

American Diversified Holdings Corporation

(A Wyoming Corporation)

122 15th Street

Suite 2568

Del Mar, CA 92014

(212) 537-5900

<http://www.universalwellnessai.com>

JC@American-Diversified.com

SIC Code: 6719

QUARTERLY REPORT

For the Quarter Ending April 30, 2025

(the Reporting Period)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

1,463,118,171 common shares issued and outstanding as of June 7, 2025

87,000 shares of Preferred shares B issued and outstanding as of June 7, 2025

100,000 shares of Preferred shares C issued and outstanding as of June 7, 2025

(Current Reporting Period Date or More Recent Date)

1,258,118,171 common shares issued and outstanding as of July 31, 2024

100,000 shares of Preferred shares B issued and outstanding as of July 31, 2024

(Most Recent Completed Fiscal Year End)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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:

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred during this reporting period:

Yes: No:

¹ "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.

OTC Markets Group Inc.

Disclosure Guidelines for the Pink Market (v6.0 April 30, 2025)

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

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

American Diversified Holdings Corporation
Critical Care, Inc., until March 2007
Lasik America, Inc., until October 2004

Current State and Date of Incorporation or Registration: Wyoming, on April 24, 2020

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

N/A

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

None

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

None

Address of the issuer's principal executive office:

122 15th Street,
Suite 2568
Del Mar, CA 92014

Address of the issuer's principal place of business:

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

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

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent
Transfer Online, Inc.
512 SE Salmon Street
Portland, OR 97214
503-227-2950
www.transferonline.com

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	ADHC
Exact title and class of securities outstanding:	Common Stock
CUSIP:	02541R 30 0
Par or stated value:	\$0.001 par value
Total shares authorized:	3,000,000,000 as of June 7, 2025
Total shares outstanding:	1,463,118,171 as of June 7, 2025
Total number of shareholders of record:	169 as of June 7, 2025

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Trading symbol:	No Trading Symbol
Exact title and class of securities outstanding:	Preferred Shares Class B
CUSIP:	None
Par or stated value:	\$0.001 par value
Total shares authorized:	200,000 as of June 7, 2025
Total shares outstanding:	87,000 as of June 7, 2025
Total number of shareholders of record:	1 as of June 7, 2025

Trading symbol:	No Trading Symbol
Exact title and class of securities outstanding:	Series Class C Convertible Preferred Stock
CUSIP:	None
Par or stated value:	\$0.001 par value
Total shares authorized:	100,000 as of June 7, 2025
Total shares outstanding:	100,000 as of June 7, 2025
Total number of shareholders of record:	1 as of June 7, 2025

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Shares of common stock are entitled to one vote per share

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Series B Preferred Share

Each issued and outstanding Series B Preferred Share shall be entitled to the number of votes equal to the result of (i) the number of shares of common stock of the Company (the "Common Stock") issued and outstanding at the time of such vote multiplied by 1.10; divided by (ii) the total number of Series B Preferred Shares issued and outstanding at the time of such vote, at each such meeting of shareholders of the Company with respect to any and all matters presented to the shareholders by the Company for their action or consideration, including the election of directors. Except as provided by law, holders of Series B Preferred Shares shall vote together with the holders of common shares as a single class.

The Company shall not amend, later, or repeal the Series B Preferred Shares without the written consent or affirmative vote of the holders of at least a majority of the then outstanding aggregate number of shares of such adversely affected Series B Preferred Shares, given in writing or by vote at a meeting consenting or voting (as the case may be) separately as a class. Each Series B Preferred Share shall automatically be converted into 10,000 shares of common stock of the Company at any time at the option of the holder. No fractional shares of common stock shall be issued upon conversion of the Series B Preferred Shares.

On April 28, 2014, the Shareholder owned and held 100,000 shares of ADHC Series B Preferred Stock, represented by Certificate Number 3 (50% - 200,000 shares authorized) which is convertible into 10,000 shares of ADHC common stock per 1 share of ADHC Series B Preferred Stock. Mr. Remo, our former Officer and Director, had executed a 9.99% Equity Blocker with ADHC whereby he is prohibited from converting his Series B Preferred Stock of the Company into Common Stock of the Company exceeding 9.99% of the Company's current issued and outstanding Common Stock, at the time of conversion. Therefore, at no time may he own in excess of 9.99% of the issued and outstanding Common Stock of ADHC. This equity blocker prohibits and restricts his ownership and voting rights. On February 4, 2025, Mr. Remo sold the 100,000 shares of Series B Preferred Stock to Pinnacle Consulting Services Inc. and is no longer the holder or control person of the Series B Preferred Stock. Mr. Robert Hymers is the control person for Pinnacle Consulting Services Inc. Currently Mr. Remo owns less than 1% of the common stock of the Company.

Series Class C Convertible Preferred Stock

All 100,000 issued and outstanding Series Class C Convertible Preferred Stock have no voting rights. The Conversion Rate shall be the number of common stock shares, at the market price at an amount equal to the dollar amount due to the Stockholder at the time of the conversion of debt to these Series Class C Convertible Preferred Stock, that amount being the amount of \$2,593,896 worth of common stock at the closing price of the previous day. Any conversion is subject to a 9.99% Equity Blocker with ADHC whereby the holder is prohibited from converting their Series B Preferred Stock of the Company into Common Stock of the Company exceeding 9.99% of the Company's current issued and outstanding Common Stock, at the time of conversion. Therefore, at no time may the holder own in excess of 9.99% of the issued and outstanding Common Stock of ADHC. The debt amount converted will be removed from the financial statement at the next quarterly filing. On February 4, 2025, Mr. Remo sold the 100,000 shares of Series C Preferred Stock to Pinnacle Consulting Services Inc. and is no longer the holder or control person of the Series C Preferred Stock. Mr. Robert Hymers is the control person for Pinnacle Consulting Services Inc.

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

None

4. Describe any material modifications to the rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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 for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Number of Shares outstanding as of April 30, 2023		Opening Balance: Common 1,104,493,171 Preferred: 100,000 Series B							
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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
March 18, 2025	Issuance	130,000,000	Common	0.0012	No	Pinnacle Consulting Services Inc. (Control person in Robert Hymers)	Conversion of Series B Preferred Shares	Restricted	None
March 18, 2025	Cancellation	13,000 ²	Series B Preferred Shares	\$0.01	No	Pinnacle Consulting Services Inc. (Control person in Robert Hymers)	Cancellation of Series B Preferred Shares	Restricted	None
February 9, 2025	Cancellation	25,000,000	Common	\$0.001	No	John A. Cacchioli, Esq.	Compensation	Restricted	None

February 3, 2025	Issuance	100,000,000 ³	Common	\$0.0008	No	International Capital Advisors Group ("ICAG") (Control Person is Pat Rost)	Compensation	Restricted	None
December 18, 2024	Issuance	100,000	Class C Convertible Preferred	\$0.001	No	Ernest B. Remo	Issued in exchange for debt due	Restricted	None
June 11, 2024	Issuance	80,000,000	Common	\$0.0008	No	International Capital Advisors Group ("ICAG") (Control Person is Pat Rost)	Compensation	Restricted	None
June 5, 2024	Issuance	107,000,000	Common	\$0.0012	No	Ernest B. Remo	Cancellation of Debt	Restricted	None
March 1, 2024	Issuance	25,000,000	Common	\$0.0011	No	John A. Cacchioli, Esq.	Compensation	Restricted	None
March 1, 2024	Issuance	65,000,000	Common	\$0.0011	No	Peartree Technical Consulting LLC (Control Person Andrew Birnbaum.)	Compensation	Restricted	None
January 22, 2024	Issuance	47,500,000 ⁴	Common	\$0.0011	No	Zqkari Innovaciones (Control person is V. Sanchez)	Compensation	Restricted	None
January 22, 2024	Issuance	47,500,000 ⁵	Common	\$0.0011	No	Distribuciones Hergomex (Control person is C.A. Jimenez)	Compensation	Restricted	None
January 22, 2024	Cancellation	95,000,000	Common	\$0.0012	No	Ernest B. Remo	Cancellation of Debt	Restricted	None
December 21, 2023	Issuance	95,000,000	Common	\$0.0012	No	Ernest B. Remo	Cancellation of Debt	Restricted	None
May 15, 2023	Issuance	25,000,000	Common	\$0.0024	No	Peartree Technical Consulting LLC (control person Andrew Birnbaum)	Legal Settlement	Restricted	None
May 10, 2023	Issuance	81,125,000	Common	\$0.0021	No	Saveene Corp., Andrea Zecevic	Legal Settlement	Restricted	None
May 8, 2023	Cancellation	62,500,000	Common	\$0.0046	No	Frymoo Gestion SL (Control person is Jacinto Rodenas Jiminez)	Cancelled pursuant to Court Order	Restricted	None
May 8, 2023	Cancellation	12,500,000	Common	\$0.0046	No	Rolen Ferlo SL (Control person is Marta Prat Sanchez)	Cancelled pursuant to Court Order	Restricted	None
May 8, 2023	Cancellation	62,000,000	Common	\$0.0046	No	Promoclonia Networks CL (Control person is Sergio Bellosta Suarez)	Cancelled pursuant to Court Order	Restricted	None
May 8, 2023	Cancellation	62,500,000	Common	\$0.0046	No	JAM Emprearial CL (Control person is Jose Antonia Masana)	Cancelled pursuant to Court Order	Restricted	None
May 8, 2023	Cancellation	62,500,000	Common	\$0.0046	No	Win Win Invest Consulting SL (Control person is Xiavier-Joan Masana)	Cancelled pursuant to Court Order	Restricted	None

May 8, 2023	Cancellation	62,500,000	Common	\$0.0038	No	RC Tourists Cruise SL (Control person is Xavier-Joan Massana Modrono)	Cancelled pursuant to Court Order	Restricted	None
April 17, 2023	Issuance	80,000,000	Common	\$0.0021	No	CEDE & CO	Removal of restrictive legend for Ernest Remo from shares issued April 20, 2015	Unrestricted	144
April 17, 2023	Cancelled	80,000,000	Common	\$0.0075	No	International Capital Advisors Group ("ICAG") (Control Person is Pat Rost)	Return of Shares	Restricted	None
March 14, 2023	Issuance	28,000,000	Common	\$0.0029	No	Ernest B. Remo	Cancellation of Debt	Restricted	None
March 13, 2023	Issuance	50,000,000	Common	\$0.0029	No	Ernest B. Remo	Cancellation of Debt	Restricted	None
Shares Outstanding on June 7, 2025	Ending Balance: Common: 1,463,118,171 Preferred: 87,000 Series B Preferred: 100,000 Series C								

Example: A company with a fiscal year end of December 31st 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

Any additional material details, including footnotes to the table are below:

- Series B Shares purchased by Pinnacle Consulting Services Inc. pursuant to a Securities Purchase Agreement, dated February 4, 2025. Control person for Pinnacle Services Inc. is Mr. Robert Hymers. Conversion for Series B Preferred subject to 9.99% Equity Blocker.
- Control person for International Capital Advisors Group is Mr. Patrick M. Rost. This share issuance was issued pursuant to the Consulting Agreement dated January 1, 2020 for the consulting services provided to the Corporation for the term of January 1, 2020 to December 31, 2020.
- The services contracted for were never provided and a request to return the shares has been made to the shareholder.
- The services contracted for were never provided and a request to return the shares has been made to the shareholder.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on www.otcmarkets.com).

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

American Diversified Holdings Corporation operates an e-commerce site focused on the wellness industry at <http://www.universalwellnessai.com>. The business model includes driving traffic to partner sites, generating ad revenue and creating partnership opportunities for other wellness companies.

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

The Company has entered into successive Consulting Agreements with International Capital Advisors Group, Inc. ("ICAG"), control person is Mr. Patrick Rost. Pursuant to the terms of the contracts ICAG is to provide the Company with qualified operating Company opportunities to either merge with the Company or enter into exclusive business and/or work product agreements. In accordance with Consulting Agreements International Capital Advisors Group, Inc. will be compensated 100,000,000 shares of Company common stock or the equivalent in US dollars for each Agreement. The Company is also obligated to pay any expenses incurred by International Capital Advisors Group, Inc. on behalf of these Agreements. The contracts for 2021, 2022, 2023, 2024 and 2025 remain outstanding.

In addition the Company and ICAG agree that at no time shall ICAG together with its affiliates, collectively beneficially own more than 9.99% of the Company's issued and outstanding common stock (the "Ownership Cap") as calculated pursuant to Rule 13d-3 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

To the extent and equity compensation due under this Agreement, included but limited to shares issued for services, options, or warrants (collectively, "Equity Compensation") would result in the Consultant exceeding the Ownership Cap, the Company shall instead issue a non interest bearing promissory note (the "Equity Payable Note") to Consultant evidencing the number of shares owed in excess of the Ownership Cap. The Equity Payable Note shall be payable solely in shares of the Company's common stock, from time to time, only to the extent that subsequent share issuances to consultant would not cause it to exceed the Ownership Cap.

The Company acknowledges and agrees that, notwithstanding any equity issuance or service arrangement, the Consultant shall not be deemed a "control person" or "affiliate" of the Company as defined under Rule 144(a)(1) of the Securities Act of 1933, as amended, provided Consultant's beneficial ownership remains below 10%, Consultant does not possess board managerial rights, and Consultant does not participate in policy-making functions of the Company.

The Company shall not take any position inconsistent with this provision in any public filing, disclosure, or internal record without prior written consent of Consultant.

C. Describe the issuers' principal products or services.

American Diversified Holdings Corporation operates an e-commerce site focused on the wellness industry at <http://www.universalwellnessai.com>. The business model includes driving traffic to partner sites, generating ad revenue and creating partnership opportunities for other wellness companies.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Business is conducted from the executive office which maintains and services our corporate websites

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors 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 owners.

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
John A. Cacchioli, Esq.	Sole Officer/Director	99 Tulip Ave, Ste 108, Floral Park, NY 11001	25,000,000 ⁶	Common	0%
Saveene Corp., Andrea Zecevic	5% Owner	500 S Australian Ave #600 West Palm Beach Fl 33401	131,125,000	Common	8.96%
Pinnacle Consulting Services Inc., Robert Hymers	5% Owner	Los Angeles, CA	87,000 ⁷	Preferred Series B	100%
Pinnacle Consulting Services Inc., Robert Hymers	5% Owner	Los Angeles. CA	100,000 ⁸	Preferred Series C	100%

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

6. On February 9, 2025, Mr. Cacchioli cancelled and returned to Treasury the shares previously issued to him.

7. On February 4, 2025, Pinnacle Consulting Services Inc purchased 100,000 shares of Series B Preferred Stock from Mr. Ernest Remo. In accordance with the Securities Purchase Agreement Pinnacle Consulting Services is subject to an Equity Blocker Agreement wherein their conversion of their Series C Convertible Preferred shares can not result in an ownership interest exceeding 9.99% of the Company's then-current issued and outstanding shares of Common Stock.

8. On February 4, 2025, Pinnacle Consulting Services Inc purchased 100,000 shares of Series C Preferred Stock from Mr. Ernest Remo. In accordance with the Securities Purchase Agreement Pinnacle Consulting Services is subject to an Equity Blocker Agreement wherein their conversion of their Series C Convertible Preferred shares can not result in an ownership interest exceeding 9.99% of the Company's then-current issued and outstanding shares of Common Stock.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject 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

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

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 to 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

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Morgan E. Petitti, Esq.
118 W. Streetsboro Road
Suite 317
Hudson, OH 44236
Telephone: 330.697.8548
E-Mail: PetittiLaw@gmail.com

Accountant or Auditor

Mallett and Barnes Tax Service
6136 Mission Gorge Road
Suite 125
San Diego, CA 92120
(619) 326-0840
E-Mail: Jona@mbtax1.com

Investor Relations

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

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

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), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: **John A Cacchioli, Esq.**
Title: **CEO**
Relationship to Issuer: **Control Person**

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

IFRS
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **Jona Barnes**
Title: **Partner, Mallet & Barnes Tax Service**
Relationship to Issuer: **Outside Accountant**

Describe the qualifications of the person or persons who prepared the financial statements:⁹

Bachelor of Science in Business Administration, emphasis in accounting. Passed the C.P.A. Exam. Working in Accounting since 1988.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited

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

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, John A. Cacchioli, CEO certify that:

1. I have reviewed this Disclosure Statement for American Diversified Corporation;
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.
4. 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
5. 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.

June 14, 2025

/s/ John A. Cacchioli, CEO

Principal Financial Officer:

I, John A. Cacchioli, CEO certify that:

1. I have reviewed this Disclosure Statement for American Diversified Corporation;
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.

June 14, 2025

/s/ John A. Cacchioli, CEO

American Diversified Holdings Corporation
Balance Sheets
(Unaudited)

	April 30, 2025	July 31, 2024
ASSETS		
Current assets:		
Cash and cash equivalents	\$ -	\$ -
Prepaid consulting	-	16,042
Total current assets	-	16,042
 Other assets:		
Investments	61,200	61,200
Total other assets	61,200	61,200
	\$ 61,200	\$ 77,242
 LIABILITIES AND SHAREHOLDERS' DEFICIT		
Current liabilities:		
Accrued expenses and other current liabilities	\$ 432,737	\$ 465,325
Due to related parties - Officers, directors and shareholders	23,419	2,582,542
Total current liabilities	456,156	3,047,867
 Shareholders' Equity/(Deficit)		
Preferred stock, Series B \$.001 par value; 200,000 shares authorized, 87,000 and 100,000 shares issued and outstanding at April 30, 2025 and July 31, 2024, respectively	87	100
Preferred stock, Series C \$.001 par value; 100,000 shares authorized, 100,000 shares and 0 shares issued and outstanding at April 30, 2025 and July 31, 2024, respectively	100	
Common stock, \$.000 par value; 3,000,000,000 shares authorized, 1,258,118,171 and 1,258,118,171 issued and outstanding at April 30, 2025 and July 31, 2024, respectively	-	-
Additional paid-in-capital	22,459,961	19,673,319
Accumulated Deficit	(22,855,104)	(22,644,044)
Total shareholders' equity/(deficit)	(394,956)	(2,970,625)
Total liabilities and shareholders' deficit	\$ 61,200	\$ 77,242

See accompanying notes to condensed consolidated financial statements.

American Diversified Holdings Corporation
Statements of Operations
(Unaudited)

	For the Three Months Ended April 30, 2025	For the Three Months Ended April 30, 2024	For the Nine Months Ended April 30, 2025	For the Nine Months Ended April 30, 2024
Expenses:				
General and administrative	\$ 3,740	\$ -	\$ 3,758	\$ -
Consulting	62,592	76,383	77,342	76,883
Salaries and related expenses	32,295	-	96,885	-
Professional fees	8,960	800	19,565	2,550
Total expenses	<u>107,587</u>	<u>77,183</u>	<u>197,549</u>	<u>79,433</u>
Loss from operations	<u>(107,587)</u>	<u>(77,183)</u>	<u>(197,549)</u>	<u>(79,433)</u>
Other income (expense):				
Interest expense	240	(33,133)	(13,510)	(100,617)
Total other income (expense)	<u>240</u>	<u>(33,133)</u>	<u>(13,510)</u>	<u>(100,617)</u>
Net income/(loss)	<u>\$ (107,347)</u>	<u>\$ (110,316)</u>	<u>\$ (211,060)</u>	<u>\$ (180,050)</u>
Basic and diluted loss per common	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average shares outstanding - Basic and Diluted	<u>181,347,755</u>	<u>1,042,118,771</u>	<u>907,083,531</u>	<u>705,537,312</u>

See accompanying notes to condensed consolidated financial statements.

American Diversified Holdings Corporation
Statement of Changes in Shareholders' Deficit
For the Period from July 31, 2023 to April 30, 2025
(Unaudited)

	Preferred Stock Series B	Preferred Stock Series B Amount	Preferred Stock Series C	Preferred Stock Series C Amount	Common Stock	Common Stock Amount	Additional Paid-in Capital	Earnings (Deficit) Accumulated	Total
Balance, July 31, 2023	100,000	\$ 100	-	\$ -	886,118,171	\$ -	\$ 19,267,919	\$ (22,305,506)	\$ (3,037,487)
Stock issued for services		-		-	170,000,000	-	163,000	-	163,000
Stock issued for debt		-		-	202,000,000	-	242,400	-	242,400
Net loss, July 31, 2024								(338,538)	(338,538)
Balance, July 31, 2024	100,000	\$ 100	-	\$ -	1,258,118,171	\$ -	\$ 19,673,319	\$ (22,644,044)	\$ (2,970,625)
Stock issued for services		-		-	100,000,000	-	120,000	-	120,000
Stock issued for debt		-	100,000	100	-	-	2,726,629	-	2,726,729
Stock converted from Preferred to Commc	(13,000)	(13)		-	-	-	13	-	-
Stock returned for services		-		-	(25,000,000)	-	(60,000)	-	(60,000)
Net loss, April 30, 2025								(211,060)	(211,060)
Balance, April 30, 2025	87,000	\$ 87	100,000	\$ 100	1,333,118,171	\$ -	\$ 22,459,961	\$ (22,855,104)	\$ (394,956)

See accompanying notes to condensed consolidated financial statements

American Diversified Holdings Corporation
Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended April 30, 2025	For the Nine Months Ended April 30, 2024
Cash flows from operating activities		
Net loss	\$ (211,060)	\$ (180,050)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Non-cash expenses:		
Accrued interest - related parties	13,510	100,617
Stock based compensation	189,472	99,000
Changes in operating assets and liabilities:		
(Increase) decrease in prepaid consulting	16,042	(22,917)
Increase (decrease) in accounts payable	-	-
Increase (decrease) in accrued expenses and other current liabilities	(32,588)	-
Net cash provided by operating activities	<u>(24,623)</u>	<u>(3,350)</u>
Cash flows from financing activities		
Payments on loans to related parties - Directors and stockholders	-	-
Proceeds on loans from related parties - Directors and stockholders	24,623	3,350
Net cash provided by financing activities	<u>24,623</u>	<u>3,350</u>
Increase in cash	(0)	-
Cash at beginning of period	-	-
Cash at end of period	<u>\$ (0)</u>	<u>\$ -</u>
Supplemental Cash Flow Information:		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>
Common stock issued in conversion of accrued directors fees	<u>\$ 129,473</u>	<u>\$ -</u>
Common stock issued in conversion of preferred stock	<u>\$ 13</u>	<u>\$ -</u>
Common stock issued in conversion of convertible notes payable	<u>\$ 2,600,256</u>	<u>\$ 114,000</u>

See accompanying notes to condensed consolidated financial statements.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2025

NOTE 1 – THE COMPANY AND BASIS OF PRESENTATION

American Diversified Holding Corporation (“ADHC”) was incorporated in the state of Nevada on March 21, 2001, as Lasik America, Inc. and on October 26, 2004, the Company changed its name to Critical Care, Inc. to reflect a change in the Company’s focus of activities. On March 10, 2007, The Company’s name was changed to American Diversified Holdings Corporation to reflect of the business focus to a consulting and business development company.

On March 30, 2021, the Company announced that it has formally changed its name to Universal Wellness Holding Corp to further align our corporate direction into the wellness arena. We have applied for a new ticker symbol. On April 27, 2021, the Company changed its domicile to the State of Wyoming. On September 26, 2022, the name of the Company was changed back to its original name, American Diversified Holdings Corporation and the request for a symbol change was dropped.

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock. There are currently 100,000 shares of preferred stock issued and outstanding.

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock.

On May 2, 2022, Universal Wellness Holding Corp fka American Diversified Holdings Corporation (OTC: “ADHC”) announced today that it has entered into a Joint Venture/Acquisition agreement with ROLLS CHOICE (TM). The agreement provides for ADHC to provide funding to ROLLS CHOICE. A royalty will be paid to ADHC from the gross sales of Rolls Choice line of cannabis related adhesive products. After a due diligence period and further research into the development of ROLLS CHOICE product line, the parties anticipate that ADHC will acquire all the assets of ROLLS CHOICE. Additionally, Allen Staines, the founder of ROLLS CHOICE will be responsible for all ADHC and Universal Wellness social media sites including Twitter and Instagram. ROLLS CHOICE has applied for a trademark with the USPTO under the application number 972978083.

John A. Cacchioli, Esq. was appointed by Andrew Birnbaum (former Chairman/CEO), effective March 1, 2024, as the Sole director, Chairman/CEO of the Company.

We have financed our operations primarily through cash generated from the sale of our stock and loans to us. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. During the nine months ended April 30, 2025 and April 30, 2024, the Company suffered net losses of \$211,060 and \$180,050, respectively. As of April 30, 2025, the Company had a negative working capital of \$456,156 and a stockholders’ deficiency of \$394,956. Historically, the Company has sustained its operations primarily through equity and debt financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern. In view of these matters, the Company will need to improve its working capital position. The Company plans to overcome the circumstances that impact our ability to remain a going concern through a combination of achieving profitability, raising additional debt and equity financing, and renegotiating existing obligations. There can be no assurance, however, that we will be able to complete any additional debt or equity financing on

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2025

favorable terms or at all, or that any such financings, if completed, will be adequate to meet our capital requirements. Any additional equity or debt financings could result in substantial dilution to our stockholders. If adequate funds are not available, we will be required to delay, reduce, or eliminate some or all of our planned activities. Our inability to fund our capital requirements would have a material adverse effect on the Company. Management believes that the actions presently being taken to revise the Company's operating and financial requirements may provide the opportunity for the Company to continue as a going concern.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reported periods. Actual results could differ from those estimates.

(B) Cash and Cash Equivalents

For purposes of the cash flow statements, the Company considers all highly liquid investments with original maturities of six months or less at the time of purchase to be cash equivalents.

(C) Revenue Recognition

At the time of the transaction, the Company assesses whether the fee is fixed and determinable based on the payment terms associated with the transaction and whether collectability is reasonably assured. If a significant portion of a fee is due after our normal payment terms, the Company accounts for the fee as not being fixed and determinable. In these cases, the Company recognizes revenue as the fees become due. Where the Company provides or delivers a product or service at a specific point in time and there are no remaining obligations, the Company recognizes revenue upon the delivery of the product or completion of the service.

(D) Income Taxes

The Company accounts for income taxes under SFAS No. 109 "*Accounting for Income Taxes*". Under SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement 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. Under SFAS No. 109, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company has made no current provision (benefit) for Federal income taxes because of losses since its inception. A valuation allowance has been used to offset the recognition of any deferred tax assets arising from net operating loss carry forwards due to the uncertainty of future realization. The use of any tax loss carryforward benefits may also be limited as a result of changes in Company ownership.

(E) Loss Per Share

Basic and diluted net loss per share for all periods presented is computed based upon the weighted average number of common shares outstanding and issuable shares as defined by SFAS No. 128, "*Earnings Per Share*".

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2025

(F) Fair Value of Financial Instruments

SFAS No. 107, “Disclosures about Fair Value of Financial Instruments”, requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate that value. For purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation.

The carrying amounts of the Company’s financial instruments, including cash and cash equivalents, accounts receivable, advances to suppliers, accounts payable and accrued expenses, line of credit, notes payable and short-term secured financing approximate fair value due to the relatively short period to maturity for these instruments.

(G) Rounding

All amounts have been rounded to the nearest \$1.00 except for share amounts.

(H) Reclassifications

Certain prior year accounts have been reclassified to conform to the current year’s presentation.

NOTE 3 – COMPOSITION OF CERTAIN FINANCIAL STATEMENT CAPTIONS

Other current liabilities

Accrued expenses consisted of the following:

	<u>April 30,</u> <u>2025</u>	<u>July 31,</u> <u>2024</u>
Director fees	\$ 281,527	\$ 411,000
Officer’s salaries/related costs	150,710	53,825
Advisor fees	500	500
Total accrued expenses	\$ 432,737	\$ 465,325

NOTE 4 – EQUITY

Common Stock

The Company has 3,000,000,000 shares authorized, 1,333,118,171 and 1,258,118,171 shares were outstanding as of April 30, 2025, and July 31, 2024, respectively.

On December 21, 2023, we issued 95,000,000 shares of its common stock, valued at \$114,000 for cancellation of debt.

On March 1, 2024, we issued 90,000,000 shares of its common stock, valued at \$0.0011 per share for services.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2025

On June 5, 2024, we issued 107,000,000 shares of its common stock, valued at \$128,400 for cancellation of debt.

On July 3, 2024, we issued 80,000,000 shares of its common stock, valued at \$0.0008 per share for services.

On February 9, 2025, we issued 100,000,000 shares of its common stock, valued at \$0.0012 per share for services.

On February 9, 2025, Per CEO's revised compensation package, the CEO returned the 25,000,000 shares of common stock that was issued to him on March 1, 2024.

On March 18, 2025, we issued 130,000,000 shares of its common stock, converted from 13,000 shares of Preferred C stock.

Preferred Stock

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock. There are currently 87,000 shares of preferred stock issued and outstanding.

Each issued and outstanding Series B Preferred Share shall be entitled to the number of votes equal to the result of (i) the number of shares of common stock of the Company (the "Common Stock") issued and outstanding at the time of such vote multiplied by 1.10; divided by (ii) the total number of Series B Preferred Shares issued and outstanding at the time of such vote, at each such meeting of shareholders of the Company with respect to any and all matters presented to the shareholders by the Company for their action or consideration, including the election of directors. Except as provided by law, holders of Series B Preferred Shares shall vote together with the holders of common shares as a single class.

The Company shall not amend, later or repeal the Series B Preferred Shares without the written consent or affirmative vote of the holders of at least a majority of the then outstanding aggregate number of shares of such adversely affected Series B Preferred Shares, given in writing or by vote at a meeting consenting or voting (as the case may be) separately as a class. Each Series B Preferred Share shall automatically be converted into 10,000 shares of common stock of the Company at any time at the option of the holder. No fractional shares of common stock shall be issued upon conversion of the Series B Preferred Shares.

On March 18, 2025, the Class B convertible preferred stock of 13,000 shares of Preferred Stock, was converted to 130,000,000 shares of Common Stock.

On August 22, 2024, the Company amended its Articles of Incorporation in the State of Wyoming to issue its authorized Class C convertible preferred stock to 100,000 shares of Preferred Stock, having a par value of \$0.001 per share. There are currently 100,000 shares of preferred stock issued and outstanding.

Each issued and outstanding Series C Preferred Share shall not vote and shall not be entitled to the number of votes per share after conversion takes place.

NOTE 5 – NOTES PAYABLE TO OFFICER

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2025

On April 13, 2018, the Company issued a 5% promissory note to a related party, due April 13, 2021, for \$308,000. Interest accrued for this note was \$113,470 at August 22, 2024. This note was converted to Series C Preferred stock on August 23, 2024. The balance due is \$0 as of January 31, 2025.

On May 15, 2018, the Company issued a promissory note to a related party, due May 15, 2019, for stock returned for \$480,000. Interest accrued for this note was \$174,134 at August 22, 2024. This note was converted to Series C Preferred stock on August 23, 2024. The balance due is \$0 as of January 31, 2025.

On June 6, 2019, the Company cancelled 140,000,000 shares of its common stock and reinstated a note to a related party for 1,226,289 at 5% interest. On December 21, 2023, the principal of \$114,000 was converted to stock. Interest accrued for this note was \$360,282 at August 22, 2024. This note was converted to Series C Preferred stock on August 23, 2024. The balance due is \$0 as of January 31, 2025.

At various dates, an officer of the Company loans funds to the Company at 5% interest. On March 14, 2023, 28,000,000 shares were issued for \$63,323 of this debt. On June 5, 2024, 107,000,000 shares were issued for \$128,400 of this debt. This note was converted to Series C Preferred stock on August 23, 2024. The balance due is \$23,419 as of April 30, 2025.

NOTE 6 – SUBSEQUENT EVENTS

Management of the Company has evaluated the subsequent events that have occurred through the date of the report and determined that the following subsequent events require disclosure: