



**GREENSTONE HOLDINGS, INC.**  
**(a Florida Corporation and subsidiaries)**

**COMPANY INFORMATION & DISCLOSURE**  
**QUARTERLY REPORT**

**Three Months Ended June 30, 2008**

**GREENSTONE HOLDINGS, INC.** (a Florida Corporation and subsidiaries)

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QUARTERLY REPORT**

**Three Months Ended June 30, 2008**

**Item I Exact name of the issuer and the address of its principal executive offices.**

Issuer: Greenstone Holdings, Inc.  
Executive Office Location: 11 Penn Plaza, 5<sup>th</sup> floor, New York, NY 10001-2003

**Item 2 Shares outstanding.**

<b>Common Stock</b>	
(i) Period End Date	6/30/2008
(ii) Number of Shares Authorized	2,000,000,000
(iii) Number of Shares Outstanding	813,860,121
(iv) Freely Tradable Shares (Public Float)	317,500,014
(v) The Total Number of Shareholders	567

<b>Preferred Stock</b>	
(i) Period End Date	6/30/2008
(ii) Number of Shares Authorized	30,000,000
(iii) Number of Shares Outstanding	0
(iv) Freely Tradable Shares (Public Float)	0
(v) The Total Number of Shareholders	0

**Item 3 Interim financial statements**

The Company has prepared the financial statements included herein without audit. Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted pursuant to such rules and regulations, although the Company believes that the disclosures are adequate to make the information presented herein not misleading. It is recommended that these financial statements be read in conjunction with the financial statements and the notes thereto included in the Company's latest annual report.

**GREENSTONE HOLDINGS, INC.** (a Florida Corporation and subsidiaries)

**BALANCE SHEET (UNAUDITED)**

**Three Months Ended June 30, 2008**

	<u><b>Jun. 30, 2008</b></u>	<u><b>Dec. 31, 2007</b></u>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	\$ 4,393	\$ 20,105
Account Receivable	9,622	490
Loan to Subsidiary	-	-
Deposits	1,950	1,550
Inventories	<u>240</u>	<u>10,755</u>
Total Current Assets	<u>16,205</u>	<u>32,900</u>
<b>Property &amp; Equipment</b>	<u>7,052</u>	<u>10,108</u>
<b>Other Assets</b>		
Investment in Subsidiary	-	-
Trade Secrets & Trademarks (Note 1)	1,578,300	1,503,800
Intangible Assets	-	-
Incorporation Cost	181	181
Research and Development	<u>126,215</u>	<u>126,215</u>
<b>Total</b>	<u>1,704,696</u>	<u>1,630,196</u>
<b>Total Assets</b>	<u><u><b>\$ 1,724,686</b></u></u>	<u><u><b>\$ 1,673,204</b></u></u>

**GREENSTONE HOLDINGS, INC.** (a Florida Corporation and subsidiaries)

**BALANCE SHEET (UNAUDITED)**

**As of June 30, 2008**

	<u><b>Jun.30,2008</b></u>	<u><b>Dec.31,2007</b></u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Accounts Payable (Note 2)	\$ 911,698	\$ 620,289
Loan-Shareholders	1,188,155	1,368,862
Note Payable (Note 2)	<u>1,375,585</u>	<u>1,459,127</u>
Total Current Liabilities	<u>3,475,438</u>	<u>3,448,277</u>
<b>Long Term Liabilities</b>		
Long Term Liabilities	<u>-</u>	<u>-</u>
	<u>3,475,438</u>	<u>3,448,277</u>
<b>Stockholder's Equity</b>		
Common Stock	81,386	81,126
Paid-In-Capital	4,133,477	4,007,335
Retained Earning (Deficit)	<u>(5,965,614)</u>	<u>(5,863,535)</u>
Total Stockholder's Equity	<u>(1,750,751)</u>	<u>(1,775,073)</u>
<b>Total Liabilities &amp; Stockholder's Equity</b>	<u><b>\$ 1,724,686</b></u>	<u><b>\$ 1,673,204</b></u>

**STATEMENT OF OPERATIONS AND (DEFICIT) RETAINED EARNINGS  
(UNAUDITED)**

**Quarter Ended June 30, 2008**

<b>Sales</b> (Note 3)	\$	1,905
Cost of Sales		<u>1,499</u>
Gross Profit		<u>406</u>
<b>Operating Expenses</b>		
General and administrative		94,144
Financial costs		-
Depreciation		<u>3,267</u>
Total		<u>97,411</u>
Operating Income (Loss)		<u>(97,005)</u>
Extraordinary Income (Loss) (Note 1)		60,000
Provision-Corp Tax		-
<b>Net Income (Loss)</b>		<u>(37,005)</u>
Retained Earning (Deficit)-Beginning		<u>(5,928,609)</u>
<b>Retained Earning (Deficit)-End</b>	<b>\$</b>	<b><u>(5,965,614)</u></b>

STATEMENT OF CASH FLOW (UNAUDITED)

Quarter Ended June 30, 2008

**Cash Flow from Operating Activities:**

Net Loss	\$ (37,005)
Adjustments to reconcile net income to net cash used in operating activities:	
Depreciation	3,267
Increase in Account Receivable	3,443
Increase in Deposits	-
Increase in Loan Subsidiary	(5,033)
Increase in Inventories	955
Increase in Account Payable	30,504
Increase in Note	21,902
Increase in Loan-Shareholders	48,994
Net cash used in operating activities	<u>67,026</u>

**Cash Flow from Investing Activities:**

Purchase of property & equipment	-
Investment in Subsidiary	-
Trade Secrets & Trademarks (Note 1)	(74,500)
Intangible Assets	-
Incorporation Cost	-
Research & Development	-
Net cash (used by) investing activities	<u>(74,500)</u>

**Cash Flow from Financing Activities:**

Proceeds of debt	-
Proceeds from Stock Issuance	-
Proceeds from Paid in Capital	1,811
Net cash provided by financing activities	<u>1,811</u>

**Net Increase in Cash** (5,663)

Cash at Beginning of Period 10,055

**Cash at End of Period** \$ 4,393

STATEMENT OF CHANGES IN SHAREHOLDERS EQUITY

Quarter Ended June 30, 2008

	<u>Common Stock</u>		<u>Preferred Stock</u>		Additional Paid-In	Retained Deficit	Total Equity
	Shares	Stock (\$)	Shares	Stock (\$)			
Balance, December 31, 2007	81,126,131	\$ 8,113	-	\$ -	\$ 4,080,349	\$ (5,863,535)	\$ (1,775,073)
Issuance of shares	648,233,990	64,823	-	-	59,767		
Net Income (loss) for Q1 2008						(62,074)	
Balance, March 31, 2008	729,360,121	\$ 72,936	-	\$ -	\$ 4,140,116	\$ (5,928,609)	\$ (1,712,557)
Issuance of shares	-	8,450	-	-	(6,639)		
Net Income (loss) for Q2 2008						(37,005)	
Balance, June 30, 2008	813,860,121	\$ 81,386	-	\$ -	\$ 4,133,477	\$ (5,965,614)	\$ (1,750,751)

\*Note: All numbers were adjusted for the par value of \$0.0001 effective as of Feb.6, 2008

- Note 1      \$74,500 was paid to D&L LLC as an initial payment for the exclusive licensing of its chemical technology patent. \$60,000 of which were paid by an insurance carrier of the previous CEO of Marcase Inc. and counsel, which the Company acquired in December 2004.
- Note 2      More than half of \$911,698 payable is over two years old, of which more than \$250,000 is over three years old.  
\$1,100,000 out of \$1,375,585 of notes payable represents payments due to the former owner of Anytime Anywhere Restoration which is the subject of litigation. (See Item 5 below)
- Note 3      The revenue of \$1,905 was generated by the sale of the Company's principal product GreenShield through Enviro-Guard Distribution Inc, a distributor in Tennessee.

## **Item 4 Management's discussion and analysis or plan of operation**

Sales dropped during the second quarter to \$1,905, compared to the first quarter of \$15,593. This decrease was primarily due to lack of working capital needed for continuing sales and marketing effort including inventory production. The management realizes that the Company's product lines are all highly competitive and marketable however, the Company will not be able to expand its business without a proper sales force and marketing which requires certain amount of working capital. The main reason for this lack of capital was caused by a loss in excess of \$2 million caused by the managers of its subsidiary, Anytime Anywhere Restoration Inc. during 2006 and the management has been trying to recover from the damages caused by operating this subsidiary.

The Company's core chemical technology product, GreenShield™ protects wood and paper material from mold, mildew, rot, termite, moisture, water, and fire damage. During the 4<sup>th</sup> quarter of 2007, the Company acquired rights to several other related products from Japan including Permeate™ for metal and concrete corrosion protection, MagneLine® for structural reinforcement of metal and concrete structures, and Crystal-Guard™ for detoxifying asbestos materials, and Green-Dri™ dry kiln for a more effective method of drying wood. During the first quarter of 2008, the Company also acquired a new product line, Anz Ceramic Coating™ which reflects 90% of the sun's rays thereby reducing the heat in buildings and vehicles, and Anz HERU-met™, a hard hat specially coated that reduces heat and keeps your head cooler than typical hard hats . The Company also introduced a new GreenShield product, Sillpro™ which is used to protect window and door sills from moisture.

## **Item 5 Legal proceedings**

There are only the following two cases:

- D&L LLC. and an individual, Leroy Smith instituted suit against Marcase, Inc., a predecessor of the Company's subsidiary, Greenstone Inc of Delaware, and Marcase directors on June 30, 2004 in the Circuit Court of the First Judicial Circuit in Escambia County, Florida, claiming that Marcase and its directors which include the Company's CTO, Darrell Kelsoe had conspired to expropriate the plaintiff's trade secrets. This case has been settled and no cash payments are due from the Company until royalty payments commence in 2011. (See Note 1 of the financial statements)
- On November 30<sup>th</sup> 2005, the Company acquired assets of Anytime Anywhere Restoration Inc., a disaster restoration company in Long Island, New York for \$1.45 million. As part of the payment, the Company executed a \$1.1 million two (2) year note. The Company then formed a wholly owned subsidiary under the same name in Delaware. The sellers, Messrs. Lopez and Griffin, continued in management capacity and operated the subsidiary and represented that this subsidiary will generate a profit of over \$1 million in 2006. Instead Anytime Anywhere lost approximately \$1 million in that year. With discontinuation of this subsidiary in October 2006, the net loss to the Company exceeded \$2.5 million. Subsequently, the Company ceased making any payments against the \$1.1 million note. On March 23, 2007, the Company and Mr. Miwa were served with summons by Messrs. Lopez and Griffin seeking \$1 million and 3.4 million shares of the Company's Common Stock and the complaint was subsequently filed on September 4, 2007. The Company made counter-claims in the amount of \$4.5 million alleging damages

caused by the plaintiff. The Company will vigorously defend its case, however, there is no assurance that the Company will prevail in this matter.

- On July 7<sup>th</sup> 2008, the Company and Mr. Miwa were served with summons by a factor to ATA seeking mandatory \$18,389 outstanding balance due from the factoring Anytime Anywhere's invoices back in 2006. The Company is in negotiation to settle this case however, there is no assurance that the Company will prevail in this matter.

## **Item 6 Defaults upon senior securities**

The company Anytime Anywhere Restoration is not in default of any of its financial obligations with the exception of the note to the former owners of which is in litigation. (See Item 5 Legal Proceedings).

## **Item 7 Other information**

The following amendment was filed with the secretary of state in Florida during the quarter ended June 30, 2008.

- May 12<sup>th</sup> 2008: Increased authorized to 2,000,000,000 shares for the common stock

## **Item 8 Exhibits**


- Certificate of Amendment to Articles of Incorporation, filed May 12<sup>th</sup> 2008

## **Item 9 Certifications**

I, H. Sal Miwa, certify that:

1. I have reviewed this Quarterly Report Statement of Greenstone Holdings, Inc.;
2. Based on my knowledge, this Information and 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 Information and 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 Quarterly Report Statement.

Date: August 15, 2008

  
H.Sal Miwa  
CEO also as acting CFO

PD00000103398

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*Amend*

TB

5-19-08

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** GREENSTONE HOLDINGS, INC.

**DOCUMENT NUMBER:** P00000103398

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sal Miwa  
(Name of Contact Person)

Greenstone Holdings, Inc.  
(Firm/ Company)

11 Penn Plaza 5th Floor  
(Address)

New York, NY, 10001-2003  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Sal Miwa at ( 877 ) 387-3330 EXT. 1  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Articles of Amendment  
to  
Articles of Incorporation  
of**

**FILED**  
2008 MAY 12 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

GREENSTONE HOLDINGS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P00000103398

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

1. Article III is hereby amended to increase authorized and to read as follows:

The Number of shares of stock that the corporation is authorized to have outstanding  
at any one time is 2,000,000,000 shares, all of which are of a par value of \$.0001 each  
and classified as common shares.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: May 9, 2008

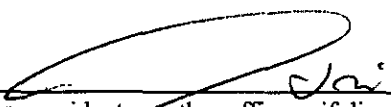
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature   
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Sal Miwa  
(Typed or printed name of person signing)

President  
(Title of person signing)

**FILING FEE: \$35**