

CROSSWIND RENEWABLE ENERGY CORP.  
1415 Panther Lane, Suite 306  
Naples, FL 34109

Mailing Address:  
1415 Panther Lane, Suite 306  
Naples, FL 34109

INITIAL DISCLOSURE REPORT

## **PART A: General Company Information**

**Item I**            **Exact name of issuer and its predecessors:**  
Crosswind Renewable Energy Corp. (August 16, 2010)  
formerly known as Stealth MediaLabs, Inc., Oklahoma (August 13, 2010)  
formerly known as Stealth MediaLabs, Inc. (September 23, 2002)  
formerly known as Kidstoysplus.com, Inc. (February 4, 1999)

**Item II**            **Address of Registered Agent:**  
Crosswind Renewable Energy  
Corp.

**Mailing Address:**  
1415 Panther Lane, Suite 306  
Naples, FL 34109

**Investor Relations:**

None

**Item III**            **Issuer's State of Incorporation**

Oklahoma

## **PART B: Share Structure**

**Item IV**            **Exact title and class of securities outstanding**

The Company has been authorized to issue 150,000,000 common each having a par value of \$0.001.

The Company has 63,602,856 shares of common stock and no shares of preferred stock issued and outstanding.

The CUSIP number is: 227692 100

The Trading symbol is: SMBS

**Item V**      **Par or stated value and description of the security**

*A. Par or Stated Value.*

The par value of the Company's shares of

- (i) Common stock is: \$0.001 per share

*B. Common Stock.*

Common Stock. The Company is authorized to issue 100,000,000 shares of common stock. Each share of common stock has one vote. The holders of common stock shall not have any conversion, redemption, or preemptive rights.

**Item VI Number of shares or total amount of the securities outstanding for each class of securities authorized**

The Company is authorized to issue common and shares.

Period Ended	Authorized	Outstanding	Tradeable	Beneficial Shareholders	Shareholders of Record
12/31/07	100,000,000	29,690,969	2,753,388		829
12/31/08	100,000,000	29,690,969	2,753,388		829
12/31/09	150,000,000	118,575	9,717		294
9/03/2010	150,000,000	63,602,856	10,419		305

\* NOBO list ordered and will be supplemented upon receipt

**PART C: Business Information**

**Item VII Name and address of issuer's stock transfer agent**

1. Integrity Stock Transfer  
3265 E. Warm Springs Rd.  
Las Vegas NV 89120  
(702) 317-7757  
(702) 796-5650 fax  
[don@integritynevada.net](mailto:don@integritynevada.net)
2. The Transfer Agent is registered under the Exchange Act.
3. The Securities and Exchange Commission is the regulatory authority of the transfer agent.

**Item VIII Nature of the issuer's business**

A. Business development

1. Crosswind Renewable Energy Corp. is an Oklahoma corporation that has undergone the following corporate transactions:

<u>Date</u>	<u>Corporate Action</u>
02/04/1999	Articles of Incorporation – Incorporated as Kidstoysplus.com, Inc.
09/23/2002	Amendment- Name change to Stealth MediaLabs, Inc.
10/01/2002	Company underwent reverse stock split of 1:250
10/01/2002	Amendment- Authorized common shares reduced from 500,000,000 to 50,000,000
09/28/2009	Amendment – Reverse stock split of 1:300
12/23/2009	Amendment- Authorized common shares from 166,666 to 150,000,000
08/13/2010	Merger Domicile change from NV to OK
08/16/2010	Merger Holding Company reorganization resulted in Crosswind Renewable Energy Corp surviving as the Holding Company

2. The Company was first organized in 1999 as Kidstoysplus.com, Inc. in the State of Nevada.
3. The Company's fiscal year is December 31.
4. During the past three fiscal years, the Company has not been in bankruptcy or receivership.
5. Since incorporation, the Company has undergone the following material reclassifications, mergers, consolidation(s), or purchase or sale of a significant amount of assets.:
  - a. On October 1, 2002, the Company underwent a reverse stock split at a ratio of 1:250. In addition, the Company's authorized was amended from 500,000,000 to 50,000,000.
  - b. On September 28, 2009, the Company underwent a reverse stock split at a ration of 1:300. The Company filed a certificate of change with the Nevada Secretary of that State to effect the reverse stock split.
  - c. On August 13, 2010, Stealth Medialabs, Inc. ("SMLA") implemented a domicile change from Nevada to Oklahoma by merging into Stealth Medialabs, Inc., an Oklahoma corporation ("SMLA OK"). The domicile change was approved by the Nevada Secretary of State and the Oklahoma Secretary of State. The domicile change required approval from the Board of Directors and the majority shareholders of the company.
  - d. On August 16, 2010, the Company underwent a Holding Company Reorganization pursuant to section 1081(g) of the Oklahoma General Corporation Act. Pursuant to the reorganization, on August 16, 2010, Stealth Media Labs, Inc., caused Crosswind Renewable Energy Corp. to be incorporated in the State of Oklahoma, as a direct, wholly-owned subsidiary of SMLA OK and caused Stealth Medialabs Merger Sub., Inc. ("SMLA Merger Sub") to also be incorporated in the State of Oklahoma as a direct wholly-owned subsidiary of Crosswind Renewable Energy Corp. Under the terms of the Reorganization, SMLA OK was merged into SMLA Merger Sub. Upon consummation of the Reorganization, each issued and outstanding share of SMLA OK was converted into and exchanged for a share of common stock of SMLA Merger Sub. (on a share-for-share basis), having the same designations, rights, powers and preferences, qualifications, limitations, and restrictions as the shares of SMLA OK being converted. There was no spin-off and SMLA OK corporate existence ceased. Under the Reorganization, all SMLA OK shareholders became shareholders of Crosswind Renewable Energy Corp.
  - e. Concurrently, on August 16, 2010, the Company entered into a Share Exchange Agreement with Crosswind Renewable Energy, LLC, a Florida corporation ("Crosswind Florida") in which the membership units of Crosswind Florida converted into 55,900,000 shares of Crosswind Oklahoma.

6. During the past three years, the Company has not defaulted on any loan, note or lease.
7. During the past three years, there have been no control changes of the Company's shareholder base or Directors.
8. On August 16, 2010, the Company entered into a Share Exchange Agreement with Crosswind Renewable Energy, LLC, a Florida corporation ("Crosswind Florida") in which the membership units of Crosswind Florida converted into 55,900,000 shares of Crosswind Oklahoma.
9. During the past three years, there have been issuances of shares that exceed ten percent (10%) of the Company's issued and outstanding shares. Specifically, On August 16, 2010, the Company entered into a Share Exchange Agreement with Crosswind Renewable Energy, LLC, a Florida corporation ("Crosswind Florida") in which the membership units of Crosswind Florida converted into 55,900,000 shares of Crosswind Oklahoma.
10. As stated above, the Company has undergone reverse stock splits, name changes, mergers, and reorganizations during the previous three years. For more information, the investor is encouraged to read Section VIII A(1) listed above.
11. The Company was delisted from OTCBB on November 11, 2003, for failure to file timely reports with the United States Securities and Exchange Commission.
12. The company has no knowledge of any current, pending, or threatened legal proceedings, or administrative actions during the past three years that could have a material effect on the Company's business, financial condition, or operations.
13. In October, 2002, Howard Leventhal was appointed as the CEO, President, Secretary and Director of the Company. Please refer to the Company's disclosure on the Company's annual report on Form 10K for October 31, 2002, as filed on March 7, 2003, and the subsequent 10Q's. Howard Leventhal remained as the Director and CEO since the merger of 2002. The Company's second Director, Anan Yaagoub, resigned his position on April 15, 2005. Howard Leventhal resigned on August 16, 2010, and, concurrently, Michael Lynch was appointed as sole officer and director.

B. Crosswind Renewable Energy (CRE) is a Clean Energy Solutions Company and a Global Provider of category leading Renewable Energy Technology. Crosswind is strategically positioned as a premier provider of clean energy solutions due to its global network reach and exclusive commitments with industry leading companies. We serve as better stewards of the environment and the communities we serve with our leading renewable energy technologies and our significant, reliable, cost effective and widely distributed network.

Currently, CRE provides a wide range of renewable energy solutions that include the sale, warranty, installation and monitoring services of high performance WePOWER Vertical Axis Wind Turbines, Skystream Commercial Lighting Systems, Cutting Edge LED Saving Solutions, Windvertiser™ Eco-Friendly Outdoor Advertising, Power Energy Control Management, Monitoring Systems and Solar Thermal Systems.

1. The Company's primary SIC code is 5090.
2. The Company is currently conducting operations and is actively involved in the sales and marketing of its line of renewable energy products and its energy saving lighting solutions.
3. **We previously were a shell company, therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our affiliates in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.**
4. The Company has no parent, subsidiary or affiliates of the Company.
5. The Company is not aware of the effects of any existing or probable governmental regulations on the business.
6. During the past two fiscal years, the Company has not spent any capital on research of development activities.
7. The Company has not undergone any research to determine the costs and effects of compliance with environments laws associated.
8. The Company currently has two employees. The Company anticipates hiring additional personnel during the fiscal year to implement the Company's business plan of marketing and selling.

Item IX      The nature of products or services offered.

The Company provides a wide range of renewable energy solutions that include the sale, warranty, installation and monitoring services of high performance WePOWER Vertical Axis Wind Turbines, Skystream Commercial Lighting Systems, Cutting Edge LED Lighting Solutions from Green and Save, Inc., Windvertiser™ Eco-Friendly Outdoor Advertising, Power Energy Control Management, Monitoring Systems and Solar Thermal Systems. The Company is developing a network of dealers and resellers, as well as selling certain products directly to commercial customers. The Company's dealer network covers the state of Florida, the Caribbean region, Central America, South America and Mexico.

We rely on various suppliers including WePOWER LLC for our line of vertical axis wind turbines and solar thermal hot water system, Skystream for their commercial lighting system, and LED Lighting Solutions for their line of LED lighting systems. If any of these vendors has production problems and is unable to ship product, it could adversely effect our revenues. The Company is exploring other manufactures products to add to our product offering.

**We have had no revenues or earnings from operations.**

**We are a development stage company with no experience in the market, and failure to successfully compensate for this inexperience may adversely impact our operations and financial position.**

The renewable energy industry is an evolving and highly competitive industry. We have little operating history, no customer base and no revenue to date. This makes it difficult to evaluate our future performance and prospects. Our company must be considered in light of the risks, expenses, delays and difficulties frequently encountered in establishing a new business in an emerging and evolving industry characterized by intense competition, including:

- our business model and strategy are still evolving and are continually being reviewed and revised;
- we may not be able to raise the capital required to develop our initial customer base and reputation;
- we may not be able to successfully implement our business model and strategy;
- Our success is dependent upon management that has other full time employment, has limited experience and will only devote limited part time working for the Company, and this makes our future even more uncertain;
- Michael A. Lynch, our sole director and officer, has agreed to provide services on an as needed basis for a term of 12 months. We have not obtained key man life insurance. Notwithstanding the combined limited experience and time commitment of management, loss of the services would adversely affect development of our business and its likelihood of continuing operations; and

We cannot be sure that we will be successful in meeting these challenges and addressing these risks and uncertainties. If we are unable to do so, our business will not be successful and the value of your investment in our company will decline.

**The renewable energy industry is extremely competitive and if we are not able to compete successfully against other independent companies both large and small, we will not be able to operate our business and investors will lose their entire investment.**

The market for renewable energy products is extremely competitive and rapidly changing. We currently and in the future face competitive pressures from numerous actual and potential competitors. Many of our current and potential competitors in the renewable energy industry have substantial competitive advantages than we have, including:



- longer operating histories;
- significantly greater financial, technical and marketing resources;
- greater brand name recognition;
- better distribution channels;
- existing customer bases; and
- commercially accepted products.

Our competitors may be able to respond more quickly to new or emerging products and devote greater resources to identify, and market new products, and distribute and sell their products than we can. **Our proposed plan of operation is speculative. The Company faces risks including but not limited to:**

**As a former shell company, we face substantial additional adverse business and legal consequences.**

**Our Common Stock may never be widely traded and you may have no ability to sell the shares.**

**Our Common Stock may be subject to significant restriction on resale due to federal penny stock restrictions.**

**As common shares become eligible for sale, their sales could depress the market price of our stock.**

**Limited funds and lack of full-time management make it impracticable to conduct operations.**

**Dependence upon outside advisors to supplement the business experience of our officers and directors.**

**We have not paid cash dividends on our common stock.**

**If we are unable to successfully obtain additional financing, we will not have sufficient cash to continue operations.**

**It is difficult to evaluate our business and prospects because we have a limited operating history.**

**Our Common Stock Market Price may decrease greatly which may result in investors inability to sell shares.**

**Our operating results may prove unpredictable.**

**Our ability to effectuate additional financing transactions to fund our operations could impair the value of your investment, and we may not be able to meet our future capital requirements.**

**We are a development stage company with no experience in the market, and failure to successfully compensate for this inexperience may adversely impact our operations and financial position.**

**Our success will be largely dependent upon the hiring and retaining key personnel**

**Our success depends in large part on our current key personnel and our ability to attract and retain additional key personnel, which we may or may not be able to do.**

**Future acquisitions of companies may disrupt our business or distract our management.**

**If we do not manage our anticipated growth efficiently, we may not be able to operate our business effectively.**

**The Company does not own or possess any patent protection of the technology and may significantly impair our competitive advantage.**

#### **PART D: Management Structure and Financial Information**

**Item XI            The name of the chief executive officer, members of the board of directors,  
as well as control persons**

A. Officers and Directors

Michael A. Lynch is the sole Director and Officer. His address is 672 Hickory Road, Naples, FL 34108. Mr. Lynch has over 40 years of experience in financial services, investment banking, sales and market development. Mr. Lynch as served as a principal of America First Mortgage Consultants, providing mortgage loans to commercial and residential properties from 2005 through 2008. Mr. Lynch served as a Managing Director of Merrill Lynch and Co. in the Wealth Management Private Client division for over 15 years in Florida and Ohio. In his role as Managing Director he was responsible for the development of news sales forces, markets and increasing market share through Merrill Lynch's wealth management platform. Prior to his employment at Merrill Lynch, he served as Vice President with Security Pacific National Bank. He also developed financial and international marketing strategies for Bursill Engineering Company, an Australian Engineering company, throughout Asia and the Middle East. He is a graduate of Standford Advance Management School, Lake Tahoe, and St. Pius X College in Sydney, Australia.

B. Legal/Disciplinary History

**Involvement in Certain Legal Proceedings:**

**None**

Disclosure of Related Party Transactions

**Item XII Financial Information for the issuer's most recent fiscal period**

The following financials are included and attached hereto and incorporated herein by referenced to the exhibit as filed with Pink Sheets:

Accountant's Report

**Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.**

The following financials are included and attached hereto and incorporated herein by referenced to the exhibit as filed with Pink Sheets:

Accountant's Report

**Item XIV Beneficial Owners**

<b>Title of class</b>	<b>Name and address of beneficial owner<sup>(1)</sup></b>	<b>Amount of beneficial ownership</b>	<b>Percent of class*</b>
<b>More Than 5% Beneficial Owners:</b>			
Common	Unicorn Global LLC	37,000,000	69.97%
Common	Evans Towne International LTD	5,700,000	8.96%
Common	JE Enterprises Ltd	5,000,000	7.86%

As used in this table, "beneficial ownership" means the sole or shared power to vote, or to direct the voting of, a security, or the sole or shared investment power with respect to a security (i.e., the power to dispose of, or to direct the disposition of, a security). In addition, for purposes of this table, a person is deemed, as of any date, to have "beneficial ownership" of any security that such person has the right to acquire within 60 days after such date.

**Item XV The name, address, telephone number, and email address of:**

1. Investment Banker: None
2. Promoters: None
3. Counsel: Luke C. Zouvas, Esq.  
Zouvas Law Group P.C  
2368 2nd Avenue  
San Diego, CA 92101  
(619) 688-1715  
(918) 336-3152 fax  
[info@hesklaw.com](mailto:info@hesklaw.com)
4. Accountant: No external accountants
5. Public Relations Consultant(s): None
6. Investor Relations Consultant: None
7. Other advisor(s): None

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

**A. Plan of Operation for the Next Twelve Months**

Crosswind Renewable Energy is a distributor of renewable energy products. Currently, the Company has distribution agreements in place with WePOWER LLC, Southwest

Windpower, and LED Saving Solutions. Our territories include the state of Florida, Caribbean region, Central America, South America and Mexico and other areas outside of our territory with prior approval of our manufacturers.

WePOWER is a provider of Vertical Axis Wind Turbines (VAWT). Their product line includes turbines with ratings of 600W, 1.2kW, 3.4kW, 5.5kW, and 12kW. It is the most comprehensive VAWT line in the small wind industry. WePOWER is also a provider of Solar Thermal Hot water systems, using thermal energy to heat water.

Southwest Windpower is a manufacturer horizontal axis wind turbines. The Company is an exclusive distributor of the Southwest Windpower Skystream Commercial Lighting System, a lighting product that uses a 3.7kW turbine to power a light source and feed unused energy back to the electrical grid. It's application include outdoor lighting solutions and street lighting systems.

LED Saving Solutions is U.S. manufacturer of a wide variety of LED lighting systems that enable commercial and residential customers to save a considerable amount of money on lighting costs. Their extensive line of LED lighting products can be used for a wide range of lighting applications.

Currently, the Company has signed seven dealers to reseller agreements. These dealers will market the complete Crosswind product line to their customers through the described territory. Over the next 12 month period, the Company will work to market its product line to its existing dealers, and identify and recruit new dealers for its renewable energy products.

The Company is investigating other renewable energy solutions to add to its product line, but does not spend money on research and development of renewable energy products.

The Company does not plan to purchase a significant amount of equipment and does not stock inventory of any products.

The Company has plans to hire an additional 7 employees over the next 12 month period. These new hires will be for sales and marketing positions.

B. N/A

C. Off-Balance Sheet Arrangements: None.

#### PART E: Issuance History

#### **Item XVII List of securities offerings and shares issued in the past two years**

A. None. **Describe the issuance of shares under the convertible note.**

PART F: Exhibits

**Item XVIII Material contracts**

A. Material Contracts.

None.

**Item XIX Articles of Incorporation and Bylaws**

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

None

**Item XXI Issuer's Certifications**

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

1. Michael A. Lynch, certify that:
2. I have reviewed this annual disclosure statement Crosswind Renewable Energy Corp
3. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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
4. 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 preserved in this disclosure statement.

Date:

9/7/2010

  
\_\_\_\_\_  
President/Chief Executive Officer

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