

**HALL OF FAME
BEVERAGES, Inc.
(A Nevada Corporation)**

**Unaudited reported Quarterly Report
March 31, 2010**

Hall of Fame Beverages, Inc. (a Nevada Corporation)
March 31, 2010

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Accountant's Review Report

The Board of Directors
Hall of Fame Beverages, Inc (Nevada Corporation)

The accompanying income statement; and the related balance sheet, statement of changes of stockholders' equity and statement of cash flow have been reviewed and present fairly in all material respects, the financial position of Hall of Fame Beverage, Inc. (a Nevada Corporation) for the quarter ended March 31, 2010, in accordance with Statements on Standards for Accounting and review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the responsibility of the officers of Hall of Fame Beverages, Inc.

A review consists principally of inquiries and analytical procedures of evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such opinion.

Based on our review, we are not aware of any material modification that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States.

The Joshua Management Group, LLC

Item 1. Exact name of the issuer and the address of its principal executive offices.

Hall of Fame Beverages, Inc, The Company's address is located at 3425 Circulo Adorno, Carlsbad, California 92009, the telephone number is 760-613-8828; the fax number is 760-753-6443. The email address is info@halloffamebeverages.com and the website is www.halloffamebevages.com.

Item 2. Shares outstanding.

As of the first quarter ended March 31, 2010 the Company had 1,272,391,050 common shares issued and outstanding and 5,000,000 Preferred A shares issued and outstanding, 1,156,815,084 freely tradable shares (public float), one beneficial owner and 42 shareholders of record.

Item 3. Interim financial statements.

The company has provided as an Exhibit of this Issuer's Statement, a Balance Sheet, Statement of Profit and Loss, Statement of Cash Flow and a Statement of Changes in Shareholders Equity/Deficit dated as of the First Quarter ended March 31, 2010 prepared in accordance with U.S. generally accepted accounting principles (U.S. GAAP).

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

1. Over the next twelve months, management intends to devote a substantial amount of time and effort to building the Hall of Fame Beverages, Inc. brand. The goal is to develop numerous revenue streams. Management is also committed to achieving its stated mission to create a more inclusive work environment and contribute to greater diversity, and is confident that the Company will benefit substantially from its ability to attract talented and motivated individuals from overlooked demographics. Cash requirements: The Company's plans for aggressive expansion will give rise to concomitant capital needs. At the present time, the Company intends to release its extensive product line in a graduated rollout process that will reduce the urgency of such capital demand, and should provide a continuing base of revenues to fund further expansion.

Significant changes in the number of employees: Management does not have specific figures or concrete plans in place to augment the work force. Instead, such staff increases will be dictated by the pace at which the Company is able to achieve its stated goals and reach milestones that will both necessitate additional personnel and provide the revenue base to support an augmented staff.

Over the next twelve months, it is Management's intent to have numerous product lines producing revenues and creating profits for Hall of Fame Beverages, Inc. Management intends to launch such product lines in a way that does not interfere with the profitability of the Companies existing products. Over the next twelve months Management intends to create a solid financial base on which to build from. Creating a solid and long term profit foundation from ongoing operations in the number one goal of the Management team of Hall of Fame Beverages, Inc.

Item 5. Legal proceedings.

None

Item 6. Defaults upon senior securities.

None

Item 7. Other information.

Shares issuance

The following table set forth information regarding the issuance of shares for the period ended March 31, 2010

<u>Date of offering</u>	<u>Investor</u>	<u>Price</u>	<u># of shares</u>
1/11/2010	Roy Sahachaisere	.001	100,000,000
3/08/2010	Protégé-Debt Con.	.00025	96,600,000
3/16/2010	Protégé-Debt Con.	.00066	100,000,000
3/19/2010	Protégé-Debt Con	.001	100,000,000

Notes regarding share issuance:

Shares issued to Protégé-Debt Con were issued per debt purchase agreements, per the agreement the debt was converted and the above mentioned shares were issued.

Shares issued to Roy Sahachaisere were issued per agreement made between the two parties to provide consulting services for the Company and in exchange the above mentioned shares were issued.

On 3/1/2010, 426,850,125 shares were returned to Treasury upon the resignation of previous officers.

Item 8. Exhibits.

First Quarter Financial Statements

Item 9. Certifications.

I, Lawrence Twombly, Chief Executive Officer, certify that:

I have reviewed this quarterly report of Hall of Fame Beverages, Inc.;

Based on my knowledge, this quarterly report 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 quarterly report; and

Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this quarterly report, 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.

Date: 06/08/10

/s/ Lawrence Twombly
Lawrence Twombly
CEO, Hall of Fame Beverages, Inc.

I, Calvin Ross, Chief Financial Officer, certify that:

I have reviewed this quarterly report of Hall of Fame Beverages, Inc.;

Based on my knowledge, this quarterly report 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 quarterly report; and

Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this quarterly report, 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 quarterly report.

Date: 06/08/10

/s/ Calvin Ross

Calvin Ross
CFO, Hall of Fame Beverages, Inc.

HALL OF FAME BEVERAGES, INC.
Balance Sheet
For the quarter ending March 31, 2010

ASSETS:

CURRENT ASSETS:

Cash	\$	10,516	
Accounts Receivable		<u>34,657</u>	
TOTAL CURENT ASSETS		<u>45,173</u>	

OTHER ASSETS:

Computer Equipment/Furniture	10,289	
Less Accumulated Depreciation	(4,115)	
Inventory	240,000	
Vehicles and Fixed Assets	53,000	
Less Accumulated Depreciation	<u>(6,234)</u>	

TOTAL OTHER ASSETS: **292,940**

TOTAL ASSETS: **338,113** **338,113**

LIABILITIES:

CURRENT LIABILITIES:

Legal Expenses Payable	15,000	
Accounts Payable	<u>12,215</u>	
TOTAL CURRENT LIABILITIES:	<u>27,215</u>	

LONG TERM LIABILITIES:

Business Loans	44,100	
Vehicle Loans	13,290	
Long Term Payables	<u>56,000</u>	
TOTAL LONG TERM LIABILITIES:	113,390	

TOTAL LIABILITIES: **140,605**

STOCKHOLDERS' EQUITY:

Authorized Shares: 1,470,000,000 - Common
30,000,000 - Preferred
Outstanding Shares 1,272,391,050 - Common
5,000,000 - Preferred A

at par value of .001

Total Stockholders' Equity 197,508

TOTAL LIABILITIES/ EQUITY 338,113 338,113

HALL OF FAME BEVERAGES, INC.
Income Statement
For the quarter ending March 31, 2010

Gross Sales		\$14,582
Gross Income		<u>14,582</u>
Less: Cost of Goods Sold		1,653
Gross Profit		12,929
General and Administrative Expenses:		
Marketing/Sponsorship	\$4,800	
Promotions	500	
Advertising	1,200	
Insurance	158	
Rent/Lease	400	
Wages/Salaries	2,502	
Maintenance and Repair	183	
Vehicle Expenses	106	
Internet/Web Hosting	240	
Commissions & Fees	100	
Meals/Entertainment	104	
Travel/Lodging	428	
Telephone	199	
Utilities	217	
Janitorial	80	
Office Expense	93	
Taxes & Licenses	114	
Professional Services	600	
Contributions	100	
Depreciation		<u>171</u>
Total General & Administrative Expenses	<u>\$12,295</u>	<u>\$12,295</u>
Net Income (Loss)		<u>\$634</u>

Hall of Fame Beverages, Inc		Statement of Changes of Stockholders' Equity		As of March 31, 2010
	Common Stock Issued	Owner's Capital	Retained earnings	Total equity
Balance, December 31, 2006	\$ 2,170,000	\$	\$	\$ 2,170,00
Net Income	\$ -	\$	\$	\$
Balance, December 31, 2007	\$ 157,484,000	\$	\$	\$ 157,484,000
Return/cancel issued Stock to Treasury 7/31/2007	\$(106,800,000)			\$(106,800,000)
Net Income	\$ -	\$	\$	\$
Reclass of Owner's Capital	\$ -	\$	\$	\$
Issuance of Common Stock	\$ 155,314,000	\$	\$	\$ 155,314,000
Balance, December 31, 2008	\$ 733,207,020	\$ -	\$ -	\$ 733,207,020
Return/Cancel issued Stock to Treasury 5/08/2008	\$(6,875,000)			\$(6,875,000)
Net Income	\$ -	\$ -	\$ -	\$ -
Original Owner Contributed Capital	\$ -	\$ -	\$ -	\$ -
Issuance of Common Stock	\$ 575,723,020	\$	\$	\$ 575,723,020
Balance, December 31, 2009	\$1,302,641,175	\$141,345	\$197,088	\$338,443
Return/Cancel issued Stock to Treasury 7/31/2009	\$(400,000,000)			\$(400,000,000)
Stock Split 3/31/2009 1 for 100 Reverse Split	\$904,974,943			\$904,974,943
Net Income	\$2,247	\$	\$	\$2,247
Original Owner Contributed Capital	\$	\$	\$	\$
Issuance of Common Stock	\$1474,409,098			\$1474,409,098
Balance, March 31, 2010	\$1,272,391,050	\$ 140,605	\$197,508	\$338,113
Return/Cancel issued Stock to Treasury 3/01/10	\$(426,850,125)			\$(426,850,125)
Net Income (Loss)	\$634			\$634

HALL OF FAME BEVERAGES, INC.
Statement of Cash Flow
For the quarter ended March 31, 2010

Cash flows from operating activities:	\$ 634
Net income	
Adjustments to reconcile net income to net cash provided by operating activities:	
Cash provided by operating activities:	
Depreciation	1,554
Decrease in accounts receivable	150
Decrease in prepaid taxes	1,037
Decrease in accounts payable	(1,558)
Increase in deferred taxes	3,000
Increase in accrued payroll	1,021
Increase in legal expenses payable	5,000
Increase in income taxes payable	<u>2,000</u>
Total adjustments	<u>12,204</u>
Net cash provided by operating activities	12,838
Cash flows from investing activities:	
Stockholder cash dividends	<u>(4,685)</u>
Net cash used in investing activities	<u>(4,685)</u>
Cash flows from financing activities:	
Payments on loans payable	<u>(6,915)</u>
Net cash used in financing activities	<u>(6,915)</u>
Net increase in cash	1,238
Cash, beginning of year	<u>9,278</u>
Cash, end of quarter	\$ <u>10,516</u>

See accountant's review report and notes to financial statements.

HALL OF FAME BEVERAGES, INC.

Notes to Financial Statements
For the quarter ended March 31, 2010

1. Nature of Organization

Hall of Fame Beverages, Inc. is a Nevada Corporation

- **Significant Accounting Policies**

- Accounting Method

- The financial statements are prepared on the accrual basis of accounting and are in conformity with General Accepted Accounting Principles, Generally Accepted Auditing Standards & Generally Accepted Government Audit Standards.

- Financial Statement Presentation – Sources and Uses of Revenue

- Revenue is generated from sales of products. The uses of revenue are determined by Operating Expenses and General and Administrative Expenses.

- Use of Estimates

- The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of net assets and disclosure of contingent assets and liabilities, if any, at the date of the financial statements and the reported amounts of increases and decreases in net assets during the reporting period. Actual results could differ from those estimates.

- Equipment

- Equipment is carried at cost. Depreciation is calculated using both the straight-line method and the accelerated method over the estimated useful lives of the assets.

- **Income Taxes**

- The company accounts for income taxes in accordance with Statement of Financial Accounting Standards No. 109 (FAS 109), “Accounting for Income Taxes.” FAS 109 utilizes the asset and liability method, whereby deferred tax assets and liabilities are recognized for the future tax impact attributable to differences between the financial statement carrying amounts and tax bases of existing assets and liabilities. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply in the years in which the temporary differences are expected to be recovered.

- **Accounts Payable**

Accounts Payable as of March 31, 2010 consists of various invoices that are due in the next 30 days.

- **Accounts Receivable**

Accounts receivable as of March 31 2010 consist various invoices that are due but not received.

- **Concentrations of Credit Risk**

Financial instruments, which potentially subject the company to concentrations of credit risk, consist principally of cash in bank and cash equivalents. The company maintains its cash and cash equivalents with what management believes to be high credit quality financial institutions and limits the amount of credit exposure to any one particular institution.