

AMENDED INFORMATION STATEMENT

For Broker-Dealer Due Diligence

Pursuant to Rule 15c-211

under the Securities Exchange Act of 1934

May 14, 2011

(The Great American Food Chain, Inc.)

(Exact name of Issuer as specified in its charter)

2808 Cole Avenue

Dallas, TX 75204

(Address of Principal Office)

214-880-0446

(Issuer's telephone number)

The number of shares outstanding of each of the Registrant's classes of common equity, as of the date of this information Statement, are as follows:

TRADING SYMBOL: GAMN CUSIP: 38982Q203

TAX ID NUMBER: 84-1376019 SHAREHOLDERS OF RECORD: 344

CLASS OF SECURITIES QUOTED: Common Stock, \$.001 par value and Preferred Stock, \$.001 par value

NUMBER OF SHARES OUTSTANDING: 6,444,598

CURRENT INFORMATION REGARDING

The Great American Food Chain, Inc.

A Nevada Corporation

The following information is furnished to assist with "due diligence" compliance. The information is furnished pursuant to Rule 15c2-11 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended. The items and attachments generally follow the format set forth in Rule 15c2-11.

PART A – GENERAL COMPANY INFORMATION

ITEM 1: THE EXACT NAME OF THE ISSUER

The Great American Food Chain, Inc. (hereinafter referred to as “GAMN,” the “Issuer” or the “Company”).

ITEM 2: THE PRINCIPAL OFFICE OF THE ISSUER

Address: The company is located at 2808 Cole Avenue, Dallas, Texas 75204.

Telephone Number: 214-880-0446

Fax Number: 214-880-0448

URL: <http://www.thegreatamericanfoodchain.com/>
<http://www.amici-cafe.com/>
<http://www.kokopellifreshmexicangrill.com/>
<http://www.keytothecity.com/>

Investor Relations: Edward Sigmond
214-507-9984
esigmond@aol.com
2808 Cole Avenue
Dallas, Texas 75204

ITEM 3: THE STATE OF INCORPORATION

The Company was incorporated in the State of Nevada on April 2, 1997.

PART B – SHARE STRUCTURE

ITEM 4: THE EXACT TITLE AND CLASS OF SECURITIES OUTSTANDING

The number of shares outstanding of each of the Registrant’s classes of common equity, as of the date of this information Statement, are as follows:

Trading Symbol: GAMN

CUSIP: 38982Q203

Tax ID Number: 84-1376019

Shareholders of Record: 471

Class of Securities Quoted: Common Stock, \$.001 par value and Preferred Stock, \$.001 par value

Number of Shares Outstanding: 7,005,747

ITEM 5: PART OR STATED VALUE AND DESCRIPTION OF THE SECURITY

A. Par or Stated Value. Provide the par or stated value for each class of outstanding securities.

B. Common or Preferred Stock.

1. Common Stock, \$.001 par value.

Voting: One vote per one common share.

2. Preferred Stock, \$.001 par value.

There is no preferred stock outstanding.

3. Describe any other material rights of common or preferred stockholders.

There are no other material rights for either common or preferred stockholders.

4. Describe any provision in the issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

There are no provisions that would delay, defer, or prevent a change in control of the issuer.

ITEM 6: THE NUMBER OF SHARES OR TOTAL AMOUNT OF THE SECURITIES OUTSTANDING FOR EACH CLASS OF SECURITIES AUTHORIZED

Common Stock:

- A. (i) Period end date: March 31, 2011
 - (ii) Number of shares authorized: 100,000,000
 - (iii) Number of shares outstanding: 7,005,747
 - (iv) Freely tradable shares (public float): 1,500,000
 - (v) Total number of beneficial shareholders: 1,100+
 - (vi) Total number of shareholders of record: 471

- B. (i) Period end date: December 30, 2010
 - (ii) Number of shares authorized: 100,000,000
 - (iii) Number of shares outstanding: 6,443,247
 - (iv) Freely tradable shares (public float): 1,500,000
 - (v) Total number of beneficial shareholders: 1,100+
 - (vi) Total number of shareholders of record: 465

- C. (i) Period end date: December 30, 2009
 - (ii) Number of shares authorized: 100,000,000
 - (iii) Number of shares outstanding: 6,443,247
 - (iv) Freely tradable shares (public float): 1,500,000
 - (v) Total number of beneficial shareholders: 1,100+
 - (vi) Total number of shareholders of record: 458

Preferred Stock:

- A. (i) Period end date: March 31, 2011
 - (ii) Number of shares authorized: 10,000,000
 - (iii) Number of shares outstanding: None
 - (iv) Freely tradable shares (public float): None.

- (v) Total number of beneficial shareholders: None.
- (vi) Total number of shareholders of record: None.

- B. (i) Period end date: December 30, 2010
(ii) Number of shares authorized: 10,000,000
(iii) Number of shares outstanding: None.
(iv) Freely tradable shares (public float): None.
(v) Total number of beneficial shareholders: None.
(vi) Total number of shareholders of record: None.

- C. (i) Period end date: December 30, 2009
(ii) Number of shares authorized: 10,000,000
(iii) Number of shares outstanding: None.
(iv) Freely tradable shares (public float): None.
(v) Total number of beneficial shareholders: None.
(vi) Total number of shareholders of record: None.

ITEM 7: THE NAME AND ADDRESS OF THE TRANSFER AGENT

Interwest Stock Transfer
Phone: 801-272-9294
Fax: 801-277-3147

Interwest Stock Transfer is currently registered under the Exchange Act and is an SEC approved transfer agent.

PART C – BUSINESS INFORMATION

ITEM 8: THE NATURE OF THE ISSUER'S BUSINESS

A. Business Development

1. The form of organization of the Issuer

The Company is a Nevada C corporation.

2. The year that the Issuer (or any predecessor) was organized

1997

3. The Issuer's fiscal year end date

The fiscal year end date is December 31.

4. Whether the Issuer (and/or any predecessor) has been in bankruptcy, receivership or any similar proceeding

The Company and/or any predecessor has not filed, and is not currently in the process of filing, any bankruptcy, receivership or any similar proceedings.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets

In March 2003, the Company completed a merger with The Great American Food, Inc. and the survivor company, XtraNet Systems, Inc, changed its name to The Great American Food Chain, Inc.

In August 2006 the Company purchased a 90% stake in Kokopelli Franchise Company from Franchise Capital Corporation.

In February 2011, the Company acquired for cash and notes an 80% stake in Amici Enterprises, LLC. (“AEL”).

6. Any default of the terms of any note, loan, lease or other indebtedness or financing arrangement requiring the Issuer to make payments

None.

7. Any change of control

No.

8. Any increase in 10% or more of the same class of outstanding equity securities

In September 2006, the Company issued 720,646 shares of common stock, restricted under Rule 144, to Franchise Capital Corporation (“FCCN”) for its 90% interest in Kokopelli Franchise Company. These shares were dividend out to FCCN shareholders on 1 share of GAMN per 100 shares of FCCN held as of August 31, 2006.

In August 2006 the Company issued 580,000 to various shareholders for cancellation of debt associated with the acquisition of Kokopelli Franchise Company. In April 2006, the Company issued 500,000 shares of common stock to William Shaw for cancellation of pre-existing debt.

In May 2011, the Company issued 562,500 shares of common stock, restricted under Rule 144, to various shareholders for conversion of debt to equity.

9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization

In March 2003, the Company completed a merger with The Great American Food, Inc. and the survivor company, XtraNet Systems, Inc, changed its name to The Great American Food Chain, Inc.

In August 2006 the Company purchased a 90% stake in Kokopelli Franchise Company from Franchise Capital Corporation.

In February 2011, the Company acquired for cash and notes an 80% stake in Amici Enterprises, LLC. (“AEL”). Amici Enterprises, LLC. formed and owns 100% interest in Amici Restaurant Holdings, LLC. and 100% interest in Amici Franchising, LLC. Amici Restaurant Holdings, LLC. owns 100% interest in two restaurant companies: Madison GA Acquisitions, LLC. and Covington Acquisitions, LLC. These companies are both operating restaurants. Amici Franchising, LLC. is a franchise holding company with four franchisees having locations in Georgia – Augusta, Greensboro, Athens, and Milledgeville.

10. Any delisting of the Issuer’s securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board

The Issuer’s securities have not been de-listed and are not in the process of being de-listed by the Securities and Exchange Commission or the NASD.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have a material effect on the Issuer’s business, financial condition, or operations. Any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

The Company’s subsidiary, Kokopelli Franchise Company, commenced an arbitration proceeding in Arizona against one of its franchisees, KSG of Ohio for breach of contract and tort claims, seeking damages in excess of \$750,000. KSG of Ohio had filed counterclaims for breach of contract for an unspecified amount of damages.

KSG of Ohio had filed multiple statutory and tort claims in the U.S. Northern District of Ohio against Kokopelli Franchise Company, requesting rescission of the Franchise Agreement and Area Development Agreement, unspecified damages, and equitable relief. Kokopelli filed a Motion to Dismiss all claims on multiple grounds or in the alternative transfer venue and compel arbitration of the claims in the Arizona arbitration proceeding.

Rajan Sutariya, a Michigan franchisee and area developer of Kokopelli, and also a member of KSG of Ohio, filed multiple statutory and tort claims in the U.S. District Court, Eastern District of Michigan against Kokopelli Franchise Company, requesting rescission of the Franchise Agreement and Area Development Agreement, unspecified damages, and equitable relief. Kokopelli filed a Motion to Dismiss all claims on multiple grounds or in the alternative transfer venue and compel arbitration of the claims in the Arizona arbitration proceeding.

These cases were settled without any recovery or monetary loss to the Company.

American Arbitration Association filed a suit against Kokopelli Franchise Company, LLC. in Maricopa County Justice Court for arbitration fees in the amount of \$4,001.30. The court ruled in

favor of the American Arbitration Association in the amount of \$4,001.30, plus accruing interest at the rate of 10% per annum, and filing fees in the amount of \$180.

Turner Stone and Company, LLP. filed a suit in 2008 against the Company in Dallas County District Court for Breach of Agreement, Sworn Account, and Quantum Meruit in the amount of \$55,053 related to auditing services. The Company reached a settlement by July 2008.

Atlantic Restaurant Consultants, LLC. has informed the Company that it intends to file a suit against the Company, Edward Sigmond, and Robert Andreottola in Dallas County District Court for Breach of Contract in the amount of \$100,000 related to consulting services. If a lawsuit is filed, the Company will be filing an Answer and defending these claims.

B. Business of Issuer

The Great American Food Chain is a portfolio restaurant holding company specializing in the development and expansion of proven independent restaurant concepts into multi-unit locations through corporate owned stores, licensing, and franchising opportunities. The Company currently owns two concepts, Kokopelli Fresh Mexican Grill and Amici Italian Café. The Company also owns the trademark and intellectual property rights for www.KeyToTheCity.com, a web-based city guide for use by both local residents and tourists.

1. The Issuer's primary and secondary SIC Codes

The Primary SIC Code for the Issuer is 5812.

2. If the Issuer has never conducted operation, is in the developmental stage or is currently conducting operations

The Company is conducting operations.

3. If the Issuer is considered a "shell company" pursuant to SEC Rule 405 of the Securities Act of 1933

No.

4. The names of any parent, subsidiary, or affiliate of the Issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement

Kokopelli Franchise Company is a subsidiary of the Company. The Company owns a 90% interest in Kokopelli Franchise Company. The purpose of Kokopelli Franchise Company is to franchise the Kokopelli Fresh Mexican Grill concept to regional developers. Kokopelli Franchise Company is included in the financial statements attached.

Amici Enterprises, LLC. is a subsidiary of the Company. The Company owns an 80% stake in Amici Enterprises, LLC. Amici Enterprises, LLC. formed and owns 100% interest in Amici

Restaurant Holdings, LLC. and 100% interest in Amici Franchising, LLC. Amici Restaurant Holdings, LLC. owns 100% interest in two restaurant companies: Madison GA Acquisitions, LLC. and Covington Acquisitions, LLC. These companies are both operating restaurants. Amici Franchising, LLC. is a franchise holding company with four franchisees having locations in Georgia – Augusta, Greensboro, Athens, and Milledgeville. Amici Enterprises, LLC. is included in the financial statements attached.

5. The effect of the existing or probable governmental regulations on the business

The Patient Protection and Affordable Care Act of 2010 signed under the Obama administration will have an effect on new healthcare policies. Companies with over fifty employees will be required by law to provide healthcare to their employees, or else face financial and legal penalties. The Great American Food Chain and Amici's Enterprises LLC. currently employ three people each. Amici's Italian Café has sixty-three employees. Under this act, they would be required to offer healthcare, which will increase payroll costs and require GAMN to include more detailed information in government and tax reports, thus creating additional administrative costs to the Company.

Changes in SEC reporting requirements compel microcap companies to include more thorough and detailed information reporting. These changes signify additional expenditure on legal and audit fees.

New foodservice regulations require chain restaurants, franchises, and corporations to provide detailed nutritional information about their food either in menus, or readily available if a customer asks for the information. In order to comply with this requirement, nutritionist experts will have to analyze each menu item and determine its caloric content, and whether those calories come from carbohydrates, protein, or fat.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers

None.

7. Costs and effects of compliance with environmental laws (federal, state and local)

None.

8. The number of total employees and number of full time employees

The Company currently has three full-time employees. Amici Enterprises, LLC. currently employs three full-time workers. Amici Restaurant Holdings, LLC. currently owns two operating restaurants, which have seven full-time employees and sixty-one part-time employees.

ITEM 9: THE NATURE OF PRODUCTS OR SERVICES OFFERED

In responding to this item, please describe the following so that a potential investor can clearly understand the products and services of the issuer:

A. principal products or services, and their markets;

Through its corporate and franchise stores, all trading as Amici Italian Café, Amici Enterprises, LLC. serves Italian food. The most popular items include gourmet and specialty pizzas, classic pasta dishes, award-winning Buffalo chicken wings, and traditional Italian sandwiches.

B. distribution methods of the products or services;

Each restaurant, whether corporate or franchise, provides indoor seating ranging from 68 to 120 seats in a comfortable, casual, and friendly environment.

C. status of any publicly announced new product or service;

In February, Amici launched a new menu in its corporate locations and will be rolling out this new menu throughout its franchise locations over the next several months. This new menu was launched with newspaper, radio, and TV publicity.

D. competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

The Company is a portfolio restaurant holding business in the early stages of concept acquisition and development. The Company currently owns two concepts, Kokopelli Fresh Mexican Grill and Amici Italian Café. The Company will expand its holdings by rolling in other successful independent restaurants as well as through licensing opportunities. The Company will further develop each concept via franchising and corporate owned restaurants.

The Company is in the restaurant business, which is known to be highly competitive. Its Kokopelli concept is located within the quick-service sector of the restaurant business. More specifically it is in the "Fresh Mexican" category with other competitors such as Chipotle, Qdoba, and Moe's Southwest Grill.

The Kokopelli concept is positioned for expansion and is seeking competent area developers to expand the brand. Kokopelli Franchise Company will compete by serving top quality food in a fun and friendly environment that is clean and inviting. Kokopelli Franchise Company will expand its number of locations nationwide via franchising and working with regional developers.

The Amici brand has been synonymous with quality pizza and wings in each of its markets. Its first location opened in Madison in 1993, and although it has experienced competition from other restaurants for the past five years, it has been able to thwart serious erosion of its business by introducing new menu items and increasing advertising. The second corporate location is located in Covington; it opened in 2005 and experienced consistent growth until recessionary pressures hit in 2008. Concurrently with the

economic downturn, Longhorns and Applebee's opened in this community along with several smaller privately owned restaurants. Despite this additional competitive pressure, Amici has been able to rebound from the recession and through new menu items has shown year over year increase. Amici Italian Café currently has four franchisees located in Augusta, Greensboro, Milledgeville, and Athens. The franchise locations' year-to-year sales have been stable and some have increased despite high levels of competition. The current franchisees are doing extensive promotions and advertisement which have proven successful. Though several competitors exist in all of these communities, Amici has become highly renowned for its wings and pizza.

E. sources and availability of raw materials and the names of principal suppliers;

Amici has a supplier contract with PFG Milton's and US Foodservice. Both are national suppliers of food items to restaurants, and considered principal suppliers.

Amici also has contracts with the following companies: Leon Farmers & Company, Northeast Sales Distributors, Empire Distributors, Inc., Classic City Beverage, National Distribution, and United Distributions.

F. dependence on one or a few major customers;

Restaurant concepts do not depend on any one customer for their business.

G. patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration;

The Company owns the Kokopelli Franchise Company, which owns the trademark of Kokopelli Fresh Mexican Grill. Future franchisees would be required to pay a royalty and marketing fee for a period of no less than twenty years per store.

The Company owns the trademark to KeyToTheCity.com, a web-based city guide for use by both local residents and tourists.

The Company owns Amici Enterprises, LLC., which has a registered trademark – Amici Italian Café. In addition, Amici has franchise agreements with four franchisees, located in Augusta, Greensboro, Milledgeville, and Athens, Georgia. Each of these franchise agreements require the franchisee to pay a weekly royalty payment based on a schedule of gross sales: 6% on sales up to \$350,000; 5% on sales from \$351,000 to \$750,000 and 4% on all sales over this amount.

H. the need for any government approval of principal products or services and the status of any requested government approvals.

Each Amici Italian Café location requires a business license to operate in their respective community. In addition, each location is required to have an alcohol license secure from the Georgia Department of Revenue.

An alcohol license is required from the state in which the restaurant is located, an operating license or permit is also required from the local health department. When new restaurants are being constructed, local building and licensing permits will also apply.

ITEM 10: THE NATURE AND EXTENT OF THE ISSUER'S FACILITIES

The Company uses an office space located at 2808 Cole Avenue, Dallas, Texas 75204. It pays \$4,200 per month for use as its corporate offices.

The corporate office for Amici Enterprises, LLC. is located at 520 East Avenue, Madison, Georgia 30650. Rent amount for this location is \$1,300 per month. Additionally, there are two Amici Italian Café locations. The Covington restaurant is located at 1116 College Street – SE, Covington, Georgia 30014. It measures 4,500 sq. ft. and accommodates 160 customers. Rent amount for this location is \$1,895 per month. The Madison restaurant is located at 113 South Main Street, Madison, Georgia 30650. It measures 2,350 sq. ft. and accommodates 68 customers. Rent amount for this location is \$1,300 per month. Both restaurants feature equipment and kitchen for a full-service restaurant. Each of the franchisees has similar locations and facilities.

PART D – MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

ITEM 11: THE NAME OF THE CHIEF EXECUTIVE OFFICER, MEMBERS OF THE BOARD OF DIRECTORS, AS WELL AS CONTROL PERSONS

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Officers and Directors. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement:

(i)

1. Full Name: Edward Sigmond, Chairman of the Board, CEO

2. Business Address: 2808 Cole Avenue, Dallas, Texas 75204

3. Employment History:

a. 2003 - present: CEO and Chairman of the Board of The Great American Food Chain, Inc. Responsible for identifying and negotiating acquisitions, hiring and firing employees, answering to the Board of Directors, and implementing strategic plans. *b. 1999 – present:* Principal, Kestrel

Holdings, Inc. Responsible for the equity investment and development of many commercial real estate properties with an emphasis towards the retail/entertainment sector.

4. Board Memberships and Other Affiliations:

- a. The Great American Food Chain, Inc; Chairman of the Board.
- b. MultiCell Technologies, Inc.; Director: Member of the Audit Committee; Chairman of the Compensation Committee.
- c. Na Zdravi Ventures S.A.; Chief Operating Officer.
- d. Fairway Properties, Inc.: Member of the Board of Directors.

5. Compensation by the Issuer:

- a. \$15,000 per year for service as president

6. Number and Class of Shares Beneficially Owned:

- a. Common Stock: 3,223,740

(ii)

1. Full Name: Robert Andreottola, President, Director

2. Business Address: 2808 Cole Avenue, Dallas, Texas 75204

3. Employment History:

- a. February 2011 - present: Director & President of The Great American Food Chain, Inc. Responsible for restaurant operations/systems, employee turnover and development, financial management, menu/R&D, marketing, branding, and mergers and acquisitions.
- b. 2001 - 2011: Avado Brands (role?): Responsible for revenue, branding, and expansion.

4. Board Memberships and Other Affiliations:

- a. The Great American Food Chain, Inc: Director

5. Compensation by the Issuer:

- a. \$60,000 per year for service as president

6. Number and Class of Shares Beneficially Owned:

- a. Common Stock: N/A

(iii)

1. Full name: Michael F. Torino, Director, Vice-President of Corporate Development

2. Business address: 2808 Cole Avenue, Dallas, Texas 75204

3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):

- a. February 2011 – Present: Director of The Great American Food Chain, Vice-President of Corporate Development of Amici Enterprises, LLC.
- b. 2002 – 2011: CEO of Amici Food Group, LLC. Responsible for expansion and development, franchising, finances, and budgeting.

4. Board memberships and other affiliations:

- a. 2006 – 2009: Member of the Board of Directors of Madison Morgan County Chamber of Commerce.
- b. 1998- 2004: Director on the Board of Trustees of St. Joseph Medical Center.

5. Compensation by the issuer:

- a. \$30,000 per year for service as vice-president

6. Number and class of the issuer's securities beneficially owned by each such person.

- a. Common Stock: N/A

(iv)

1. Full name: Christian Torino, Vice-President of Brand Innovation

2. Business address: 2808 Cole Avenue, Dallas, Texas 75204

3. *Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):*

a. February 2011 – Present: Vice-President of Brand Innovation of Amici Enterprises, LLC. b. 1993 – 2011: Founder of Amici’s Italian Café. His responsibilities include menu development, and employee and food manuals.

4. *Board memberships and other affiliations:* None.

5. *Compensation by the issuer:*

a. \$36,000 per year for service as vice-president.

6. *Number and class of the issuer’s securities beneficially owned by each such person.*

a. Common Stock: N/A.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last 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);*

None.

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;*

None.

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*

None.

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.*

None.

C. Disclosure of Family Relationships. Describe any family relationships among and between the issuer’s directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the issuer’s equity securities.

None.

D. Disclosure of Related Party Transactions. Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, 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. Disclose the following information regarding the transaction:

1. The name of the related person and the basis on which the person is related to the issuer;

The name of the related person is Kestrel Holdings, Inc. Kestrel Holdings, Inc. is 100% owned by Edward Sigmond, Chairman of the Board and CEO of the Great American Food Chain, Inc.

2. The related person's interest in the transaction;

The Company's corporate offices are located in a property owned by Kestrel Holdings, Inc. The Company accrues rent in the amount of \$50,400 per year to Kestrel Holdings Inc.

3. The approximate dollar value involved in the transaction (in the case of indebtedness, disclose the largest aggregate amount of principal outstanding during the time period for which disclosure is required, the amount thereof outstanding as of the latest practicable date, the amount of principal and interest paid during the time period for which disclosure is required, and the rate or amount of interest payable on the indebtedness);

a. Rent is accrued at \$50,400 per year to Kestrel Holdings, Inc. The corporation is 100% owned by Edward Sigmond, Chairman of the Board and CEO of Great American Food Chain. Interest is accrued monthly at a rate of 7% per annum on unpaid amounts. Current yearly interest is approximately \$26,500.

b. Deferred Compensation to Edward Sigmond is accrued monthly for a total amount of \$15,000 per year.

c. Interest on Notes from Shareholder (Edward Sigmond, Chairman of the board and CEO) from prior years at 7% per year accrues monthly and amounts to approximately \$78,000 per year.

4. The approximate dollar value of the related person's interest in the transaction;

a. Rent is accrued at \$50,400 per year to Kestrel Holdings, Inc. The corporation is 100% owned by Edward Sigmond, Chairman of the Board and CEO of Great American Food Chain. Interest is accrued monthly at a rate of 7% per annum on unpaid amounts. Current yearly interest is approximately \$26,500.

b. Deferred Compensation to Edward Sigmond is accrued monthly for a total amount of \$15,000 per year.

c. Interest on Notes from Shareholder (Edward Sigmond, Chairman of the board and CEO) from prior years at 7% per year accrues monthly and amounts to approximately \$78,000 per year.

5. Any other information regarding the transaction or the related person in the context of the transaction that is material to investors in light of the circumstances of the particular transaction.

None.

ITEM 12: FINANCIAL INFORMATION FOR THE ISSUER'S MOST RECENT FISCAL PERIOD

The Great American Food Chain, Inc.

**Consolidated Balance Sheet
March 31, 2011**

Current Assets

Cash	\$ 7,063.14
Merchant Accounts	\$ 3,778.37
Accounts Receivable	\$ 34,527.21
Inventory	\$ 12,823.74
Receivable from AFG LLC	\$ 73,146.49
Other Current Assets	\$ 10,089.61
Investments	\$ 9,417.68
<i>Total Current Assets</i>	\$150,846.24

Fixed Assets

Equipment	\$518,907.32
Trademarks	\$556,036.25
Goodwill	\$200,000.00
Accumulated Depreciation	(\$ 3,660.00)
<i>Total Fixed Assets</i>	\$1,271,283.57

Total Assets	\$1,422,129.81
---------------------	-----------------------

Current Liabilities

Accounts Payable	\$ 264,960.31
Accrued Payroll Expense	\$ 25,895.70
Sales Tax Payable	\$ 9,843.12
Accrued Expenses	\$1,028,814.65
N/P - Outside Investor	\$ 143,075.32
Current Portion L/T Liabilities	\$ 70,123.00
<i>Total Current Liabilities</i>	<i>\$1,542,712.10</i>

Long Term Liabilities

N/P - Amici Franchising, LLC	\$ 236,248.00
N/P - Amici Pizza Co., Inc.	\$ 338,376.00
N/P - Amici Restaurants Inc.	\$ 185,954.00
N/P - Stockholder	\$ 745,623.59
<i>Total Long Term Liabilities</i>	<i>\$1,506,201.59</i>

Equity

Common Stock	\$ 6,443.00
Minority Equity	\$ 216,073.25
Additional Paid in Capital	\$ 920,328.32
Retained Earnings	(\$2,726,495.51)
Net Operating Loss	(\$ 43,132.94)
<i>Total Corporate Equity</i>	<i>(\$1,626,783.88)</i>
Total Liabilities & Equity	\$1,422,129.81

The Great American Food Chain, Inc.**Consolidated Income Statement
For Period Ending March 31, 2011****Revenue**

Consulting Fees	\$10,250.00
Food Sales	\$128,986.58
Beverage Sales	\$8,575.39
Alcohol Sales	\$31,707.64
Retail Sales	\$9.35
Franchise Fees	\$10,639.23
Other Income	\$198.87
Sales Discounts	\$(6,720.49)

Total Revenue \$183,646.57

Cost of Sales

Cost of Food	\$46,040.64
Cost of Beverages	\$320.16
Cost of Alcohol	\$12,049.75
Cost of Merchandise	\$347.42
Cost of Labor	\$41,387.77

Total Cost of Sales \$100,145.74

Gross Margin \$83,500.83

Direct Expenses

Decoration	\$254.55
Cash Over and Short	(\$77.18)
Dues and Subscriptions	\$34.17
Janitorial Expense	\$2,581.99
Linen Expense	\$876.05
Merchant Account Fees	\$1,501.02
Music and Entertainment	\$1,560.75
Office Supplies	\$380.89
Printing & Reproduction	\$156.22
Repairs and Maintenance	\$7,156.64
Restaurant Supplies	\$4,647.36
Telephone Expense	\$896.67
Utilities	\$2,266.20
<i>Total Direct Expenses</i>	\$22,235.33

Indirect Expenses

Professional Fees	\$13,981.04
Web Maintenance	\$90.00
Advertising and Promotion	\$833.90
Management Wages	\$35,257.56
Miscellaneous	\$2,622.94
Meals & Entertainment	\$767.51
Rent Expense	\$17,678.31
Travel	\$6,185.82
Interest Expense	\$26,659.71
Business Licenses and Permits	\$50.00
Bank Service Charges	\$271.65
<i>Total Indirect Expenses</i>	\$104,398.44
Total Expenses	\$126,633.77
Net Loss	\$(43,132.94)

THE GREAT AMERICAN FOOD CHAIN, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
MARCH 31, 2011

	Common Stock		Minority Interests	Additional Paid in Capital	Retained Earnings	Total Stockholders Equity
	Shares	Amount				
Balances on December 31, 2007	6,443,247	\$6,443.00	\$0.00	\$920,328.32	(\$2,726,495.51)	(\$1,799,724.19)
Conversion of Debt						\$0.00
Sales of Stock						\$0.00
Increase in Minority Interest			\$216,073.25			\$216,073.25
Net Loss					(\$43,132.94)	(\$43,132.94)
Balances on December 31, 2008	6,443,247	\$6,443.00	\$216,073.25	\$920,328.32	(\$2,769,628.45)	(\$1,626,783.88)

ITEM 13: SIMILAR FINANCIAL INFORMATION FOR SUCH PART OF THE TWO PRECEDING FISCAL YEARS AS THE ISSUER OR ITS PREDECESSOR HAS BEEN IN EXISTENCE

- A. A complete copy of the Company's 2009 Annual Report can be found at: <http://www.otcmartets.com/stock/GAMN/financials> under "Annual Report - Period End Date 2009"
- B. A complete copy of the Company's 2010 Annual Report can be found at: <http://www.otcmartets.com/stock/GAMN/financials> under "Annual Report - Period End Date 2010".

ITEM 14: BENEFICIAL OWNERS

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.

- a. Edward Sigmond, 1027 Danforth Court, Arlington, Texas; 3,223,740 shares of common stock (46.01%).
- b. Kevin Johnson, 7005 Greentree Lane, Dallas, Texas; 529,422 shares of common stock (7.5%).
- c. Jeff Martin, 37 West Serra Vista Drive, Phoenix, Arizona; 400,000 shares of common stock (5.7%).

ITEM 15 – THE NAME, ADDRESS, TELEPHONE NUMBER, AND EMAIL ADDRESS OF EACH OF THE FOLLOWING OUTSIDE PROVIDERS THAT ADVISE THE ISSUER ON MATTERS RELATING TO OPERATIONS, BUSINESS DEVELOPMENT AND DISCLOSURE:*1. Investment Banker*

N/A.

2. Promoters

N/A.

3. Counsel

a. Cheryl Mullin, 2425 North Central Expressway, Suite 200, Richardson, Texas, 75080; 972-931-0022; cheryl.mullin@mullinlawpc.com.

b. Michael Littman, 7609 Ralston Road, Arvada, Colorado, 80002; 303-422-8127; malattyco@aol.com.

4. Accountant or Auditor

a. M&K CPAS, PLLC., 13831 Northwest Freeway, Suite 575, Houston, Texas, 77040; 832-242-9950; ckinchen@mkacpas.com. They act as the Company's independent auditors. They audit and review the Company's financial statements, and are registered with the Public Company Accounting Oversight Board (PCAOB), thus qualified to perform all accounting and audit duties.

5. Public Relations Consultant

N/A.

6. Investor Relations Consultant:

N/A.

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor:

N/A.

ITEM 16: MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

A. Plan of Operation.

1. Describe the issuer's plan of operation for the next twelve months. This description should include such matters as:

i. a discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;

ii. a summary of any product research and development that the issuer will perform for the term of the plan;

iii. any expected purchase or sale of plant and significant equipment; and

iv. any expected significant changes in the number of employees.

N/A.

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

1. Full fiscal years. Discuss the issuer's financial condition, changes in financial condition and results of operations for each of the last two fiscal years. This discussion should address the past and future financial condition and results of operation of the issuer, with particular emphasis on the prospects for the future. The discussion should also address those key variable and other qualitative and quantitative factors that are necessary to an understanding and evaluation of the issuer. If material, the issuer should disclose the following:

The Company spent most of 2008 and 2009 restructuring during the economic downturn. The Company's ability to execute its business plan was severely hampered by the time, effort, and expense to litigate the law suit with the Ohio and Michigan franchisees during 2007 and compounded with the national economic downturn during 2008 and 2009.

In the second half of 2010 the company entered into a consulting agreement with a Houston based franchisee of a national fast casual concept. The Company is still providing accounting and human resources services to this company. The company recorded revenues of \$387 for 2009. Expenses were \$169,786 resulting in a Net Operating Loss of \$169,399 or \$0.15 per share.

Revenues for 2010 were \$21,007, which were mainly attributed to the consulting work with the Houston based company. Expenses were \$177,039 resulting in a Net Operating Loss of \$156,031 or \$0.16 per share.

On February 24, 2011, the Company acquired Amici Italian Café's based in Madison, Georgia. Revenues for the first quarter of 2011 were \$193,113 and expenses were \$109,367. This resulted in a net operating loss of \$20,468 or less than one cent per share – (\$0.003).

The company has made the decision not to pursue any franchise developers or corporate owned locations of Kokopelli Fresh Mexican Grill at this time. Management believes that the concept is in a growth category and can compete in quality, service, price and atmosphere. However, management feels that it is more important to acquire an existing profitable operating company at this stage of the company's development. It will also continue to pursue other management and consulting contracts with operating companies.

In February 2011, the Company acquired an eighty percent (80%) interest in Amici Italian Café's. Amici Enterprises, LLC. is a subsidiary of the Company. The Company owns an 80% stake in Amici Enterprises, LLC. Amici Enterprises, LLC. formed and owns 100% interest in Amici Restaurant Holdings, LLC. and 100% interest in Amici Franchising, LLC. Amici Restaurant Holdings, LLC. owns 100% interest in two restaurant companies: Madison GA Acquisitions, LLC. and Covington Acquisitions, LLC. These companies are both operating restaurants. Amici Franchising, LLC. is a franchise holding company with four franchisees having locations in Georgia – Augusta, Greensboro, Athens, and Milledgeville.

The two corporate owned restaurants had combined sales of \$1,602,895 in 2009, and of \$1,561,162 in 2010. Revenue from franchises was \$133,294 in 2009 and \$141,811 in 2010. Both corporate locations are showing positive sales increase for same period sales in 2011 by 16.34% in Madison and 14.90% in Covington. The franchise restaurants are also showing positive sales increases for same sales periods over 2010. Royalty revenues increased by 24.88% to \$37,941.52 for the first three months of 2011.

The Company did not have any revenues for the first quarters of 2009 and 2010. Revenues for the first quarter of 2011 were \$39,701.16. Revenues for the second quarter of 2011 are projected to show a nearly three-fold increase over 2010 figures. The company plans to open two additional corporate owned Amici Italian Café restaurants by the end of 2011 and is in negotiations to convert the Monroe location into a corporate owned restaurant.

The Company is also in negotiations and has signed a letter of intent to acquire two additional concepts. It is anticipated that both of these acquisitions will close in the beginning of the third quarter of 2011. The Company will need to raise additional capital in order to close these

transactions. Although the Company believes that it will be able to raise this capital necessary to close these transactions, there is no guarantee that the capital will be successfully raised.

The first quarter of 2011 represents a substantial improvement over any previous quarters reported by the company. The first quarter represents only slightly over one month of operations of the Amici Italian Café brand. Excluding the pending acquisitions, the company can sustain its operations on internally generated cash flow and has no need to raise additional funds for continuing operations.

i. Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer's short-term or long-term liquidity;

ii. Internal and external sources of liquidity;

iii. Any material commitments for capital expenditures and the expected sources of funds for such expenditures;

iv. Any known trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations;

v. Any significant elements of income or loss that do not arise from the issuer's continuing operations;

vi. The causes for any material changes from period to period in one or more line items of the issuer's financial statements; and

vii. Any seasonal aspects that had a material effect on the financial condition or results of operation.

2. Interim Periods. Provide a comparable discussion that will enable the reader to assess material changes in financial condition and results of operations since the end of the last fiscal year and for the comparable interim period in the preceding year.

C. Off-Balance Sheet Arrangements.

1. In a separately-captioned section, discuss the issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors. The disclosure shall include the items specified in paragraphs C(1)(i), (ii), (iii) and (iv) of this Item 16 to the extent necessary to an understanding of such arrangements and effect and shall also include such other information that the issuer believes is necessary for such an understanding.

N/A.

i. The nature and business purpose to the issuer of such off-balance sheet arrangements;

N/A.

ii. The importance to the issuer of such off-balance sheet arrangements in respect of its liquidity, capital resources, market risk support, credit risk support or other benefits;

N/A.

iii. The amounts of revenues, expenses and cash flows of the issuer arising from such arrangements; the nature and amounts of any interests retained, securities issued and other indebtedness incurred by the issuer in connection with such arrangements; and the nature and amounts of any other obligations or liabilities (including contingent obligations or liabilities) of the issuer arising from such arrangements that are or are reasonably likely to become material and the triggering events or circumstances that could cause them to arise; and

N/A.

iv. Any known event, demand, commitment, trend or uncertainty that will result in or is reasonably likely to result in the termination, or material reduction in availability to the issuer, of its off-balance sheet arrangements that provide material benefits to it, and the course of action that the issuer has taken or proposes to take in response to any such circumstances.

N/A.

PART E – ISSUANCE HISTORY**ITEM 17: LIST OF SECURITIES OFFERINGS AND SHARES ISSUED FOR SERVICES IN THE PAST TWO YEARS**

Nature of Offering	Date	Jurisdiction	Price	Current Trading Status	Owner	Services
362,500 shares issued for unpaid salary and bonuses	May 2011	Texas	\$11,000 (\$0.032/share)	Restricted	Kevin Johnson	Prior VP & Director of GAMN
125,000 shares issued in exchange for loan	May 2011	Texas	\$25,000 (\$0.20/share)	Restricted	Iyad Sawas	Loan to GAMN
75,000 shares issued in exchange for loan	May 2011	Texas	\$15,000 (\$0.20/share)	Restricted	Dennis Leibovitz	Loan to GAMN

ITEM 18: MATERIAL CONTRACTS

A. Every material contract, not made in the ordinary course of business that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. Also include the following contracts:

- 1. Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;*

N/A.

- 2. Any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;*

Amici Enterprises, LLC. currently has four franchisees, which provide \$141,811 in revenue to the Company.

3. *Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or*

The Company has signed two letters of intent to acquire additional restaurant assets. Each of these assets would exceed 15% of current assets of the Company.

4. *Any material lease under which a part of the property described in the disclosure statement is held by the issuer.*

N/A.

B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.

- a. Robert Andreottola will receive an annual base salary of \$75,000 on June 1, 2011. Mr. Andreottola's base salary shall be increased according to the formula contained herein: With the acquisition of each brand, five percent of their annual EBITDA will be calculated and that amount will be added to Mr. Andreottola's base salary. This formula and compensation plan will be continued up to a base salary of \$275,000 annually. Additionally, Mr. Andreottola is eligible to earn an annual bonus based on his performance as determined by the Compensation Committee of the Board. Mr. Andreottola will also receive 250,000 shares of the Company's common stock over the course of three years.
- b. Michael Torino will receive an annual base salary of \$30,000. Moreover, Mr. Torino is eligible to earn a bonus based on his achievement as determined by the Compensation Committee of the Board. This bonus may not surpass 100% of Mr. Torino's base salary. The Company also grants Mr. Torino the option to purchase 100,000 shares of GAMN's common stock which shall vest at the rate of twenty-five percent every three months for up to one year.
- c. Christian Torino will receive an annual base salary of \$35,000. Additionally, Mr. Torino is eligible to earn a bonus based on his performance for up to 100% of his base salary as determined by the Compensation Committee of the Board. The Company also grants Mr. Torino the option to purchase 100,000 shares of GAMN's common stock which shall vest at the rate of twenty-five percent every three months for up to one year.

C. The following management contracts or compensatory plans need not be included:

- 1) *Ordinary purchase and sales agency agreements;*

- 2) *Agreements with managers of stores in a chain organization or similar organization;*
- 3) *Contracts providing for labor or salesmen's bonuses or payments to a class of security holders, as such; and*
- 4) *Any compensatory plan that is available to employees, officers or directors generally and provides for the same method of allocation of benefits between management and non-management participants*

ITEM 19: ARTICLES OF INCORPORATION AND BYLAWS

- C. A complete copy of the Company's Articles of Incorporation can be found at: <http://www.otcmarkets.com/stock/GAMN/financials> under "Articles of Incorporation".
- D. A complete copy of the Company's Corporate Bylaws can be found at: <http://www.otcmarkets.com/stock/GAMN/financials> under "Corporate Bylaws".

ITEM 20: PURCHASES OF EQUITY SECURITIES BY THE ISSUER AND AFFILIATED PURCHASERS

A. *In the following tabular format, provide the information specified in paragraph (B) of this Item 20 with respect to any purchase made by or on behalf of the issuer or any "Affiliated Purchaser" (as defined in paragraph (C) of this Item 20) of shares or other units of any class of the issuer's equity securities.*

ISSUER PURCHASES OF EQUITY SECURITIES				
Period	Column (a) Total Number of Shares (or Units)	Column (b) Average Price Paid per Share (or Unit)	Column (c) Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs	Column (d) Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs
March 2011	6,000	0.15	N/A	N/A
April 2011	5,000	0.05	N/A	N/A
May 2011	3,000	0.95	N/A	N/A
Total	14,000			

ITEM 21: ISSUER'S CERTIFICATIONS

I, Edward Sigmond, certify that:

1. I have reviewed this quarterly disclosure statement of The Great American Food Chain, 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: 10th day of June, 2011

Certified:

A handwritten signature in cursive script, appearing to read "Edward Sigmond". The signature is written in black ink and is positioned above the printed name and title.

Edward Sigmond, Chairman of the Board and CEO
The Great American Food Chain, Inc.