

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Hempamericana, Inc.

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New York, New York 10007
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3990

Quarterly Report **For the Period Ending: August 31, 2020** **(the "Reporting Period")**

As of August 31, 2020, the number of shares outstanding of our Common Stock was:

2,857,528,840

As of May 31, 2020, the number of shares outstanding of our Common Stock was:

2,841,328,840

As of our prior fiscal year end, the number of shares outstanding of our Common Stock was:

2,459,138,840

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

⁵ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes: ☐ No: ☒

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

Hempamericana, Inc.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Delaware, February 10, 2014.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None.

The address(es) of the issuer's principal executive office:

78 Reade Street, New York, New York 10007

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

None.

2) Security Information

Trading symbol:	<u>HMPQ</u>
Exact title and class of securities outstanding:	<u>Common Stock Class A</u>
CUSIP:	<u>42370P207</u>
Par or stated value:	<u>\$0.001</u>

Total shares authorized:	<u>3,750,000,000</u>	as of date: <u>August 31, 2020</u>
Total shares outstanding:	<u>2,857,528,840</u>	as of date <u>August: 31, 2020</u>

Number of shares in the Public Float⁶: 1,733,802,840 as of date: August 31, 2020
Total number of shareholders of record: 64 as of date: August 31, 2020

Additional class of securities (if any):

Trading symbol: NA
Exact title and class of securities outstanding: Common Stock Class B
CUSIP: NA
Par or stated value: \$0.001
Total shares authorized: 108,000,000 as of date: August 31, 2020
Total shares outstanding: 108,000,000 as of date: August 31, 2020
Transfer Agent

Transfer Agent

Name: Olde Monmouth Stock Transfer Co., Inc.
Phone: 732-872-2727
Email: Matt@oldemonmouth.com
Address: 200 Memorial Parkway Atlantic Highlands, NJ 07716

Is the Transfer Agent registered under the Exchange Act?⁷ Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding as of Second Most Recent Fiscal Year End:	*Right-click the rows below and select "Insert" to add rows as needed.
Opening Balance	
Date 2/28/2018 Common: 1,790,318,840 Preferred: <u>None</u>	

⁶ "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

⁷ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>03/07/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$170,000</u>	<u>Yes</u>	<u>GPL Ventures LLC- Alexander Dillon Control Person</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>03/19/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$170,000</u>	<u>Yes</u>	<u>GPL Ventures LLC- Alexander Dillon Control Person</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>04/02/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$170,000</u>	<u>Yes</u>	<u>GPL Ventures LLC- Alexander Dillon Control Person</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>04/09/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$170,000</u>	<u>Yes</u>	<u>GPL Ventures LLC- Alexander Dillon Control Person</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>4/20/18</u>	<u>New issue</u>	<u>46,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$230,000</u>	<u>Yes</u>	<u>GPL Ventures LLC- Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>

						<u>Control Person</u>			
<u>05/09/18</u>	<u>New issue</u>	<u>65,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$325.00</u>	<u>Yes</u>	<u>GPL Ventures LLC-Alexander Dillon Control Person</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>5/29/18</u>	<u>New issue</u>	<u>200,000</u>	<u>Common stock</u>	<u>\$0.005/\$1,000</u>	<u>Yes</u>	<u>Rebecca Osleeb</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>6/1/18</u>	<u>New issue</u>	<u>4,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$20,000</u>	<u>Yes</u>	<u>John Blum</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>6/1/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$300,000</u>	<u>Yes</u>	<u>GPL Ventures Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>6/18/18</u>	<u>New issue</u>	<u>60,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$300,000</u>	<u>Yes</u>	<u>GPL Ventures LLC-Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>6/20/18</u>	<u>New issue</u>	<u>22,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$110,000</u>	<u>Yes</u>	<u>Anthony Lozito</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>7/16/18</u>	<u>New issue</u>	<u>46,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$230,000</u>	<u>Yes</u>	<u>GPL Ventures LLC-Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>8/15/18</u>	<u>New issue</u>	<u>34,000,000</u>	<u>Common stock</u>	<u>\$0.005/\$170,000</u>	<u>Yes</u>	<u>GPL Ventures LLC-Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>

<u>10/18/18</u>	<u>New issue</u>	<u>150,000.00</u>	<u>Common stock</u>	<u>\$0.00/Private Transaction</u>	<u>Yes</u>	<u>Tri-Bridge Ventures LLC- John Forysthe III</u>	<u>Private Transaction</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>12/28/18</u>	<u>New Issue</u>	<u>70,000.00</u>	<u>Common Stock</u>	<u>NA</u>	<u>Yes</u>	<u>GPL Ventures LLC</u>	<u>Fee shares</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>01/17/19</u>	<u>New Issue</u>	<u>420,000</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>YES</u>	<u>Rebecca Osleeb</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>01/17/19</u>	<u>New Issue</u>	<u>800,000</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>Yes</u>	<u>Mark Hennen</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>01/17/19</u>	<u>New Issue</u>	<u>400,000</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>Yes</u>	<u>Jackson Krall jr.</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>05/21/19</u>	<u>New Issue</u>	<u>36,000.00</u>	<u>Common Stock</u>	<u>\$0.0119</u>	<u>No</u>	<u>Africement – Sal Rosillo</u>	<u>Compensation shares</u>	<u>Restricted</u>	<u>Restricted</u>
<u>05/30/19</u>	<u>New Issue</u>	<u>50,000.00</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>YES</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>06/12/19</u>	<u>New Issue</u>	<u>50,000.00</u>	<u>Common Stock</u>	<u>\$0.005</u>	<u>YES</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>Reg A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>07/30/19</u>	<u>New Issue</u>	<u>5,040,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Claudia Morales</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
<u>08/31/19</u>	<u>New Issue</u>	<u>25,000.00</u>	<u>Common Stock</u>	<u>\$0.004</u>	<u>YES</u>	<u>GPL Ventures – Alexander Dillon</u>	<u>REG A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>09/12/19</u>	<u>New Issue</u>	<u>1,800,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Rivertown Acupuncture – Randy Hoffman</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
<u>09/12/19</u>	<u>New Issue</u>	<u>1,800,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Scott McNamara</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>

<u>09/12/19</u>	<u>New Issue</u>	<u>36,000,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>864 Inc. - Salvador Rosillo</u>	<u>Compensation</u>	<u>Restricted</u>	<u>Restricted</u>
<u>09/12/19</u>	<u>New Issue</u>	<u>520,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Carolyn Lopez</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
<u>09/25/19</u>	<u>New Issue</u>	<u>27,500,000</u>	<u>Common Stock</u>	<u>\$0.004</u>	<u>NA</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>REG A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>11/14/19</u>	<u>New Issue</u>	<u>37,500,000</u>	<u>Common Stock</u>	<u>\$0.004</u>	<u>NA</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>REG A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>01/14/2020</u>	<u>New Issue</u>	<u>25,000,000</u>	<u>Common Stock</u>	<u>\$0.004</u>	<u>NA</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>REG A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>03/26/20</u>	<u>New Issue</u>	<u>31,250,000</u>	<u>Common Stock</u>	<u>\$0.004</u>	<u>NA</u>	<u>GPL Ventures LLC – Alexander Dillon</u>	<u>REG A</u>	<u>Free Trading</u>	<u>Free Trading</u>
<u>04/07/20</u>	<u>New Issue</u>	<u>2,000,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Pedro Lujan</u>	<u>Compensation</u>	<u>Restricted</u>	<u>Restricted</u>
<u>04/07/20</u>	<u>New Issue</u>	<u>54,000,000</u>	<u>Common Stock</u>	<u>NA</u>	<u>NA</u>	<u>Africement, Inc. – Salvador Rosillo</u>	<u>Compensation</u>	<u>Restricted</u>	<u>Restricted</u>
<u>06/30/20</u>	<u>New Issue</u>	<u>5,400,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Diego Lozoya Morales</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
<u>06/30/20</u>	<u>New Issue</u>	<u>5,400,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Jackson Krall</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
<u>06/30/20</u>	<u>New Issue</u>	<u>5,400,000</u>	<u>Common Stock</u>	<u>\$0.001</u>	<u>No</u>	<u>Hector Morales</u>	<u>Consulting</u>	<u>Restricted</u>	<u>Restricted</u>
Shares Outstanding on Date of This Report:									
Ending Balance:									

Date 8/31/2020 Common Class A:
2,857,528,840

Preferred: None

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁸:

Name: Richard Edelson
Title: Consultant

⁸ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Relationship to Issuer: **None**

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Hemp – a product with a myriad of uses – is a product of enormous potential for economic growth economic growth in the United States. HempAmericana intends to capitalize on the many uses of hemp in the health, food, construction, textiles and paper industries. HempAmericana's primary immediate purpose is to develop industrial hemp products, such as cannabinoil ("CBD oil"), used for its many health benefits, through developing hemp growing farms, hemp processing factories and hemp-product distribution facilities. HempAmericana, Inc also plans to research, develop and sell products made of industrial hemp. In essence anything that can be made with plastic can be made with industrial hemp and HempAmericana plans to fill the growing need and demand for hemp based products within the United States. Currently, the Company is in its research and development stages.

- B. Please list any subsidiaries, parents, or affiliated companies.

None.

- C. Describe the issuers' principal products or services.

HempAmericana currently in the beginning stages of producing CBD isolate and oil. The Company has fully installed its L200 supercritical extractor and has purchased 4,000 pounds of Hemp flower to begin production at the Augusta facility.

Hemp is one of the earliest domesticated plants on the planet. Its use can be dated back to the fifth century B.C. The United States has the largest amount of hemp imported but it is one of the few countries that does not allow it to be grown under the Controlled Substance Act. The reasoning behind this is because the federal government does not distinguish between the various strains of cannabis such as those that are grown exclusively for the durability of hemp material. It should be noted that recently a number of states have begun to enact state laws that allow for the growth of hemp, but the federal law still remains in effect. This hemp material goes into food, health products, rope, fabric, textiles and even concrete.

Despite the historically negative stigma associated with hemp it is in fact one of the most environmentally friendly crops requiring few, if any, pesticides and is also biodegradable. Most of the negative stigma associated with cannabis is due to the fact that it can bud Δ^9 -tetrahydrocannabinol (THC).

Industrial hemp material generally contains less than 0.3% of THC while cannabis grown for marijuana use sometimes contains upwards of 20%. Ingestion or use of industrial hemp based products does not have psychoactive effects due to the very low quantity of THC, if there is any at all. This makes it legal for sale within the United States so long as it follows certain regulations and laws.

According to the Congressional Research Service there are over 25,000 products on the global market that are derived from hemp. It is estimated that in the United States the market for hemp based products may be 500,000,000 million dollars per year, although an exact number has not been determined. Between 156 and 171 million dollars of this market is made up of body care items and food based supplements. 100 million is associated with hemp based clothing and textiles. The remaining balance is associated with an array of various other hemp based goods.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The corporation currently leases a 17,000 square foot facility in Augusta, Maine. The lease in Augusta is for two years and ends on November 30, 2019. The monthly rent for the first three months is \$4,000 and then in months 4-12 increases to \$8,000. In year two the rent is fixed at \$8,240 per month. The

7) Company Insiders (Officers, Directors, and 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 or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Salvador Rosillo	<u>CEO/Director</u>	<u>78 Reade Street</u> <u>4F, New York, NY</u> <u>10007</u>	<u>9,080,000</u>	<u>Common</u> <u>Stock</u> <u>Class A</u>	<u>0.31%</u>	_____
<u>Africement, Inc</u>	<u>NA</u>	<u>78 Reade Street,</u> <u>4F, New York, NY</u> <u>10007</u>	<u>404,920,000</u>	<u>Common</u> <u>Stock</u> <u>Class A</u>	<u>16.15%</u>	Africement, Inc. is an entity wholly owned by Salvador Rosillo, our CEO
<u>864, Inc</u>	<u>NA</u>	<u>78 Reade Street,</u> <u>4F, New York, NY</u> <u>10007</u>	<u>108,000,000</u>	<u>Common</u> <u>Stock</u> <u>Class B</u>	<u>100%</u>	864, Inc. is an entity wholly owned by Salvador Rosillo, our CEO
<u>864, Inc</u>	<u>NA</u>	<u>78 Reade Street,</u> <u>4F, New York, NY</u> <u>10007</u>	<u>36,000,000</u>	<u>Common</u> <u>Stock</u> <u>Class A</u>	<u>1.26%%</u>	864, Inc. is an entity wholly owned by Salvador Rosillo, our CEO
<u>639, LLC</u>	<u>NA</u>	<u>78 Reade Street,</u> <u>4F, New York, NY</u> <u>10007</u>	<u>505,000,000</u>	<u>Common</u> <u>Stock</u> <u>Class A</u>	<u>17.77%</u>	639, LLC, Inc. is an entity wholly owned by Salvador Rosillo, our CEO

<u>Nieves Rosillo</u>	<u>Secretary</u>	<u>78 Reade Street,</u> <u>4F, New York, NY</u> <u>10007</u>	<u>29,886,000</u>	<u>Common</u> <u>Stock</u> <u>Class A</u>	<u>1.05%</u>	Salvador and Nieves Rosillo are brother and sister.
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8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 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

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: William Robinson Eilers
Firm: William Robinson Eilers, Esq
Address 1: 149 South Lexington Ave
Address 2: Ashville, NC 28801

Phone: 786-273-9152
Email: weilers@eilerslawgroup.com

Accountant or Auditor

Name: Richard Edelson
Firm: Get OTC Current
Address 1: 10Lawrence Road
Address 2: Kings Park, NY 11754
Phone: 631-824-0807
Email: Rich@getotccurrent.com

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Donnell Saures, Esq
Firm: Suares & Associates
Nature of Services: Legal
Address 1: 833 Flatbush Avenue
Address 2: Brooklyn, NY
Phone: 718-622-8450
Email: dsuares@suaresassociates.com

10) Issuer Certification

Principal 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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Salvador Rosillo certify that:

1. I have reviewed this quarterly disclosure statement of Hempamericana, 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.

8/11/2021 [Date]

Salvador Rosillo [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Salvador Rosillo certify that:

1. I have reviewed this quarterly disclosure statement of Hempamericana, 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.

8/11/2020 [Date]

Salvador Rosillo [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

HempAmericana, Inc.
Balance Sheets
(unaudited)

	<u>August 31, 2020</u>	<u>August 31, 2019</u>
Assets		
Current:		
Cash	\$ 780	\$ 3,018
Deposit on equipment	69,500	69,500
Due from shareholder	56,057	266,405
Inventories	282,915	278,000
Total Current Assets	<u>409,252</u>	<u>616,923</u>
Property, Plant & Equipment, net	<u>2,058,001</u>	<u>2,122,724</u>
Total Assets	<u>\$ 2,467,253</u>	<u>\$ 2,739,647</u>
Liabilities		
Current:		
Accounts payable	\$ 7,575	\$ 75
Accounts payable related party	480	480
Compensation Payable	3,582,869	3,582,869
Loans payable	1,683	1,683
Payroll taxes payable	3,209	3,209
Total Current Liabilities	<u>3,595,816</u>	<u>3,588,316</u>
Stockholders' Deficiency		
Class A Common stock (\$.001 par value, 3,750,000,000 shares authorized, 2,857,528,840 and 2,600,178,840 shares issued and outstanding as of August 31, 2020 and August 31, 2019, respectively)	(1,355,256)	(1,527,903)
Class B Common stock (\$.001 par value, 108,000,00 shares authorized, 108,000,000 shares issued and outstanding as of August 31, 2020 and August 31, 2019)	-	-
Additional paid in capital	6,014,388	5,575,638
Accumulated deficit	<u>(5,787,695)</u>	<u>(4,896,404)</u>
	<u>(1,128,563)</u>	<u>(848,669)</u>
Total Liabilities & Stockholder's (Equity/Deficit)	<u>\$ 2,467,253</u>	<u>\$ 2,739,647</u>

HempAmericana, Inc.
Statements of Loss
(Unaudited)

	For the quarters ended	
	August 31, 2020	August 31, 2019
Net Revenues		
Revenues from sales	\$ 1,636	\$ -
Total Revenues	<u>1,636</u>	<u>-</u>
Cost and Operating Expenses		
Accounting	-	-
Advertising & Promotion	4,095	7,209
Bank service charges	-	830
Bottles	-	4,071
Computer & Internet	3,145	1,904
Consulting fees	39,379	116,805
Dues & subscriptions	-	2,500
Escrow fees	-	400
Insurance	-	5,124
Legal fees	2,500	52,045
Lab supplies	-	1,297
License & permits	-	845
Meals & entertainment	360	-
Office expense	2,268	14,489
Processing fees	617	-
Professional fees	11,500	-
Rent expense	32,010	38,863
Shipping	-	-
Solvents	468	8,755
Telephone expense	586	1,088
Transfer agent fees	720	630
Travel expense	-	2,705
Utilities	1,263	3,384
Website	1,988	-
Total expenses	<u>100,899</u>	<u>262,944</u>
Other Income/(Expense)		
Gain on forgiveness of debt	-	-
Legal settlement	(81,020)	-
Loss on inventory write off	-	(55,000)
Net Loss	<u>\$ (180,283)</u>	<u>\$ (317,944)</u>

HempAmericana, Inc.
Combined Consolidated Statement of Changes in Stockholders' Deficiency
(Unaudited)

	Common Shares Class B		Common Shares Class A		Additional Paid Capital	Accumulated Deficit	Stockholders' (Deficiency)/ Equity
	Number of shares	Share amount	Number of shares	Share amount			
Opening Balance -							
Year Ended February 29, 2016	108,000,000	\$ -	151,560,840	\$ 75,142	\$ 1,157	\$ (65,043)	\$ 11,256
Year Ended February 28, 2017	108,000,000	-	603,060,840	130,642	94,000	(504,797)	(280,155)
Year Ended February 28, 2018	108,000,000	-	1,790,318,840	(2,210,004)	3,016,917	(2,566,904)	(1,759,991)
Quarter Ended May 31, 2018	108,000,000	-	2,037,518,840	(1,957,907)	4,023,847.0	(3,309,028)	(1,243,088)
Quarter Ended August 31, 2018	108,000,000	-	2,145,518,840	(1,843,907)	4,573,847	(3,821,695)	(1,091,755)
Nine months Ended November 30, 2018	108,000,000	-	2,459,138,840	(1,641,903)	5,358,588	(4,195,913)	(479,228)
Year Ended February 28, 2019	108,000,000	-	2,459,138,840	(1,571,903)	5,547,608	(4,405,642)	(429,937)
Issuance of Common stock	-	-	50,000,000	50,000	200,000	-	250,000
Issuance of Common stock for services			36,000,000	(428,400)	-	-	(428,400)
Net loss, quarter ended May 31, 2019						(213,280)	
Balance, May 31, 2019	108,000,000	-	2,545,138,840	\$ (1,970,303)	5,767,608	(4,635,759)	(838,454)
Issuance of Common stock			80,040,000	442,400	(191,970)		250,430
Net loss, quarter ended August 31, 2019						(260,645)	(260,645)
Balance, August 31, 2019	108,000,000	-	2,625,178,840	(1,527,903)	5,575,638	(4,896,404)	(848,669)
Issuance of Common stock			103,900,000	89,996	270,000		359,996
Net loss, quarter ended November 30, 2019						(313,117)	(313,117)
Balance, November 30, 2019	108,000,000	-	2,729,078,840	(1,437,907)	5,845,638	(5,209,521)	(801,790)
Issuance of Common stock			25,000,000	25,000	75,000		100,000
Net loss, quarter ended February 29, 2020						(171,251)	(171,251)
Year end balance, February 29, 2020	108,000,000	-	2,754,078,840	(1,412,907)	5,920,638	(5,380,772)	(873,041)
Issuance of Common stock			87,250,000	31,250	93,750		125,000
Net loss, quarter ended May 31, 2020						(231,737)	(231,737)
Balance, May 31, 2020	108,000,000	-	2,841,328,840	\$ (1,371,456)	\$ 6,014,388	\$ (5,607,417)	\$ (964,480)
Issuance of Common Stock for services			16,200,000	\$ 16,200			16,200
Net loss, quarter ended August 31, 2020						(180,283)	(180,283)
Balance, August 31, 2020	108,000,000	-	2,857,528,840	(1,355,256)	6,014,388	(5,787,695)	\$ (1,128,563)

HempAmericana, Inc
Statements of Cash Flows
(Unaudited)

	For the quarters ended	
	<u>August 31, 2020</u>	<u>August 31, 2019</u>
Cash generated by (used for):		
Operations:		
Net loss	\$ (180,283)	\$ (262,944)
Stock compensation	32,400	-
Decrease in accounts payable	-	(28,150)
Net cash used in operating activities	<u>(147,883)</u>	<u>(291,094)</u>
Investing:		
Disposal of farm	81,020	-
Machinery & equipment	-	(73,133)
Net cash used by financing activities	<u>81,020</u>	<u>(73,133)</u>
Financing:		
Due from sharholder	57,298	-
Additional paid in capital	-	200,430
Proceeds from share issuances	-	50,000
Net cash provided by financing activities	<u>57,298</u>	<u>250,430</u>
 Increase in cash during the period	 <u>(9,565)</u>	 <u>(113,797)</u>
 Cash position, beginning of period	 10,345	 116,816
 Cash Position, end of period	 \$ <u><u>780</u></u>	 \$ <u><u>3,018</u></u>

HempAmericana, Inc.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
AUGUST 31, 2020

Note 1 – Organization and Description of Business

HempAmericana, Inc. (the Company), is a development stage company, incorporated under the laws of the State of Delaware on February 10, 2014. The Company intends to explore the industry of hemp based products and unveil their own products to the general public for sale.

The Company has elected February 28th as its year end.

Note 2 – Going Concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs. These conditions raise substantial doubt about the company's ability to continue as a going concern Company will engage in very limited activities without incurring any liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

Note 3 – Summary of Significant Accounting Policies

Basis of Presentation

The Financial Statements and related disclosures have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). The Financial Statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") of the United States (See Note 2) regarding the assumption that the Company is a "going concern".

Development Stage Company

The Company is a development stage company as defined by section 915-10-20 of the FASB Accounting Standards Codification. The Company is still devoting substantially all of its efforts on establishing the business. Its planned principal operations have not commenced. All losses accumulated since inception have been considered as part of the Company's development stage activities.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. In the opinion of management, all

adjustments necessary in order to make the financial statements not misleading have been included. Actual results could differ from those estimates.

Cash Equivalents

The Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents. Consolidated cash and cash equivalents at August 31, 2020 was \$780 HempAmericana, Inc. considers all highly liquid investments with maturities of three months or less to be cash equivalents.

Income Taxes

The Company accounts for income taxes under ASC 740 “Income Taxes.” Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

Basic Earnings (Loss) Per Share

The Company computes basic and diluted earnings per share amounts in accordance with ASC Topic 260, Earnings per Share. Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company.

Fair Value of Financial Instruments

The Company’s balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

The Company follows FASB Accounting Standards Codification (ASC) 820 “Fair Value Measurements and Disclosures” which defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity’s own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- □ Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- □ Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- □ Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of February 28, 2019. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include accounts receivable, other current assets, accounts payable, accrued compensation and accrued expenses. The fair value of the Company's notes payable is estimated based on current rates that would be available for debt of similar terms which is not significantly different from its stated value.

Share Based Expenses

ASC 718 "Compensation – Stock Compensation" prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, "*Equity – Based Payments to Non-Employees*." Measurement of share-based payment transactions with non-employees is based on the fair

value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

The company had no stock-based compensation plans as of November 30, 2016. The Company had one stock issuance to its founder in the amount of 40,000,000 restricted common shares to the founder which were considered to be of nominal value through November 30, 2016.

Related Parties

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions. As of August 25, 2017, Ms. Rosillo's employment agreement with the Company was amended and restated, principally to provide her share based compensation of 19,778,000 Class A shares for the period of February 9, 2016 to February 9, 2019. Ms. Rosillo is a New York resident and sister of our founder and CEO Sal Rosillo.

Recently Issued Accounting Pronouncements

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*[™] (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company.

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

Note 4 – Stockholder’s Deficit

On February 25, 2014, the Company issued 40,000,000 of its \$0.001 par value common stock at \$0.001 per share to the founder of the Company in exchange for developing the Company’s business concept and plan. The value was considered nominal at inception due to lack of assets and operations. On June 26, 2017, the Company issued 505,000,000 Class A shares to an entity controlled by the founder of the Company as compensation to our CEO under his employment agreement with the Company for the period of February 9, 2016 to February 9, 2019. As well, Nieves Rosillo was issued 19,778,000 Class A shares on August 25, 2017 for the same period under an amended and restated employment agreement between her and the Company.

On May 31, 2019, the Company issued 36,000,000 Class A shares to an entity controlled by the founder of the Company as compensation to our CEO under his employment agreement with the Company.

On May 31, 2019, the Company issued 50,000,000 shares of Class A Common stock pursuant the Company’s effective Regulation A offering.

In July 2018 the Company reduced is authorized Class A Common stock to 3,750,000,000. The stockholders equity section of the Company contains the following classes of capital stock as of November 30, 2019,:

- Class A Common stock, \$ 0.001 par value: 3,750,000,000 shares authorized 2,841,328,840 shares issued and outstanding
- Class B Common Stock, \$0.001 par value: 108,000,000 authorized; 108,000,000 issued and outstanding

On September 6, 2017 the Company incorporated Hempwerk, Inc, a Maine corporation and subsidiary of HempAmericana, Inc. As of May 31, 2019 the company has funded Hempwerk, Inc. \$865,077. Hempwerk has since been dissolved.