

PINK OTC MARKETS INITIAL DISCLOSURE STATEMENT



(Formerly Rockbands, Inc. until February-2010,
and formerly DTI, Inc. until May 2008)
A Delaware corporation

Annual Report period ending December 31, 2011.

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

As of April 2, 2012, Common Stock consisted of 115,000,000 shares authorized, 113,876,580 outstanding, and 43,368,625 in the public float.

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each of the following outside providers that advise the Issuer on matters relating to the operations, business development and disclosure

| | | |
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ISSUER INFORMATION AND DISCLOSURE STATEMENT

American Community Development Group, Inc.

(Formerly Rockbands, Inc. until February-2010,

and formerly DTI, Inc. until May 2008)

A Delaware corporation

Part A General Company Information

Item I Issuer

The exact name of the issuer is American Community Development Group, Inc. (herein referred to as "Issuer") incorporated in the State of Delaware.

Predecessor(s)

Incorporated February 25, 1985 as Fortsbridge, Ltd.

April 27, 1987, changed name to DTI, Incorporated ("DTI").

April 02, 2008, DTI changed its name to Rockbands, Inc.

February 5, 2010 Rockbands, Inc. changed its name to American Community Development Group, Inc.

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

1126 22nd Avenue North

St. Petersburg, FL 33704

Phone (727) 512-9989

Fax (727) 499-7474

www.americancommunitydevelopmentgroup.com

jfolger@acdginc.com

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

The Issuer American Community Development Group, Inc. was incorporated in the State of Delaware on February 25, 1985, under the name Fortsbridge, Ltd.

Part B Share Structure

Item IV The exact title and class of securities outstanding

Effective April 2, 2012, there are 113,876,580 shares of the Issuer's common stock outstanding, par value \$0.0001 and 43,368,625 shares in the public float, CUSIP number 025221102, trading over the counter under the symbol "ACYD". There are no shares outstanding of the Issuer's preferred stock.

Item V Par or stated value and description of the security

A. Par value of the Issuer's common stock is \$0.0001

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.

Common Stock

| (i) Period end date | For the period ended 04/2/12 | Period ended December 31, 2011 | Period ended December 31, 2010 |
|--|---------------------------------|-----------------------------------|--------------------------------------|
| (ii) Number of shares authorized; | 115,000,000 | 115,000,000 par value \$0.0001 | 115,000,000 par value \$0.0001 |
| (iii) Number of shares outstanding; | 113,876,580 | 72,025,034 | 25,647,235 |
| (iv) Freely tradable shares (public float); | 43,368,625 | 27,118,165 | 9,525,109 |
| Total number of beneficial shareholders; and | | | |
|) Total number of shareholders of record. | 287 | 280 | 265 |

Preferred Stock

| (i) Period end date | Period ended December 31, 2011 | Period ended December 31, 2010 |
|---|-----------------------------------|-----------------------------------|
| (ii) Number of shares authorized; | 20,000 | 20,000 |
| (iii) Number of shares outstanding; | -0- | -0- |
| (iv) Freely tradable shares (public float); | | |
| Total number of beneficial shareholders; and | | |
|) Total number of shareholders of record. | | |

Item VII The name and address of the transfer agent.

ClearTrust, LLC
17961 Hunting Bow Circle, Suite 102
Lutz, Florida 33558
(813) 235-4490

ClearTrust, LLC. is registered under the Exchange Act, and is a SEC approved transfer agent.

Part C Business Information

Item VIII The nature of the Issuer's Business.

The Issuer was incorporated in the State of Delaware on February 25, 1985, under the name Fortsbridge, Ltd. and was merged with Rockbands, LLC, which was incorporated in Florida in October 2006. The Issuer name was changed to American Community Development Group, Inc. as approved by FINRA on February 5, 2010

The Issuer is a corporation, incorporated in the state of Delaware.

The Issuer was incorporated in February of 1985.

The Issuer's fiscal year ends on December 31.

The Issuer has had no bankruptcies or receiverships.

The Issuer was merged with Rockbands, LLC, a Florida entity on May 29, 2008 in a "stock for stock" exchange.

There have been no defaults.

Control of the Issuer was transferred to the stockholders of the acquired/merged operating company, Rockbands, LLC of Florida on May 29, 2008.

Control of the Issuer was transferred to American Community Development Corporation of Florida on December 31, 2009 for shares to be transferred and \$90,000.

Any increase of 10% or more of the same class of outstanding equity Securities: Not applicable.

The Issuer, under the name DTI, Inc, performed a round-lot reverse split of 1 to 100 on April 2, 2008 with an effective date of May 6, 2008.

The Issuer, under the name Rockbands, Inc, performed a round-lot reverse split of 1 to 200 effective February 5, 2010. Any shareholder after the reverse split with less than 100 shares are rounded up to 100 shares.

The company name was changed from Rockbands, Inc. to American Community Development Group, Inc on February 5, 2010.

The Issuer increased the authorized shares to 200,000,000 on April 2, 2008. The Issuer

increased the authorized shares to 201,000,000 on June 06, 2008. The Issuer decreased the authorized shares to 115,000,000 on February 5, 2010. There were 25,647,235 shares of Common Stock outstanding as of December 31, 2010, 72,025,034 shares of Common Stock outstanding as of December 31, 2011 and 113,876,580 shares of Common Stock outstanding as of April 2, 2012.

The Issuer filed Notice of Termination of Registration with the Securities and Exchange Commission on November 17, 1989, thereby ending its requirement to file current reports.

There are no past, pending or threatened legal or administrative actions.

Business of Issuer

The Issuer, American Community Development Group, Inc. is managed by a team of Social Entrepreneurs that acquires and or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. These properties are often used as affordable housing units to benefit the clients of not for profit groups.

Services to those who are less fortunate is accomplished by investing debt and equity funds into various ventures, businesses and real estate that will employ, feed, train or house people that have become disadvantaged because of life circumstances, including drug and alcohol rehab, veterans, elderly, ex-offenders and aging out of foster care.

Issuer's primary SIC Code:

6510 - Real Estate Operators (No Developers) & Lessors

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 utilizes a wholly owned Subsidiary, Housing 350 Corporation, for the commercial real estate properties' business operations of the Issuer.

The Issuer has expended no capital on research and development over the past two years.

The Issuer has experienced no costs and effects of compliance with environmental laws.

The Issuer has two full-time employees, compensation to be determined.

Item IX Nature of products or services offered.

The Issuer provides affordable housing units to benefit the clients of not for profit groups.

Markets

Men, women and families clients of not-for-profit groups who are rebuilding their lives after being effected by drugs, alcohol, abuse, health issues or incarceration.

Distribution methods

Not applicable.

Status of any publicly announced new product or service

At this time no new product or service has been announced.

Competitive business conditions

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

Issuer's competitive position in the industry

The Issuer's select clientele in the affordable housing industry is for typically the most difficult clients that not-for-profits need to place.

Methods of competition

Networking with local not-for-profit organizations for their client housing placements. Internet search marketing, word of mouth from clients.

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

Not applicable.

Dependence on one or a few major customers

The Issuer offers affordable housing to individuals and families and does not rely on a few major customers.

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

Not applicable.

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 is rented. The Issuer is negotiating the purchase and/or lease of additional housing facilities. The Issuer is seeking additional office and housing space in the community.

The Issuer as of December 31, 2011 has 16 acquired/leased residential housing units that will shelter up to 64 individuals. These are located in Pinellas County, Florida.

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.

John Folger
1126 22nd Avenue North
St. Petersburg, Fl 33704
CEO / Director

John Folger is a principal of American Community Development Corporation, affordable housing, from 2007 to present. Mr. Folger was formerly President of House Hold Direct, Inc. a public company. He was a Joint Venture Partner with On-Line Business Associates, and was also elected President of the Franchise Association for Business Exchange International. He has sold or consolidated nine separate businesses and purchased, rehabilitated and sold approximately 20 residential properties at a profit. In 2002, he and his wife sold Huntingtown Farm, their 30-acre equestrian estate in Newtown, CT, breaking the local residential real estate sales price record. Mr. Folger's compensation has yet to be determined at this time. No shares of the Issuer are owned by Mr. Folger. He is beneficiary of the Matson Trust.

David Gray
1126 22nd Avenue North
St. Petersburg, Fl 33704
CFO / Director

David Gray is a business consultant to American Community Development Corporation, affordable housing, from 2009 to present. He was a partner in an accounting firm providing business consulting, accounting, and tax services, from 2005 to 2008. From 2003 through 2005, he was Chief Financial Officer of a public RFD, software, and biometric manufacturing company. His extensive executive experience includes managing SEC/FINRA reporting, Sarbanes-Oxley compliance/testing, public stock underwriter/investor relations, investment banking relations, managing companies' SEC-approved CPA audits, mergers/acquisitions, and domestic/international joint ventures. Mr. Gray's compensation has yet to be determined at this time. No shares of the Issuer are owned by Mr. Gray.

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

There are no family relationships existing among and between the issuer's officers, directors and shareholders; the shareholders and the issuer, its predecessors, its present

and prior officers and directors, and other shareholders.

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 the Issuer's most recent fiscal period is presented beginning below. Such reports include balance sheet, statement of income and comprehensive income, statement of cash flows, statement of changes in stockholders equity and accompanying notes. Financial statements are presented for the most recent fiscal period, which is the fiscal year 2011 through December 31, 2011.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
AS OF DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|--|-------------------------|
| ASSETS | |
| Current assets: | |
| Cash | \$3,762 |
| Accounts receivable, net of allowance | 17,403 |
| Notes receivable | 28,009 |
| Other current assets | 62,316 |
| Total current assets | <u>\$111,489</u> |
| Fixed assets, less accumulated depreciation | <u>\$157,690</u> |
| TOTAL ASSETS | <u><u>\$269,179</u></u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | |
| Current liabilities: | |
| Accounts payable and accrued expenses | \$288,829 |
| Notes payable | 313,963 |
| Total current liabilities | <u>\$602,792</u> |
| TOTAL LIABILITIES | <u>\$602,792</u> |
| Stockholders' equity: | |
| Preferred stock, \$1.00 par value, 20,000 shares authorized | |
| Common stock, \$0.0001 par value, 115,000,000 shares authorized: | |
| 72,025,034 shares issued and outstanding | 7,203 |
| Additional paid in capital | 1,699,156 |
| Treasury stock | (13,100) |
| Accumulated deficit | (2,026,872) |
| Total stockholders' equity | <u>(\$333,614)</u> |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | <u><u>\$269,179</u></u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|--|---------------------------|
| Revenues | <u>\$ 117,078</u> |
| Expenses | |
| Operating expenses | 228,038 |
| Depreciation and amortizations | 25,368 |
| Interest | 28,442 |
| General and administrative | <u>111,789</u> |
| Total Expenses | <u>393,636</u> |
| Other income / (expenses) | <u>773</u> |
| Net income (loss) | <u><u>(275,785)</u></u> |
| Net income (loss) per unit | <u><u>\$ (0.0038)</u></u> |
| Weighted average number of units outstanding | <u><u>72,025,034</u></u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|---|-----------------------|
| Cash flows from operating activities: | |
| Net income, loss | \$ (275,785) |
| Adjustments to reconcile net income to net cash provided by operating activities: | |
| Depreciation and amortization expense | 25,368 |
| Changes in operating assets and liabilities, net of effect of acquisitions | <u>(\$64,091)</u> |
| Net cash (used) provided by operating activities | <u>(314,507)</u> |
| Cash flows from financing activities: | |
| Proceeds from debt/equity financing | <u>313,343</u> |
| Net cash used by financing activities | <u>313,343</u> |
| Net increase (decrease) in cash and cash equivalents | (1,164) |
| Cash and cash equivalents at beginning of period. | <u>\$4,925</u> |
| Cash and cash equivalents at end of period. | <u><u>\$3,762</u></u> |
| Supplemental disclosure of cash flow information: | |
| Cash paid during the period for interest | 29,027 |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED MARCH 31 2011, JUNE 30 2011, SEPTEMBER 30 2011 AND DECEMBER 31 2011
(Unaudited)

| | For the Three Months Ending | | | |
|--|-----------------------------|--------------------|--------------------|--------------------|
| | 31-Mar-2011 | 30-Jun-2011 | 30-Sep-2011 | 31-Dec-2011 |
| Revenues | \$ 30,020 | \$ 25,895 | \$ 28,280 | \$ 32,882 |
| Expenses | | | | |
| Operating expenses | 42,772 | 45,681 | 73,788 | 65,796 |
| Depreciation and amortizations | 6,342 | 6,342 | 6,342 | 6,342 |
| Interest | 8,427 | 6,404 | 7,112 | 6,499 |
| General and administrative | 32,530 | 38,558 | 37,858 | 2,843 |
| Total Expenses | 90,071 | 96,985 | 125,100 | 81,480 |
| Other income / (expenses) | 0 | 39 | 108 | 626 |
| Net income (loss) | <u>(60,051)</u> | <u>(71,051)</u> | <u>(96,711)</u> | <u>(47,972)</u> |
| Net income (loss) per unit | <u>\$ (0.0016)</u> | <u>\$ (0.0015)</u> | <u>\$ (0.0016)</u> | <u>\$ (0.0007)</u> |
| Weighted average number of units outstanding | <u>37,134,735</u> | <u>46,068,068</u> | <u>58,717,034</u> | <u>72,025,034</u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE THREE MONTHS ENDED MARCH 31 2011, JUNE 30 2011, SEPTEMBER 30 2011 AND DECEMBER 31 2011
(Unaudited)

| | For the Three Months Ending | | | |
|---|-----------------------------|-----------------|----------------|----------------|
| | 31-Mar-2011 | 30-Jun-2011 | 30-Sep-2011 | 31-Dec-2011 |
| Cash flows from operating activities: | | | | |
| Net income, loss | \$ (60,051) | \$ (71,051) | \$ (96,711) | \$ (47,972) |
| Adjustments to reconcile net income to net cash provided by operating activities: | | | | |
| Depreciation and amortization expense | 6,342 | 6,342 | 6,342 | 6,342 |
| Changes in operating assets and liabilities, net of effect of acquisitions | (\$85,557) | \$41,672 | \$13,196 | (\$33,402) |
| Net cash (used) provided by operating activities | (139,265) | (23,037) | (77,173) | (75,032) |
| Cash flows from financing activities: | | | | |
| Proceeds from debt/equity financing | 155,342 | 15,650 | 68,182 | 74,169 |
| Net cash used by financing activities | 155,342 | 15,650 | 68,182 | 74,169 |
| Net increase (decrease) in cash and cash equivalents | 16,077 | (7,387) | (8,991) | (862) |
| Cash and cash equivalents at beginning of period. | \$4,925 | \$21,002 | \$13,615 | \$4,624 |
| Cash and cash equivalents at end of period. | <u>\$21,002</u> | <u>\$13,615</u> | <u>\$4,624</u> | <u>\$3,762</u> |
| Supplemental disclosure of cash flow information: | | | | |
| Cash paid during the period for interest | 10,299 | 4,504 | 266 | 13,959 |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|--|--------------|------------|-----------------|------------|-------------------------------|------------------------|-------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Balance at December 31, 2009 | \$ 100 | 1,000,646 | \$ - | 0 | \$ 1,044,921 | \$(1,519,432) | \$(474,410) |
| Cashless stock issue: Portion of stock issue to former American Community Development shareholders | \$ - | 7,738,860 | | | | | \$ - |
| Company private sales | \$ 31 | 312,500 | | | \$ 58,969 | | \$59,000 |
| Adjust Common Stock to par value | \$ 774 | | | | \$ (774) | | \$ - |
| Net income, (loss) | | | | | | \$ (45,551) | \$(45,551) |
| Balance at March 31, 2010 | \$ 905 | 9,052,006 | \$ - | 0 | \$ 1,103,116 | \$(1,564,983) | \$(460,962) |
| Cashless stock issue: Portion of stock issue to former American Community Development shareholders | \$ - | 1,255,094 | | | | | \$ - |
| Stock granted for changed debt holder | \$ 100 | 1,000,000 | | | \$ 29,900 | | \$30,000 |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|----------------------------------|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Company private sale | \$ 4 | 37,500 | | | \$ 7,496 | | \$ 7,500 |
| Debt converted to common stock | \$ 100 | 1,000,000 | | | \$ 19,900 | | \$ 20,000 |
| Stock granted for services | \$ - | 1,075,229 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 233 | | | | \$ (233) | | \$ - |
| Net income, (loss) | | | | | | \$ (37,398) | \$(37,398) |
| Balance at June 30, 2010 | <u>\$ 1,342</u> | <u>13,419,829</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,160,180</u> | <u>\$(1,602,380)</u> | <u>\$(440,859)</u> |
| Debt converted to common stock | \$ 321 | 3,213,884 | | | \$ 74,375 | | \$ 74,696 |
| Stock granted for services | \$ - | 143,955 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 14 | | | | \$ (14) | | \$ - |
| Net income, (loss) | | | | | | \$ (49,132) | \$(49,132) |
| Balance at September 30, 2010 | <u>\$ 1,678</u> | <u>16,777,668</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,234,540</u> | <u>\$(1,651,512)</u> | <u>\$(415,295)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|---|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 390 | 3,900,000 | | | \$ 77,610 | | \$ 78,000 |
| Company private sale | \$ 158 | 2,076,000 | | | \$ 55,042 | | \$ 55,200 |
| Stock granted for services | \$ - | 32,000 | | | \$ - | | \$ - |
| Book outstanding, certificates not issued | \$ - | 2,861,567 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 340 | | | | \$ (340) | | \$ - |
| Net income, (loss) | | | | | | \$ (99,457) | \$ (99,457) |
| Balance at December 31, 2010 | <u>\$ 2,565</u> | <u>25,647,235</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,366,852</u> | <u>\$ (1,750,969)</u> | <u>\$(381,552)</u> |
| Debt converted to common stock | \$ 900 | 9,000,000 | | | \$ 144,405 | | \$145,305 |
| Company private sale | \$ 87 | 867,500 | | | \$ 13,913 | | \$ 14,000 |
| Stock granted for services | \$ - | 1,200,000 | | | \$ - | | \$ - |
| Book outstanding, certificates not issued | \$ - | 420,000 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 161 | | | | \$ (161) | | \$ - |
| Net income, (loss) | | | | | | \$ (60,051) | \$ (60,051) |
| Balance at March 31, 2011 | <u>\$ 3,713</u> | <u>37,134,735</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,525,009</u> | <u>\$ (1,811,020)</u> | <u>\$(282,297)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011

(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|--|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 360 | 3,600,000 | | | \$ 4,140 | | \$ 4,500 |
| Company private sale | \$ 150 | 1,500,000 | | | \$ 14,850 | | \$ 15,000 |
| Stock granted for services | \$ - | 1,000,000 | | | \$ - | | \$ - |
| Certificates issued, on hold to cancel | \$ - | 2,833,333 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 383 | | | | \$ (383) | | \$ - |
| Rounding | | | | | \$ (1) | | \$ (1) |
| Net income, (loss) | | | | | | \$ (71,051) | \$ (71,051) |
| Balance at June 30, 2011 | <u>\$ 4,607</u> | <u>46,068,068</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,543,615</u> | <u>\$ (1,882,071)</u> | <u>\$(333,849)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|---|-----------------|-------------------|-----------------|------------|----------------------------------|------------------------|---------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 505.00 | 5,050,000 | | | \$ 24,745.00 | | \$ 25,250.00 |
| Company private sale | \$ 680.00 | 6,800,000 | | | \$ 59,320.00 | | \$ 60,000.00 |
| Stock granted for services | \$ - | 1,170,129 | | | \$ - | | \$ - |
| Certificates issued, off hold to cancel | \$ - | -371,163 | | | \$ - | | \$ - |
| Company private purchase | | | | | | | \$(13,100.00) |
| Adjust Common Stock to par value | \$ 79.90 | | | | \$ (79.90) | | \$ - |
| Net income, (loss) | | | | | | \$ (96,829.31) | \$(96,829.31) |
| Balance at September 30, 2011 | <u>\$ 5,872</u> | <u>58,717,034</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,627,600</u> | <u>\$ (1,978,900)</u> | <u>\$ (358,528)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|----------------------------------|-----------------|-------------------|-----------------|------------|----------------------------------|------------------------|---------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 730.80 | 7,308,000 | | | \$ 32,155.20 | | \$ 32,886.00 |
| Company private sale | \$ 400.00 | 4,000,000 | | | \$ 39,600.00 | | \$ 40,000.00 |
| Stock granted for services | \$ - | 2,000,000 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 200.00 | | | | \$ (200.00) | | \$ - |
| Net income, (loss) | | | | | | \$ (47,971.57) | \$(47,971.57) |
| Balance at December 31, 2011 | <u>\$ 7,203</u> | <u>72,025,034</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,699,155</u> | <u>\$ (2,026,872)</u> | <u>\$ (333,614)</u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2011
(Unaudited)

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

American Community Development Group, Inc. ("American Community Development", "the Company", "we", "us", "our") acquires and or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. These properties are often used as affordable housing units to benefit the clients of not for profit groups.

Services to those who are less fortunate is accomplished by investing debt and equity funds into various ventures, businesses and real estate that will employ, feed, train or house people that have become disadvantaged because of life circumstances, including drug and alcohol rehab, veterans, elderly, ex-offenders and aging out of foster care.

Originally incorporated as DTI, Incorporated, the Company was revived with the State of Delaware on March 31, 2008. On April 1, 2008, the name was changed to Rockbands, Inc. On November 24, 2009, a State of Delaware filing was made to change the name to American Community Development Group, Inc.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Cash

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at December 31, 2011 did not exceed FDIC limits.

Accounts Receivable, Net

The Company grants no grace period after the due date to its residents, after which the residents are past due. The receivables are recognized the first day rents are due. The accounts receivable are valued at management's estimate of the amount that will ultimately be collected. The allowance for doubtful accounts is based on specific identification of uncollectible accounts and the Company's historical experience with its residents.

Fixed Assets, Net

Fixed Assets are stated at cost less depreciation. Depreciation is computed over the estimated useful lives of the assets using the straight-line method. The average life of Buildings is 27.5 years and of Mobile Homes is 20 years.

Estimates

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE B – NOTES RECEIVABLE

As of December 31, 2011 there is \$28,009 in outstanding Notes Receivable for a Company Officer. Terms of repayment are to be determined.

NOTE C – FIXED ASSETS, NET

The components of fixed assets and related costs are as follows:

| | |
|--------------------------------|------------------|
| Buildings | \$159,000 |
| Autos | 7,900 |
| Less: Accumulated depreciation | <u>(9,210)</u> |
| Fixed assets, net | <u>\$157,690</u> |

The amount of depreciation expense expensed for the twelve months ending December 31, 2011 was \$7,368.

NOTE D – NOTES PAYABLE

When the Company was revived with the State of Delaware on March 31, 2008, there had been a note payable outstanding from 1987. The original holders of the note for \$24,750 had obtained a judgment for this note in June 1991. Therefore, the interest has been accrued at the default interest rate of 15%. This note was acquired by a consultant for the Company on March 31, 2008. The outstanding note payable and accrued interest was converted to 20,000,000 (20 million) shares of common stock on June 16, 2008. However, the shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

A loan of \$25,000 was originated with the Company on March 30, 2011, and has an interest rate of 12% per annum. The holder of the note may elect to convert to common stock. The outstanding note payable and \$250 accrued interest was converted to 5,050,000 (5.05 million) shares of common stock on August 11, 2011.

A Rockbands, LLC loan of \$300,000 was assumed by the Company as a result of the merger of the Company with Rockbands, LLC on May 29, 2008. This loan originated on March 28, 2008, and has an interest rate of 18% per annum. On June 10, 2010 an Assignment Agreement was entered into to change the note holder in exchange for 1,000,000 (1 million) shares of common stock and a reduction of the loan by \$30,000. The holder of the note may elect to convert the remaining note balance to common stock, and to date has converted \$367,887 worth of debt and interest in exchange for 25,292,762 shares. The remaining balance of this note, including \$3,022 of accrued unpaid interest, as of December 31, 2011 is \$103,485.

A loan of \$40,000 was originated with the Company on January 15, 2008, and has an interest rate of 8% per annum. The balance of this note, including \$8,178 of accrued unpaid interest, as of December 31, 2011 is \$48,178. The holder of the note may elect to convert to common stock, and to date has converted \$4,500 worth of debt in exchange for 3,600,000 shares..

A line of credit was originated with the Company on October 1, 2010 having an interest rate of 12% per annum. The line of credit was activated during January 2011. The balance of this note, including \$1,722 of accrued unpaid interest, as of December 31, 2011 is \$32,885.

NOTE E – COMMITMENTS AND CONTINGENCIES

At this time the management is not aware of any lawsuits or contingent liabilities.

NOTE F - RISKS AND UNCERTAINTIES

The Company's future operating results may be affected by a number of factors. The Company intends to serve many disadvantaged populations of limited means, including persons in drug rehabilitation and ex-offenders. These people may try to live in Company Facilities and then leave before rent payment is due. If this happens, it is likely that the Company may not be able to locate them, and if they are located it is likely that the Company may not be able to get rent paid because they do not have the funds to pay.

NOTE G – INCOME TAXES

The Company is a corporation for federal income tax purposes. As of December 31, 2011 there are no items that are expected to create a tax difference.

NOTE H – EARNINGS PER SHARE

| | |
|--|--------------------|
| Income (loss) before extraordinary items | \$ (0.0038) |
| Extraordinary items | <u>0</u> |
| Net income | <u>\$ (0.0038)</u> |

Diluted earnings per share can not be calculated as there is a contract with a consultant that states that some compensation will be paid with common stock that is to be determined at a later date.

NOTE I – RELATED PARTY TRANSACTIONS

Mr. Folger is beneficiary of Matson Society Beneficial Trust. As of December 31, 2011, the trust owns 6,039,035 restricted common shares. (See Note J.)

The consultant for stock matters of the Company purchased the Company's outstanding note and accrued interest. On June 16, 2008, the Board of Directors passed a resolution for the debt to be converted to 20,000,000 (20 million) common shares. The shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

NOTE J – ASSET ACQUISITION AGREEMENTS

Eight mobile home units were purchased by the Company on September 1, 2009 for the purchase price of \$80,000.

A transfer agreement of assets and liabilities directly related to the apparel operations of the Company was entered into on September 30, 2009 between the Company and Rock Band Fashion, LLC. The Company at the time was named Rockbands, Inc. At the time, Rockbands, Inc. entered into the contract as a publicly traded corporation trading on the Pink Sheets under the symbol RKBD.PK; and Rockbands, Inc. held 200,129,045 (prior to 200:1 reverse split) shares of common stock issued and outstanding.

As payment for the transfer of the assets and liabilities directly related to the apparel operations by Rockbands, Inc. (the Company) to Rock Band Fashion, LLC, the common shareholders between the two companies transferred their 180,000,000 restricted shares of Rockbands, Inc.'s (the Company's) common stock back to the Company. The Company placed the 180,000,000 restricted shares in the Company's treasury. The latest date signed by one of the common shareholders between the two companies to transfer their stock certificate back to the Company was October 1, 2009. The 180,000,000 restricted common shares were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

Control of the Company was transferred to American Community Development Corporation of Florida on December 31, 2009 for 9,000,000 shares to be transferred plus \$90,000, of which \$20,000 has been paid to date. The \$70,000 unpaid balance is being negotiated. As of December 31, 2010, 8,993,954 restricted common shares were issued to the shareholders of American Community Development Corporation of Florida.

Six residential homes were obtained by the Company on July 1, 2010 as rentals. Another residential home was obtained by the Company as a rental on October 24, 2010. A group of five residential cabins were purchased by the Company on October 15, 2010 for the purchase price of \$159,000.

Due to unknown liability issues, the eight mobile homes purchased on September 1, 2009 were relinquished back to the seller on September 1, 2010.

As of December 31, 2011, the Company owns five residential homes and has a total of eleven residential homes as rentals.

NOTE K – STOCKHOLDERS' EQUITY

See Condensed Consolidated Statements Of Changes In Stockholders' Equity.

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

Financial information of the Issuer for the Issuer's preceding two fiscal years are presented beginning below. Such fiscal year reports include balance sheet, statement of income and comprehensive income, statement of cash flows, statement of changes in stockholders equity and accompanying notes. Financial statements are presented for the fiscal years ending December 31, 2011 and December 31, 2010.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
AS OF DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|--|-------------------------|
| ASSETS | |
| Current assets: | |
| Cash | \$3,762 |
| Accounts receivable, net of allowance | 17,403 |
| Notes receivable | 28,009 |
| Other current assets | <u>62,316</u> |
| Total current assets | <u>\$111,489</u> |
| Fixed assets, less accumulated depreciation | <u>\$157,690</u> |
| TOTAL ASSETS | <u><u>\$269,179</u></u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | |
| Current liabilities: | |
| Accounts payable and accrued expenses | \$288,829 |
| Notes payable | <u>313,963</u> |
| Total current liabilities | <u>\$602,792</u> |
| TOTAL LIABILITIES | <u>\$602,792</u> |
| Stockholders' equity: | |
| Preferred stock, \$1.00 par value, 20,000 shares authorized | |
| Common stock, \$0.0001 par value, 115,000,000 shares authorized: | |
| 72,025,034 shares issued and outstanding | 7,203 |
| Additional paid in capital | 1,699,156 |
| Treasury stock | (13,100) |
| Accumulated deficit | <u>(2,026,872)</u> |
| Total stockholders' equity | <u>(\$333,614)</u> |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | <u><u>\$269,179</u></u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|--|--------------------|
| Revenues | <u>\$ 117,078</u> |
| Expenses | |
| Operating expenses | 228,038 |
| Depreciation and amortizations | 25,368 |
| Interest | 28,442 |
| General and administrative | 111,789 |
| Total Expenses | <u>393,636</u> |
| Other income / (expenses) | <u>773</u> |
| Net income (loss) | <u>(275,785)</u> |
| Net income (loss) per unit | <u>\$ (0.0038)</u> |
| Weighted average number of units outstanding | <u>72,025,034</u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2011
(Unaudited)

| | <u>31-Dec-2011</u> |
|---|-----------------------|
| Cash flows from operating activities: | |
| Net income, loss | \$ (275,785) |
| Adjustments to reconcile net income to net cash provided by operating activities: | |
| Depreciation and amortization expense | 25,368 |
| Changes in operating assets and liabilities, net of effect of acquisitions | <u>(\$64,091)</u> |
| Net cash (used) provided by operating activities | <u>(314,507)</u> |
| Cash flows from financing activities: | |
| Proceeds from debt/equity financing | <u>313,343</u> |
| Net cash used by financing activities | <u>313,343</u> |
| Net increase (decrease) in cash and cash equivalents | (1,164) |
| Cash and cash equivalents at beginning of period. | <u>\$4,925</u> |
| Cash and cash equivalents at end of period. | <u><u>\$3,762</u></u> |
| Supplemental disclosure of cash flow information: | |
| Cash paid during the period for interest | 29,027 |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED MARCH 31 2011, JUNE 30 2011, SEPTEMBER 30 2011 AND DECEMBER 31 2011
(Unaudited)

| | For the Three Months Ending | | | |
|--|-----------------------------|--------------------|--------------------|--------------------|
| | 31-Mar-2011 | 30-Jun-2011 | 30-Sep-2011 | 31-Dec-2011 |
| Revenues | \$ 30,020 | \$ 25,895 | \$ 28,280 | \$ 32,882 |
| Expenses | | | | |
| Operating expenses | 42,772 | 45,681 | 73,788 | 65,796 |
| Depreciation and amortizations | 6,342 | 6,342 | 6,342 | 6,342 |
| Interest | 8,427 | 6,404 | 7,112 | 6,499 |
| General and administrative | 32,530 | 38,558 | 37,858 | 2,843 |
| Total Expenses | 90,071 | 96,985 | 125,100 | 81,480 |
| Other income / (expenses) | 0 | 39 | 108 | 626 |
| Net income (loss) | <u>(60,051)</u> | <u>(71,051)</u> | <u>(96,711)</u> | <u>(47,972)</u> |
| Net income (loss) per unit | <u>\$ (0.0016)</u> | <u>\$ (0.0015)</u> | <u>\$ (0.0016)</u> | <u>\$ (0.0007)</u> |
| Weighted average number of units outstanding | <u>37,134,735</u> | <u>46,068,068</u> | <u>58,717,034</u> | <u>72,025,034</u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE THREE MONTHS ENDED MARCH 31 2011, JUNE 30 2011, SEPTEMBER 30 2011 AND DECEMBER 31 2011
(Unaudited)

| | For the Three Months Ending | | | |
|---|-----------------------------|-----------------|----------------|----------------|
| | 31-Mar-2011 | 30-Jun-2011 | 30-Sep-2011 | 31-Dec-2011 |
| Cash flows from operating activities: | | | | |
| Net income, loss | \$ (60,051) | \$ (71,051) | \$ (96,711) | \$ (47,972) |
| Adjustments to reconcile net income to net cash provided by operating activities: | | | | |
| Depreciation and amortization expense | 6,342 | 6,342 | 6,342 | 6,342 |
| Changes in operating assets and liabilities, net of effect of acquisitions | (\$85,557) | \$41,672 | \$13,196 | (\$33,402) |
| Net cash (used) provided by operating activities | (139,265) | (23,037) | (77,173) | (75,032) |
| Cash flows from financing activities: | | | | |
| Proceeds from debt/equity financing | 155,342 | 15,650 | 68,182 | 74,169 |
| Net cash used by financing activities | 155,342 | 15,650 | 68,182 | 74,169 |
| Net increase (decrease) in cash and cash equivalents | 16,077 | (7,387) | (8,991) | (862) |
| Cash and cash equivalents at beginning of period. | \$4,925 | \$21,002 | \$13,615 | \$4,624 |
| Cash and cash equivalents at end of period. | <u>\$21,002</u> | <u>\$13,615</u> | <u>\$4,624</u> | <u>\$3,762</u> |
| Supplemental disclosure of cash flow information: | | | | |
| Cash paid during the period for interest | 10,299 | 4,504 | 266 | 13,959 |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|--|--------------|------------|-----------------|------------|-------------------------------|------------------------|-------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Balance at December 31, 2009 | \$ 100 | 1,000,646 | \$ - | 0 | \$ 1,044,921 | \$(1,519,432) | \$(474,410) |
| Cashless stock issue: Portion of stock issue to former American Community Development shareholders | \$ - | 7,738,860 | | | | | \$ - |
| Company private sales | \$ 31 | 312,500 | | | \$ 58,969 | | \$59,000 |
| Adjust Common Stock to par value | \$ 774 | | | | \$ (774) | | \$ - |
| Net income, (loss) | | | | | | \$ (45,551) | \$(45,551) |
| Balance at March 31, 2010 | \$ 905 | 9,052,006 | \$ - | 0 | \$ 1,103,116 | \$(1,564,983) | \$(460,962) |
| Cashless stock issue: Portion of stock issue to former American Community Development shareholders | \$ - | 1,255,094 | | | | | \$ - |
| Stock granted for changed debt holder | \$ 100 | 1,000,000 | | | \$ 29,900 | | \$30,000 |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|----------------------------------|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Company private sale | \$ 4 | 37,500 | | | \$ 7,496 | | \$ 7,500 |
| Debt converted to common stock | \$ 100 | 1,000,000 | | | \$ 19,900 | | \$ 20,000 |
| Stock granted for services | \$ - | 1,075,229 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 233 | | | | \$ (233) | | \$ - |
| Net income, (loss) | | | | | | \$ (37,398) | \$(37,398) |
| Balance at June 30, 2010 | <u>\$ 1,342</u> | <u>13,419,829</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,160,180</u> | <u>\$(1,602,380)</u> | <u>\$(440,859)</u> |
| Debt converted to common stock | \$ 321 | 3,213,884 | | | \$ 74,375 | | \$ 74,696 |
| Stock granted for services | \$ - | 143,955 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 14 | | | | \$ (14) | | \$ - |
| Net income, (loss) | | | | | | \$ (49,132) | \$(49,132) |
| Balance at September 30, 2010 | <u>\$ 1,678</u> | <u>16,777,668</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,234,540</u> | <u>\$(1,651,512)</u> | <u>\$(415,295)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|---|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 390 | 3,900,000 | | | \$ 77,610 | | \$ 78,000 |
| Company private sale | \$ 158 | 2,076,000 | | | \$ 55,042 | | \$ 55,200 |
| Stock granted for services | \$ - | 32,000 | | | \$ - | | \$ - |
| Book outstanding, certificates not issued | \$ - | 2,861,567 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 340 | | | | \$ (340) | | \$ - |
| Net income, (loss) | | | | | | \$ (99,457) | \$ (99,457) |
| Balance at December 31, 2010 | <u>\$ 2,565</u> | <u>25,647,235</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,366,852</u> | <u>\$ (1,750,969)</u> | <u>\$(381,552)</u> |
| Debt converted to common stock | \$ 900 | 9,000,000 | | | \$ 144,405 | | \$145,305 |
| Company private sale | \$ 87 | 867,500 | | | \$ 13,913 | | \$ 14,000 |
| Stock granted for services | \$ - | 1,200,000 | | | \$ - | | \$ - |
| Book outstanding, certificates not issued | \$ - | 420,000 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 161 | | | | \$ (161) | | \$ - |
| Net income, (loss) | | | | | | \$ (60,051) | \$ (60,051) |
| Balance at March 31, 2011 | <u>\$ 3,713</u> | <u>37,134,735</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,525,009</u> | <u>\$ (1,811,020)</u> | <u>\$(282,297)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011

(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|--|-----------------|-------------------|-----------------|------------|-------------------------------|------------------------|--------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 360 | 3,600,000 | | | \$ 4,140 | | \$ 4,500 |
| Company private sale | \$ 150 | 1,500,000 | | | \$ 14,850 | | \$ 15,000 |
| Stock granted for services | \$ - | 1,000,000 | | | \$ - | | \$ - |
| Certificates issued, on hold to cancel | \$ - | 2,833,333 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 383 | | | | \$ (383) | | \$ - |
| Rounding | | | | | \$ (1) | | \$ (1) |
| Net income, (loss) | | | | | | \$ (71,051) | \$ (71,051) |
| Balance at June 30, 2011 | <u>\$ 4,607</u> | <u>46,068,068</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,543,615</u> | <u>\$ (1,882,071)</u> | <u>\$(333,849)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011
(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|---|-----------------|-------------------|-----------------|------------|----------------------------------|------------------------|---------------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 505.00 | 5,050,000 | | | \$ 24,745.00 | | \$ 25,250.00 |
| Company private sale | \$ 680.00 | 6,800,000 | | | \$ 59,320.00 | | \$ 60,000.00 |
| Stock granted for services | \$ - | 1,170,129 | | | \$ - | | \$ - |
| Certificates issued, off hold to cancel | \$ - | -371,163 | | | \$ - | | \$ - |
| Company private purchase | | | | | | | \$(13,100.00) |
| Adjust Common Stock to par value | \$ 79.90 | | | | \$ (79.90) | | \$ - |
| Net income, (loss) | | | | | | \$ (96,829.31) | \$(96,829.31) |
| Balance at September 30, 2011 | <u>\$ 5,872</u> | <u>58,717,034</u> | <u>\$ -</u> | <u>0</u> | <u>\$ 1,627,600</u> | <u>\$ (1,978,900)</u> | <u>\$ (358,528)</u> |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR FISCAL YEARS ENDING DECEMBER 31, 2010 AND DECEMBER 31, 2011

(Unaudited)

| | Common Stock | | Preferred Stock | | Additional Paid in Capital | Accumulated Deficit | Total |
|----------------------------------|--------------|------------|-----------------|------------|----------------------------------|------------------------|---------------|
| | Amount | # of Units | Amount | # of Units | | | |
| Debt converted to common stock | \$ 730.80 | 7,308,000 | | | \$ 32,155.20 | | \$ 32,886.00 |
| Company private sale | \$ 400.00 | 4,000,000 | | | \$ 39,600.00 | | \$ 40,000.00 |
| Stock granted for services | \$ - | 2,000,000 | | | \$ - | | \$ - |
| Adjust Common Stock to par value | \$ 200.00 | | | | \$ (200.00) | | \$ - |
| Net income, (loss) | | | | | | \$ (47,971.57) | \$(47,971.57) |
| Balance at December 31, 2011 | \$ 7,203 | 72,025,034 | \$ - | 0 | \$ 1,699,155 | \$ (2,026,872) | \$ (333,614) |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2011
(Unaudited)

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

American Community Development Group, Inc. ("American Community Development", "the Company", "we", "us", "our") acquires and or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. These properties are often used as affordable housing units to benefit the clients of not for profit groups.

Services to those who are less fortunate is accomplished by investing debt and equity funds into various ventures, businesses and real estate that will employ, feed, train or house people that have become disadvantaged because of life circumstances, including drug and alcohol rehab, veterans, elderly, ex-offenders and aging out of foster care.

Originally incorporated as DTI, Incorporated, the Company was revived with the State of Delaware on March 31, 2008. On April 1, 2008, the name was changed to Rockbands, Inc. On November 24, 2009, a State of Delaware filing was made to change the name to American Community Development Group, Inc.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Cash

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at December 31, 2011 did not exceed FDIC limits.

Accounts Receivable, Net

The Company grants no grace period after the due date to its residents, after which the residents are past due. The receivables are recognized the first day rents are due. The accounts receivable are valued at management's estimate of the amount that will ultimately be collected. The allowance for doubtful accounts is based on specific identification of uncollectible accounts and the Company's historical experience with its residents.

Fixed Assets, Net

Fixed Assets are stated at cost less depreciation. Depreciation is computed over the estimated useful lives of the assets using the straight-line method. The average life of Buildings is 27.5 years and of Mobile Homes is 20 years.

Estimates

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE B – NOTES RECEIVABLE

As of December 31, 2011 there is \$28,009 in outstanding Notes Receivable for a Company Officer. Terms of repayment are to be determined.

NOTE C – FIXED ASSETS, NET

The components of fixed assets and related costs are as follows:

| | |
|--------------------------------|------------------|
| Buildings | \$159,000 |
| Autos | 7,900 |
| Less: Accumulated depreciation | <u>(9,210)</u> |
| Fixed assets, net | <u>\$157,690</u> |

The amount of depreciation expense expensed for the twelve months ending December 31, 2011 was \$7,368.

NOTE D – NOTES PAYABLE

When the Company was revived with the State of Delaware on March 31, 2008, there had been a note payable outstanding from 1987. The original holders of the note for \$24,750 had obtained a judgment for this note in June 1991. Therefore, the interest has been accrued at the default interest rate of 15%. This note was acquired by a consultant for the Company on March 31, 2008. The outstanding note payable and accrued interest was converted to 20,000,000 (20 million) shares of common stock on June 16, 2008. However, the shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

A loan of \$25,000 was originated with the Company on March 30, 2011, and has an interest rate of 12% per annum. The holder of the note may elect to convert to common stock. The outstanding note payable and \$250 accrued interest was converted to 5,050,000 (5.05 million) shares of common stock on August 11, 2011.

A Rockbands, LLC loan of \$300,000 was assumed by the Company as a result of the merger of the Company with Rockbands, LLC on May 29, 2008. This loan originated on March 28, 2008, and has an interest rate of 18% per annum. On June 10, 2010 an Assignment Agreement was entered into to change the note holder in exchange for 1,000,000 (1 million) shares of common stock and a reduction of the loan by \$30,000. The holder of the note may elect to convert the remaining note balance to common stock, and to date has converted \$367,887 worth of debt and interest in exchange for 25,292,762 shares. The remaining balance of this note, including \$3,022 of accrued unpaid interest, as of December 31, 2011 is \$103,485.

A loan of \$40,000 was originated with the Company on January 15, 2008, and has an interest rate of 8% per annum. The balance of this note, including \$8,178 of accrued unpaid interest, as of December 31, 2011 is \$48,178. The holder of the note may elect to convert to common stock, and to date has converted \$4,500 worth of debt in exchange for 3,600,000 shares..

A line of credit was originated with the Company on October 1, 2010 having an interest rate of 12% per annum. The line of credit was activated during January 2011. The balance of this note, including \$1,722 of accrued unpaid interest, as of December 31, 2011 is \$32,885.

NOTE E – COMMITMENTS AND CONTINGENCIES

At this time the management is not aware of any lawsuits or contingent liabilities.

NOTE F - RISKS AND UNCERTAINTIES

The Company's future operating results may be affected by a number of factors. The Company intends to serve many disadvantaged populations of limited means, including persons in drug rehabilitation and ex-offenders. These people may try to live in Company Facilities and then leave before rent payment is due. If this happens, it is likely that the Company may not be able to locate them, and if they are located it is likely that the Company may not be able to get rent paid because they do not have the funds to pay.

NOTE G – INCOME TAXES

The Company is a corporation for federal income tax purposes. As of December 31, 2011 there are no items that are expected to create a tax difference.

NOTE H – EARNINGS PER SHARE

| | |
|--|--------------------|
| Income (loss) before extraordinary items | \$ (0.0038) |
| Extraordinary items | <u>0</u> |
| Net income | <u>\$ (0.0038)</u> |

Diluted earnings per share can not be calculated as there is a contract with a consultant that states that some compensation will be paid with common stock that is to be determined at a later date.

NOTE I – RELATED PARTY TRANSACTIONS

Mr. Folger is beneficiary of Matson Society Beneficial Trust. As of December 31, 2011, the trust owns 6,039,035 restricted common shares. (See Note J.)

The consultant for stock matters of the Company purchased the Company's outstanding note and accrued interest. On June 16, 2008, the Board of Directors passed a resolution for the debt to be converted to 20,000,000 (20 million) common shares. The shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

NOTE J – ASSET ACQUISITION AGREEMENTS

Eight mobile home units were purchased by the Company on September 1, 2009 for the purchase price of \$80,000.

A transfer agreement of assets and liabilities directly related to the apparel operations of the Company was entered into on September 30, 2009 between the Company and Rock Band Fashion, LLC. The Company at the time was named Rockbands, Inc. At the time, Rockbands, Inc. entered into the contract as a publicly traded corporation trading on the Pink Sheets under the symbol RKBD.PK; and Rockbands, Inc. held 200,129,045 (prior to 200:1 reverse split) shares of common stock issued and outstanding.

As payment for the transfer of the assets and liabilities directly related to the apparel operations by Rockbands, Inc. (the Company) to Rock Band Fashion, LLC, the common shareholders between the two companies transferred their 180,000,000 restricted shares of Rockbands, Inc.'s (the Company's) common stock back to the Company. The Company placed the 180,000,000 restricted shares in the Company's treasury. The latest date signed by one of the common shareholders between the two companies to transfer their stock certificate back to the Company was October 1, 2009. The 180,000,000 restricted common shares were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

Control of the Company was transferred to American Community Development Corporation of Florida on December 31, 2009 for 9,000,000 shares to be transferred plus \$90,000, of which \$20,000 has been paid to date. The \$70,000 unpaid balance is being negotiated. As of December 31, 2010, 8,993,954 restricted common shares were issued to the shareholders of American Community Development Corporation of Florida.

Six residential homes were obtained by the Company on July 1, 2010 as rentals. Another residential home was obtained by the Company as a rental on October 24, 2010. A group of five residential cabins were purchased by the Company on October 15, 2010 for the purchase price of \$159,000.

Due to unknown liability issues, the eight mobile homes purchased on September 1, 2009 were relinquished back to the seller on September 1, 2010.

As of December 31, 2011, the Company owns five residential homes and has a total of eleven residential homes as rentals.

NOTE K – STOCKHOLDERS' EQUITY

See Condensed Consolidated Statements Of Changes In Stockholders' Equity.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
AS OF DECEMBER 31, 2010
(Unaudited)

| | <u>31-Dec-2010</u> |
|---|-------------------------|
| ASSETS | |
| Current assets: | |
| Cash | \$4,925 |
| Other current assets | <u>66,056</u> |
| Total current assets | <u>\$66,056</u> |
| Fixed assets, less accumulated depreciation | <u>\$165,058</u> |
| TOTAL ASSETS | <u><u>\$236,039</u></u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | |
| Current liabilities: | |
| Accounts payable and accrued expenses | \$164,839 |
| Notes payable | <u>300,035</u> |
| Total current liabilities | <u>\$464,874</u> |
| Long term liabilities | <u>\$152,717</u> |
| TOTAL LIABILITIES | <u>\$617,591</u> |
| Stockholders' equity: | |
| Preferred stock, \$1.00 par value, 20,000 shares authorized | \$0 |
| Common stock, \$0.0001 par value, 115,000,000 shares authorized: | |
| 25,647,235 shares outstanding. | 2,565 |
| Additional paid in capital | 1,366,852 |
| Accumulated deficit | <u>(1,750,969)</u> |
| Total stockholders' equity | <u>(\$381,552)</u> |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | <u><u>\$236,039</u></u> |
| The accompanying notes are an integral part of the condensed consolidated financial statements. | |

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED DECEMBER 31 2010
(Unaudited)

| | <u>31-Dec-2010</u> |
|--|---------------------------|
| Revenues | <u>\$ 91,265</u> |
| Expenses | |
| Operating expenses | 129,744 |
| Depreciation and amortizations | 19,842 |
| Interest | 56,194 |
| General and administrative | <u>123,264</u> |
| Total Expenses | <u>329,044</u> |
| Other income / (expenses) | <u>6,242</u> |
| Net income (loss) | <u><u>(231,537)</u></u> |
| Net income (loss) per unit | <u><u>\$ (0.0090)</u></u> |
| Weighted average number of units outstanding | <u><u>25,647,235</u></u> |

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE TWELVE MONTHS ENDED DECEMBER 31 2010
(Unaudited)

| | <u>31-Dec-2010</u> |
|---|-----------------------|
| Cash flows from operating activities: | |
| Net income, loss | \$ (231,537) |
| Adjustments to reconcile net income to net cash provided by operating activities: | |
| Depreciation and amortization expense | 19,842 |
| Changes in operating assets and liabilities, net of effect of acquisitions | <u>(\$182,094)</u> |
| Net cash (used) provided by operating activities | <u>(393,789)</u> |
| Cash flows from financing activities: | |
| Proceeds from debt/equity financing | <u>393,705</u> |
| Net cash used by financing activities | <u>393,705</u> |
| Net increase (decrease) in cash and cash equivalents | (85) |
| Cash and cash equivalents at beginning of period. | <u>\$5,010</u> |
| Cash and cash equivalents at end of period. | <u><u>\$4,925</u></u> |
| Supplemental disclosure of cash flow information: | |
| Cash paid during the period for interest | 148,623 |

The accompanying notes are an integral part of the condensed consolidated financial statements.

Item XIV Beneficial Owners

The following table presents the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the Issuer's equity securities as of April 2, 2012.

Common Stock

| Name and Address | Shareholdings | Percent of Outstanding |
|--|----------------------|-------------------------------|
| Southbridge Advisory Group, Inc. 406 S Boulder Ave Tulsa, OK 74103 | 10,745,175 | 9.436 |
| Richard Gastanian 12 Olde Woode Rd Salem, NH 03079 | 8,100,000 | 7.113 |
| DB Capital, LLC 101 S Wymore Rd, Suite 108 Altamonte Springs, FL 32714 | 7,645,196 | 6.714 |
| Matson Society Beneficial Trust 1126 22 nd Ave N St. Petersburg, FL 34704 | 6,039,035 | 5.303 |
| Total | 32,529,406 | 28.566 |

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:

There are no outside providers that advise the issuer on matters relating to the operations, business development and disclosure.

Investment Banker: N/A

Promoters: N/A

Securities Counsel:
Bart & Associates, LLC
1357 S Quintero Way
Aurora, CO, 80017

Accountant:
Corporate Business Services, Inc.
1230 Rolling Stone Run
Odessa FL, 33556

Public Relations Consultant: N/A

Investor Relations Consultant: N/A

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

In January of 2007, Rockbands, LLC (the "Predecessor") was organized in the State of Florida. Beginning in 2007 and through May 29, 2008 (the date of the merger of the Predecessor with and into the Issuer), and into 2009, the Predecessor saw increased sales of its products through a marketing campaign, primarily based on word-of-mouth use of the Issuer's products by high-profile persons. The Issuer believed that the capital requirements necessary for the Issuer to remain as a going concern most likely would not be satisfied through the sale of the Issuer's products and that it would need to raise additional capital through an equity or debt offering and other revenue generating opportunities.

With the organized capital markets in shambles the Issuer concluded that a radical change in "business lines" was essential if the Issuer were to survive. With this in mind the Issuer divested itself of the historic business and assets of the Predecessor and acquired a "business line" with respect to which both opportunities and capital would be available to the Issuer. The Issuer's current line of business (effective October 1, 2009) is the development, acquisition, ownership and operation of low cost housing for specialty classifications of individuals (such as parolees and former substance abusers) and the indigent and financially disadvantaged. In many cases Federal funding through HUD will be available to the Issuer and general fund raising enhanced through participation with not for profit organizations whose ability to raise capital through donations utilizing its 501(c)(3) status can assist in the operation of the Issuer and its projects.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

In January of 2007, the Predecessor was organized in the State of Florida. Beginning in 2007 and through May 29, 2008 the Predecessor saw increased sales of its products through a marketing campaign predicated upon word-of-mouth use about the Issuer's products by celebrities. Revenues continually increased from the inception of the Predecessor until 2009.

In the fiscal year ending December 31, 2007, the Predecessor focused on the optimization of its product specifications and pricing structure via feedback from its customers. It also focused on marketing the products via its strong connections to high-profile celebrities. There were over 2,000 celebrities wearing the Predecessors products by the end of 2007. The Predecessors inside sales and customer service initiatives have focused on selling and internet sales. The Predecessor incurred expenses of \$220,702.36 in 2007 mostly relating to research and development and inventory costs.

In the fiscal year ending December 31, 2008, the Predecessor incurred additional expenses associated with the merger into the Issuer. On a consolidated basis the Issuer and the Predecessor incurred total operating expenses of \$335,869 on sales of \$203,933. For the fiscal year ending December 31, 2008, the Issuer had a net loss.

In the fiscal year ending December 31, 2009, the Issuer and the Predecessor incurred total operating expenses of \$433,959 on sales of \$126,515. For the fiscal year ending December 31, 2009, the Issuer had a net loss.

For the twelve months ending December 31, 2010, the Issuer incurred total operating expense of \$329,044 on revenues of \$91,265 (See Condensed Consolidated Financials). For the twelve months ending December 31, 2010, the Issuer had a net loss

For the twelve months ending December 31, 2011, the Issuer incurred total operating expense of \$393,636 on revenues of \$117,078 (See Condensed Consolidated Financials). For the twelve months ending December 31, 2011, the Issuer had a net loss

Despite the adoption of the new line of business described above there are risk factors investors should consider that may affect the Issuer's ability to remain as a going concern. The Issuer is a small company and as such it is subject to all of the risks and uncertainties of any such business. To achieve its business goals, the Issuer is actively attempting to attract both investment and debt capital for its new business line of providing housing for disadvantaged renters. It is uncertain about its ability to attract sufficient capital to fund its growth and financing may be significantly dilutive to the then-existing shareholders.

C. Off-Balance Sheet Arrangements.

There are no off-balance sheet arrangements.

Part E Issuance History

Item XVIII List of securities offerings and shares issued for services in the past two years.

In the first quarter of 2010, the Issuer sold to Semeer Hirji 250,000 shares of Common Stock for \$30,000 at an offering and sales price of \$0.08 per shares and sold to Clay Cooley 62,500 shares, of Common Stock at \$ 9,000 at an offering and sale price of \$0.14 per share for a total sale of 312,500 shares of Common Stock and proceeds of \$59,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Washington, RCW 21.20.320(1), WAC 460-44A-001(d) and the Oklahoma Securities Act of 2004, Article II, Section 1-102(14) in issuing the securities. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and thje Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

In the second quarter of 2010, the Issuer sold to Vernon Ader 37,500 shares of Common Stock for \$7,500 at an offering and sales price of \$0.20 per shares for a total sale of 37,500 shares of Common Stock and proceeds of \$7,500. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the State of Wisconsin Securities Act of 2009, Chapter 551, SubChapter II, 551-202 in issuing the securities. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

As of June 30, 2010, 8,993,954 restricted common shares were issued to the shareholders of American Community Development Corporation of Florida for control of the Company on December 31, 2009. This will remain as the total issued shares.

During the six months ending June 30, 2010, 1,075,229 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The shares were issued as follows: Freedman & Gersten LLP 25,229, Equitas Group, Inc 1,000,000, and Positive Revolution 50,000.

On June 10, 2010 an Assignment Agreement was entered into to change the \$300,000 note holder in exchange for 1,000,000 (1 million) unrestricted shares of the Company's common stock. This loan originated on March 28, 2008. The shares were issued to Russell V. Lugli, Trustee For The Feature Homes Profit Sharing Plan, C/O C. Blaine Morley.

During the third quarter of 2010, 143,955 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The 143,955 shares were issued to Heritage Corporation.

During 2010, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$189,696 of the note and accrued interest was converted in exchange for 8,984,762 (8.98 million) unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the third quarter of 2010, a \$13,000 short term loan was converted to 129,122 shares of the Company's common stock. This loan originated on August 6, 2010.

During the fourth quarter of 2010, the Issuer sold to Richard Gostanian 100,000 shares of Common Stock for \$5,000 at an offering and sales price of \$0.05 per shares, John Lux 105,000 shares of Common Stock for \$5,000 at an offering and sales price of \$0.0476 per shares, James Geistfeld 100,000 shares of Common Stock for \$5,000 at an offering and sales price of \$0.05 per shares, and Vincent Koehler 200,000 shares of Common Stock for \$10,000 at an offering and sales price of \$0.05 per shares for a total sale of 505,000 shares of Common Stock and proceeds of \$25,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Connecticut Title 36b, Securities Law and Business Opportunity Investment Act, Section 21(b); Florida Statutes Chapter 517 Securities Transactions, Section 061-(11); Texas Securities Act, Section 5 Exempt Transactions, Sub-Section I(c); and New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

Also during the fourth quarter of 2010, the Issuer sold to CLX & Associates, Inc. 391,000 shares of Common Stock for \$15,000 at an offering and sales price of \$0.038 per shares, Johnny Woodruff 20,000 shares of Common Stock for \$2,000 at an offering and sales price of \$0.10 per shares, and Nicole Esposito 660,000 shares of Common Stock for \$13,200 at an offering and sales price of \$0.02 per shares for a total sale of 1,071,000 shares of Common Stock and proceeds of \$30,200. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Florida Statutes Chapter 517 Securities Transactions, Section 061-(11); Mississippi Securities Act, Title 75, Chapter 71, Section 203-(1); and New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are

non-trading.

During the fourth quarter of 2010, 32,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The 32,000 shares were issued to Emanuel Nedwick.

During the first quarter of 2011, 1,200,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The 1,200,000 shares were issued to Sea Friends Incorporated.

During the first quarter of 2011, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$145,305 of the note and unpaid interest were converted in exchange for 9,000,000 (9 million) unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the first quarter of 2011, the Issuer sold to NVS Marketing Group, Inc. 500,000 shares of Common Stock for \$10,000 at an offering and sales price of \$0.02 per shares and Southbridge Advisory Group, Inc. 367,500 shares of Common Stock for \$4,000 at an offering and sales price of \$0.0109 per shares for a total sale of 867,500 shares of Common Stock and proceeds of \$14,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Florida Statutes Chapter 517 Securities Transactions, Section 061-(11); and Oklahoma Securities Act of 2004, Article II, Section 1-102(14). Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the second quarter of 2011, the Issuer sold to Don Jackler 1,500,000 shares of Common Stock for \$15,000 at an offering and sales price of \$0.01 per shares for a total sale of 1,500,000 shares of Common Stock and proceeds of \$15,000. The Issuer relied upon New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or

general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the second quarter of 2011, 1,000,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 962,401 shares were issued to Akat Global, LLC and 37,599 were issued to Cede & Co.

During the second quarter of 2011, the original \$40,000 note that was convertible to the Company's common stock was partially converted. \$4,500 of unpaid interest was converted in exchange for 3,600,000 (3.6 million) unrestricted shares of the Company's common stock. This loan originated on January 15, 2008.

During the third quarter of 2011, the Issuer sold to Richard Gastanian 4,000,000 shares of Common Stock for \$40,000 at an offering and sales price of \$0.01 per shares, Jordon P Balancic 1,000,000 shares of Common Stock for \$5,000 at an offering and sales price of \$0.005 per shares, Don Jackler 1,800,000 shares of Common Stock for \$15,000 at an offering and sales price of \$0.008 per shares for a total sale of 6,800,000 shares of Common Stock and proceeds of \$60,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Connecticut Title 36b, Securities Law and Business Opportunity Investment Act, Pennsylvania Securities Act of 1972, Section 203-d and New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the third quarter of 2011, 1,170,129 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,000,000 shares were issued to Positive Revolution, Inc and 170,129 were issued to Southern Investments ASSC, Inc.

During the third quarter of 2011, the original \$25,000 note that was convertible to the Company's common stock was fully converted plus \$250 accrued interest in exchange for 5,050,000 (5.05 million) unrestricted shares of the Company's common stock. This loan originated on March 31, 2011.

During the fourth quarter of 2011, the Issuer sold to Richard Gastanian 4,000,000 shares of Common Stock for \$40,000 at an offering and sales price of \$0.01 per shares for a total sale of 4,000,000 shares of Common Stock and proceeds of \$40,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemption for isolated and limited sales in the States of Connecticut Title 36b, Securities Law and Business Opportunity Investment Act. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the fourth quarter of 2011, 2,000,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,000,000 shares were issued to First Domain Name Company, Inc. and 1,000,000 were issued to Relaunch Consulting Group, LLC.

During the fourth quarter of 2011, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$32,886 of the note and accrued interest was converted in exchange for 7,308,000 (7.308 million) unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

Part F Exhibits

(See Item XIX)

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 CEO and CFO

I, John Folger, certify that:

1. I have reviewed this initial disclosure statement of American Community Development Group, 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.

Date: April 2, 2012

/s/ John Folger_____
John Folger
CEO/Director

I, David Gray, certify that:

1. I have reviewed this initial disclosure statement of American Community Development Group, 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.

Date: April 2, 2012

/s/_David Gray_____
David Gray
CFO/Director