Restricted	Reg-d
06/17/2020	new	150,000	common	\$ 1.00	yes	Mark Timm	Consulting Payment	Restricted	Reg-d

06/17/2020	new	700,000	common	\$ 1.00	yes	Khaos Media Group LLC (Jason Abbot)	Consulting Payment	Restricted	Reg-d
06/17/2020	new	325,313	common	\$ 1.00	yes	Nassau Partners LLC (Peyton Jackson)	Consulting Payment	Restricted	Reg-d
Shares Outstanding on Date of This Report:									
Ending Balance:									
Date 06/30/2020 Common: 23,146,726									
Preferred: 10,000,000									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

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	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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

NA

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

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

Name: **Chuck Ragland, CPA, PA**
Title: **Accountant**
Relationship to Issuer: **Firm 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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

The financial statements are published separately as 2nd quarter 2020 report and are incorporated here in by reference. Posted to OTC IQ on July 30, 2020

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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")

Sunset Capital Assets, Inc. (OTC: SNST) is a boutique, global, investment and advisory firm headquartered in Jacksonville, FL and well capitalized. Founded in 2012, the right combination of values, intellectual capital, and financial resources defines Sunset as a firm positioned for significant growth. Sunset takes a pioneering, consulting-based approach to corporate equity investing, partnering with management teams to build class-leading businesses and improve their operations. Since inception, the firm has extended this approach across asset classes and seeks to build one of the world's strongest organically grown alternative asset platforms.

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.

- 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

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

Advisory services and real estate Title services.

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 Company's Corporate Office, US Financial Assets, HAF Holdings, Inc., and Sunset Capital Title Services, LLC are located at 12627 San Jose Blvd., #604, Jacksonville, FL 32223. Our offices are in professional office buildings and are rented.

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% or 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.**

Name of Officer/Director or 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
<u>Alan L. Speck</u>	<u>CEO</u>	<u>Laytonville / MD</u>	<u>150000</u>	<u>Common</u>	_____	_____
<u>Jeffrey S. Betros</u>	<u>COO</u>	<u>St. Johns/ Florida</u>	_____	<u>Common</u>	_____	_____
<u>John F. Watson Jr.</u>	<u>CIO</u>	<u>Ponte Vedra/ FL</u>	<u>650000</u>	<u>Common</u>	_____	_____
<u>Walter William</u>	<u>Director</u>	<u>Jacksonville/FL</u>	_____	<u>Common</u>	_____	_____

<u>John B. Watson</u>	<u>5%</u>	<u>Jacksonville/FL</u>	<u>4,871,577</u>	<u>Common</u>	<u>28%</u>	<u> </u>
<u>John F. Watson Jr.</u>	<u>CIO</u>	<u>Ponte Vedra/ FL</u>	<u>10,000,000</u>	<u>Series A Preferred</u>	<u>100%</u>	<u>Through Ownership of HAF Capital Advisors, LLC</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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);

NA

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;

NA

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

NA

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.

NA

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.

Two legal actions are pending against Sunset Capital Assets Inc as of the Year End 2017 Disclosure filings:

Both actions are currently pending civil litigation in The Circuit Court of St Charles County, State of Missouri.

Case one was brought by Plaintiff Franks Drive LLC alleging a contractual dispute from 07/20/2015. The Plaintiff is seeking a total of \$1,380,000.00 in damages.

Case two was brought by Taylor -Jordan Holdings Inc alleging a contract dispute and from 05/19/2015. The Plaintiff is seeking \$5,100,000 in damages.

Both parties are related.

9) Third Party Providers

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

Securities Counsel

Name: Daniel C. Vaughn
Firm: Dan Vaughn Law
Address 1: 3480 West Marginal Way, Seattle, WA 98106
Address 2: _____
Phone: +1.206.654.7309
Email: dan@danvaughnlaw.com

Accountant or Auditor

Name: Chuck Raglan, CPA, PA
Firm: Chuck Ragland, CPA, an Independent CPA Firm
Address 1: 2251 Osceola Forest Way, St. John's FL 32259
Address 2: _____
Phone: _____
Email: chuck@chuckragland.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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.

10) Issuer Certification

Principal Executive Officer:

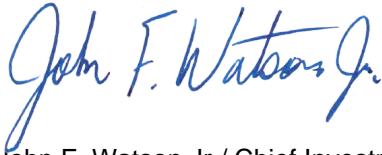
The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, John F Watson Jr. certify that:

1. I have reviewed this 2020 Quarterly Disclosure Statement of Sunset Capital Assets, 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.

08/25/2020



John F. Watson Jr./ Chief Investment Officer

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, John F Watson Jr. certify that:

1. I have reviewed this 2020 Quarterly Disclosure Statement of Sunset Capital Assets, 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.

08/25/2020



John F. Watson Jr./ Chief Investment Officer

(Digital Signatures should appear as "/s/ [OFFICER NAME]")