

DISCLOSURE STATEMENT
PURSUANT TO RULE
15C2-11
SECURITIES EXCHANGE ACT OF 1934

- ITEM I: The exact name of the issuer and its predecessor, if any:**
Northeast Development Corporation
- ITEM II: The address of its principal executive offices:**
1500 Market Street, 12th Floor, East Tower,
Philadelphia, Pennsylvania 19102
215-246-3456 Tel.
215-689-1934 Fax.
Henrik Klausgaard Contact
mail@northeastdevelopmentcorp.com
- ITEM III: The state of incorporation, if it is a corporation:**
State of Nevada, September 17, 2004
- ITEM IV: The exact title and class of security:**
Common voting stock, single class
CUSIP: 664147 10 5
Trading Symbol: NHVP
- ITEM V: The par or stated value of the security:**
\$.001 – Common voting stock, single class
- ITEM VI: The number of shares or total amount of the Securities outstanding as of the issuer's most recent fiscal year:**
- A.** Common Voting Shares
- (i) Authorized shares: 100,000,000
(ii) Shares outstanding as of Sept 30, 2004: NIL
(iii) Shares outstanding as of Dec 31, 2004: 64,100,000
(iiii) Freely tradable issued common shares: 9,100,000
Shareholders: 4, of which 3 shareholders hold freetrading Common Shares
- B.** In, October 2004, the issuer is a Nevada corporation that offered for sale, using the Rule 504 offering, up to 41,050,000 shares of Common Stock of the Company, at the purchase price of one cent (\$.001) per share, only to “accredited investors” (as the term is defined in the Securities Act of 1933), who resided in the State of Texas.
On November 15th, the company closed the offering having received a subscription for 9,100,000 for consideration of \$45,500. The Company also issued 55,000,000 shares of restricted stock, the consideration for

which was the Assignment and Assumption of certain assets and liabilities from another company. On 24 November, the company filed a form-D with the NASD, reporting all sales of securities. No securities were issued for any services since inception.

ITEM VII: The name and address of the transfer agent:

PacWest
17 Horner Street
Warrenton, VA 20186
(504) 351-1603

This Transfer Agent is registered under the Exchange Act. The regulatory authority of the Transfer Agent is the SEC.

ITEM VIII: The nature of the issuers business:

A. Business Development

Northeast Development Corporation, hereafter “the Company”, was incorporated in 2004 as a successor to businesses, which had been engaged in providing construction services since 2003 formerly through an operating subsidiary of Rescon Technology, Inc. The Company currently provides general contracting, construction management and design-build services to private clients and public agencies throughout the Northeast United States. It has a limited operating history, but strong developmental ties into its’ target geographic markets. To date, it has primarily completed civil works projects in the Northeast US. The Company's construction business will involve two basic segments or operations: building and commercial development; and civil works projects.

The Company has built a network of construction and development specialists who work on a project basis. The general building and civil contracting services provided by the Company consist of planning and scheduling the manpower, equipment, materials and subcontractors required for the timely completion of a project in accordance with the terms, plans and specifications contained in a construction contract. The Company provides these services by using traditional general contracting arrangements, such as fixed price, guaranteed maximum price and cost plus award fee contracts and, to a lesser extent, construction management or design-build contracting arrangements.

In addition to its construction business, the Company is also looking to acquire and develop other businesses and intellectual property.

Due to the close ties to European high tech corporations, the Company is investigating possibilities to enter into joint venture operations i.e. setting up production facilities within the laser technology field which has a promising future in medical as well as manufacturing applications. Negotiations are still in the early stages.

1. The form of the organization of the issuer:

The issuer is a corporation.

2. The year that the issuer (or predecessor) was formed:

The issuer was organized in 2004

3. The issuers fiscal year end date:

December 31st

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

The issuer is **not** been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business:

There has been **no** material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets.

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

The issuer has **not** defaulted on any terms of any note, loan, lease or other indebtedness.

7. Any change of control:

There has been **no** change of control.

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

There has **not** been an increase of 10% or more of the same class of outstanding equity securities.

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

There are **no** past, pending or anticipated stock splits, stock dividends, recapitalization, mergers, acquisitions, spin-offs or reorganization.

10. Any delisting of the issuer's securities by any securities exchange

or NASDAQ:

The issuer has **not** had any of its securities delisted by any securities exchange or NASDAQ.

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. State the names of the principal parties, the nature and current status of the matters, and the amounts involved:

The issuer is **not** involved in any current, past, pending or threatened legal proceedings or administrative actions of any kind.

B. Business of Issuer

Northeast Development Corporation (NSC) is a real estate construction, development, acquisition and management company focused in the Northeastern United States. It currently does business around Hartford CT. Its' primary objective is to build long-term shareholder value in secondary and tertiary markets that are in exurban growth paths.

Northeast Development Corporation (the "Company", unless the context indicates otherwise) is engaged in the construction business. The Company was incorporated in 2004 as a successor to businesses, which had been engaged in providing construction services since 2003 formerly through an operating subsidiary of Rescon Technology, Inc. The Company currently provides general contracting, construction management and design-build services to private clients and public agencies throughout the Northeast United States. It has a limited operating history, but strong developmental ties into its' target geographic markets. To date, it has primarily completed civil works projects in the Northeast US. The Company's construction business will involve two basic segments or operations: building and commercial development; and civil works projects.

The Company has built a network of construction and development specialists who work on a project basis. The general building and civil contracting services provided by the Company consist of planning and scheduling the manpower, equipment, materials and subcontractors required for the timely completion of a project in accordance with the terms, plans and specifications contained in a construction contract. The Company provides these services by using traditional general contracting arrangements, such as fixed price, guaranteed maximum price and cost plus award fee contracts and, to a lesser extent, construction management or design-build contracting arrangements. These contract types and the risks generally inherent therein are discussed below:

- Fixed price contracts ("FP"), which include fixed unit price contracts, are generally used in competitively bid public civil construction projects and, to a lesser degree, building construction projects and generally commit the contractor to provide all of the resources required to complete a project for a fixed sum or at fixed unit prices. Usually FP contracts transfer more risk to the contractor but offer the opportunity, under favorable circumstances, for greater

profits. With the Company's publicly bid civil construction projects, fixed price contracts continue to represent a significant portion of the backlog. Also, design-build projects are generally performed under a FP contract.

1. The issuers primary and secondary SIC Codes:

The primary SIC Code for the issuer is 1541 General Contractors-Industrial Buildings and Warehouses. There is no secondary SIC Code for the issuer.

2. If the issuer has never conducted operations, is it in the developmental stage or currently conducting operations:

The issuer is an on going business with revenues.

3. State the names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operations, its ownership and whether it is included in the financial statements attached to this disclosure statement:

N/A

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

The Company's operations are subject to compliance with regulatory requirements of federal, state and municipal authorities, including regulations covering labor relations, safety standards, affirmative action and the protection of the environment including requirements in connection with water discharge, air emissions and hazardous and toxic substance discharge. Under the Federal Clean Air Act and Clean Water Act, the Company must apply water or chemicals to reduce dust on road construction projects and to contain water contaminants in run-off water at construction sites. In certain circumstances, the Company may also be required to hire subcontractors to dispose of hazardous wastes encountered on a project in accordance with a plan approved in advance by the Owner. The Company believes that it is in substantial compliance with all applicable laws and regulations. However, future amendments to current laws or regulations imposing more stringent requirements could have a material adverse effect on the Company.

In addition, the Company believes it has minimal exposure to environmental liability as a result of the activities. The Company is responsible for compliance with applicable laws in connection with its clean up activities and bore the risk associated with handling such materials. Currently, the Company owns no real estate, is not subject to laws governing environmental responsibility. The Company knows of any environmental claims, either pending or threatened, on projects completed by NDC.

5. 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:

N/A

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

The company costs each project to include all fees and associated compliance cost for environmental matters and passes these on to the customer.

7. Number of total employees and the number of full time employees:

There are currently 3 employees.

C. Investment Policies

The company does not have any investments.

1. Investments in real estate or interests in real estate:

None

2. Investments in real estate mortgages:

None

3. Securities of or interests in persons primarily engaged in real estate activities:

None

ITEM IX: The nature of the products or services offered:

1. Principal products or services and their markets:

The Company's current strategy is to concentrate on the civil construction market and specialized niche building construction markets in the Northeast United States, with the goal in both markets to continue to increase profit margins. In addition, the Company is developing a strategy to profitably expand its construction business internally or through acquisition. The Company believes the best opportunities for growth in the coming years for its civil construction business are in the urban infrastructure market, particularly in metropolitan New York and Boston.

2. Distribution methods of the products or services:

The company relies on its reputation in the construction management industry and

repeat business from existing customers.

3. Status of any publicly announced new product or service:

Currently, there are no publicly announced new products or services.

4. Competitive business conditions, the issuer's competitive position in the industry and methods of competition:

The construction business is highly competitive. Competition is based primarily on price, reputation for on time completion, quality and reliability, availability of surety capacity and financial strength of the contractor. While the Company experiences a great deal of competition from other large general contractors, some of which may be larger and have greater financial resources than the Company, as well as from a number of smaller local contractors, it believes it has sufficient technical, managerial and financial resources, combined with a positive reputation for performance, to be competitive in each of its major market areas.

5. Sources and availability of raw materials and the names of principal suppliers:

N/A

6. Dependence on one or a few major customers:

The issuer is **not** dependent upon one or a few major customers. The market is large enough that there will be no issues with subsequent market saturation.

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

The issuer does **not** have any patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts.

8. The need for any government approval of principal products or services.

The Company usually has to complete a prequalification process with the applicable agency or owner. The prequalification process generally limits bidders to those companies with operational experience and financial capability to effectively complete the particular project(s) in accordance with the plans, specifications and construction schedule.

ITEM X: The nature and extent of the issuer's facilities:

1. Describe the general character and location of all materially important properties held or intended to be acquired by or leased

to the issuer and describe the present or proposed use of such properties and their suitability and adequacy for such use. Properties not yet acquired should be identified as such:

The principal executive offices of the Company are located at 1500 Market Street, 12th Floor, East Tower, Philadelphia, Pennsylvania 19102 where it leases approximately 300 square feet of dedicated office space and additional space as needed for an average of \$1.500 per month plus incidentals, utilities and secretarial fees.

The Company is also in the process of acquiring a building at 1160 South Street, Suffield, CT 06078

2.State the nature of the issuer's title to, or other interest in, such properties and the nature and amount of all material mortgages, liens or encumbrances against such properties. Disclose the current principal amount of each material encumbrance, interest and amortization provisions, prepayment provisions, maturity date and the balance due at maturity assuming no prepayments:

The issuer does not hold title to any properties. Subsequently, the issuer does not have any mortgages, liens or encumbrances against such properties.

3. Outline briefly the terms of any lease or any of such properties or any option or contract to purchase or sell any of such properties:

The issuer is not engaged in any lease, nor is the issuer engaged in any option or contract to purchase or sell any such properties.

4. Outline briefly any proposed program for the renovation, improvement or development of such properties, including the estimated cost thereof and method of financing to be used. IF there are no present plans for the improvement or development of any unimproved or undeveloped property, so state and indicate the purpose for which the property is to held or acquired:

The issuer does not have any plans to renovate, improve or develop any properties. There is no property held or acquired by the issuer at this time.

5. Describe the general competitive conditions to which the properties are or may be subject:

There are no properties held by the issuer, therefore there are no general competitive conditions to which the properties are or may be subject to.

6. Include a statement as to whether, in the opinion of the management of the issuer, the properties are adequately covered by insurance:

To the extent of the knowledge of the issuer, the administrative and management spaces are insured. However, since there are no further properties outside of these offices, there is no insurance requirements.

7. With respect to each unimproved property which is separately described, provide the following in addition to the above:

a. Occupancy rate:

None

b. Number of tenants occupying 10% or more of the rentable square footage and principal provisions of each of their leases:

None

c. Principal business, occupations and professions carried on in, or from, the building:

None

d. The average effective annual rental per square foot or unit:

N/A

e. Schedule of the lease expirations for each of the next ten years, stating:

i. The number of tenants whose leases will expire:

None

ii. The total area in square feet covered by such leases:

N/A

iii. The annual rental represented by such leases:

N/A

iv. The percentage of gross annual rental represented by such leases:

N/A

f. Each of the properties and components thereof upon which depreciation is taken, setting forth the:

i. Federal Tax basis:

N/A

ii. Rate:

N/A

iii. Method:

N/A

iv. Life claimed with respect to such property or component thereof for purposes of depreciation:

N/A

g. The realty tax rate, annual realty taxes and estimated taxes on any proposed improvements:

None

ITEM XI: The names of the chief executive officers and Members of the Board of Directors:

A. Executive Officers:

Henrik H. E. Klausgaard : President
James R. Frugé : Vice President
Tristan V. Voth-Stonger : Vice President
Ilona V. Klausgaard : Secretary

Henrik H.E. Klausgaard. Since 1995, Mr. Klausgaard has served as an executive of a corporate services enterprise providing consulting and support in corporate structuring and trustee services to private individuals and foundations. In 2003 he was appointed a member of the board of directors of a UK based corporate service provider. From 1989 to 1993, Mr. Klausgaard was an independent financial consultant, primarily in Germany. In 1993 he decided to retire and devoted his time to his family. In 1995 Mr. Klausgaard returned from retirement into the busy field of the offshore industry and has since built up several now independent corporations within this field. Mr. Klausgaard is currently also serving as president and director of Rescon Technologies Corp.

Shareholding: 55.000.000 restricted shares (55%)

Henrik Klausgaard
1500 Market Street, 12th Floor, East Tower
Philadelphia, Pennsylvania 19102
Tel 215-246-3456

Ilona V. Klausgaard. Since 1995, Mrs. Klausgaard has served as the managing director of a corporate service provider based in Europe specializing in establishing and management of international corporate entities. During this time, she has also served as a director for various corporations. From 1985 to 1993, Mrs. Klausgaard was self employed and provided client acquisition services to independent financial services consultants in Europe mainly Germany. In the years 1993 to 1995 Mrs. Klausgaard devoted most of her time to her family as well as the enhancement of her knowledge of the offshore industry. During the last 10 years she has had affiliations with the Offshore Institute and been a member of the Chartered Institute of Bankers as well as the International Tax Planning Association. Mrs. Klausgaard is currently also serving as treasurer/ secretary/ director of Rescon Technologies Corp.

Shareholding: NIL

Ilona Klausgaard
1500 Market Street, 12th Floor, East Tower
Philadelphia, Pennsylvania 19102
Tel 215-246-3456

Henrik Klausgaard and Ilona Klausgaard are married.

James R. Frugé. A school psychologist for several yeas, Jim joined northwestern Mutual Financial Network specializing in estate, investment, business planning, as a life agent. A stellar career, Jim continues to hold two national production records. While making his presence known in the business community, he never forgot his God nor fellow man. Highly active in his church and community, Jim belonged to several organizations. For his contributions, Sertoma Club International honored Jim with received the highest honor possible, the International Distinguish Service Award. To take a breather, Jim and his family moved to Arkansas when he, as architect and contractor, built one of the most unique resorts in America. Jim retired from his profession again in 1996 at the age of 51. He received his B.S. and M.S. from University of Louisiana in Lafayette, Louisiana and his CLU and ChFC through the Wharton School of Finance. After 22 years as an agent, Jim retired in 1996 yet still ranking 49th among all life insurance agents in lifetime production. He and his spouse continue to do church and charitable work.

Shareholding: 3.850.000 free trading shares (3.85%)

James R. Frugé
1500 Market Street, 12th Floor, East Tower
Philadelphia, Pennsylvania 19102
Tel 215-246-3456

Tristan V. Voth-Stonger, M.D. Dr. Stonger currently works as a plastic surgeon specializing in cosmetic, reconstructive and hand and nerve surgery. He has practiced in Peru, Indiana since 1991 and has served as a director of the Indiana Pain Center since 1998. Dr. Stonger also served as a Flight Surgeon for the United States Air Force Reserves from 1986 to 1994. Dr. Stonger graduated with an A.B. degree in Zoology, Anthropology from Indiana University in 1969. He received an M.D. degree from the Indiana University School of Medicine in 1973. Dr. Stonger does currently also serve as a director of Rescon Technologies Corp.

Shareholding: NIL

Tristan V. Stonger
1500 Market Street, 12th Floor, East Tower
Philadelphia, Pennsylvania 19102
Tel 215-246-3456

B. Directors:

Henrik H. E. Klausgaard	:	Chairman
Ilona V. Klausgaard	:	Board Member
James R. Frugé	:	Board Member

Tristan V. Voth-Stonger, M.D.: Board Member

C. General Partners:

None at this time

D. Investment Bankers;

None at this time

E. Promoters:

None at this time

F. Control Persons:

None at this time

G. Counsel:

Shoss & Associates
807 S. Post Oak Lane, Suite 223
Houston, TX 77056
Tel 713-686-4605

H. Accountant or Auditor:

Mantyla & McReynolds, CPA's
5872 South 900 East
Salt Lake City, UT 84121
Tel 801-269-1818

I. Public Relations Consultant:

Warrior Capital, LLC
16000 Barker's Point Lane, Suite 170
Houston, Texas 77079
Phone (281) 584-0751 – Fax (281) 584-0480
Email darrel@warriorcapital.com

J. Advisors;

None at this time

With respect to counsel for the issuer, the information should include counsel's telephone number and email address. Please attach as an exhibit any opinion by issuer's counsel stating that any securities of the issuer may be sold pursuant to an exemption from registration under Section 5 of the Securities Act of 1933.

Opinion letter by the issuer's counsel is provided.

With respect to the issuer's accountant or auditor, the information should clearly describe if an outside accountant provides audit or review services, state the work done by the outside accountant, describe the responsibilities of the accountant and the responsibilities of management (i.e. who audits, prepares or reviews the issuer's financial

statements, etc.). The information should include the accountant's phone number and email address and a description of the accountant's licensing and qualifications to perform such duties on behalf of the issuer.

Letter from the issuer's accountant is provided.

Letter from the issuer's accountant is provided.

The issuer does not have public relations consultants currently.

The issuer has no advisors that assisted, advised, prepared or provided information with respect to this disclosure documentation.

The only person holding more than 5 % of any class of securities is Henrik Klausgaard; his Shareholding is: 55.000.000 restricted shares (55%)

None of the officers or directors has been involved in any transaction with Rescon or any of its directors, executive officers or affiliates that is required to be disclosed pursuant to the rules and regulations of the Securities and Exchange Commission, other than with respect to the transactions that have been described herein.

None of the directors and officers have been convicted in a criminal proceeding, excluding traffic violations or similar misdemeanors, or have been party to any judicial or administrative proceeding (except for matters that were dismissed without sanction or settlement) during the past five years, that resulted in a judgment, decree or final order enjoining the person from future violations of, or prohibiting activities subject to, federal or state securities laws, or a finding of any violation of federal or state securities laws.

1. No convictions or criminal proceedings nor named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. No entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person.s involvement in any type of business, securities, commodities, or banking activities;
3. No judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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;
4. No 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.

To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the disclosure requested in this item as to person(s)

owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

One corporate shareholder, Instant Agents Inc., a corporation registered in Mauritius, managed and controlled by Morena Klausgaard, a professional corporate services provider and a relative of Mr. and Mrs. Klausgaard.

To the extent not otherwise disclosed, describe all relationships and affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders.

All shareholders have investor status except Henrik Klausgaard. There is no other relationship between the shareholders and the issuer and/ or its officers.

ITEM XII: The issuer's most recent balance sheet and profit and loss and Retained Earnings Statements:

The Company will provide quarterly updates of financial performance and changes in the business and will report all changes in capitalization, financing, major contracts or changes, as would be required if the Company were a "reporting" company.

For more information please see the separate Financial Information Statement.

ITEM XIII: Similar Financial Information for the prior three (3) fiscal years of issuer's existence:

See Information Statement

ITEM XIV: Whether the quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent (%) of the outstanding units or shares of any equity, security of the issuer, and person:

To the best of the issuer's knowledge, information and belief, quotations with respect to the issuer's stock are not being submitted or published directly or indirectly on behalf of the issuer or director, officer or beneficial owner of more than 10% of any class of its issued and outstanding securities.

ITEM 17: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Bylaws (Article VII) of the issuer provide for the indemnification of any director, officer, employee or agent of the issuer, or any person serving in such capacity for any other entity or enterprise at the request of

the issuer against any and all legal expenses (including attorney's fees), claims and liabilities arising out of any action, suit or proceeding, except an action by or in the right of the issuer, Nevada law also permits indemnification.

Insofar as indemnification for liabilities arising under the federal securities laws may be permitted to directors and controlling persons of the issuer, the issuer has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as express in the law and is, therefore unenforceable. In the event a demand for indemnification is made the issuer will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the law and will be governed by the final adjudication of such issue.

ITEM 18: EXHIBITS

THE UNDERSIGNED HAS READ ALL OF THE ITEMS SET FORTH HEREIN AND, AS TO THE BEST OF THE UNDERSIGNED'S KNOWLEDGE AND BELIEF, THE INFORMATION CONTAINED HEREIN IS ACCURATE AND COMPLETE.

DATED, THIS 24TH DAY OF JANUARY, 2005

NORTHEAST DEVELOPMENT CORPORATION

BY: _____

Henrik Klausgaard

PRESIDENT / DIRECTOR