

HAWAIIAN HOSPITALITY GROUP, INC.
58-057 Kamehameha Highway
Haleiwa, HI 96712

2011 Annual Report

As of December 31, 2011

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Part A: General Information

Item 1. Exact Name of Issuer and address of its predecessor:

Hawaiian Hospitality Group, Inc. herein referred to as “HHGI” or the “Company,”

April 2008 – July 2009

Castle Technologies, Inc.

August 2007 – April 2008

ImagiTrend, Inc.

November 2006 – August 2007

GeckoSystems, Inc.

September 1993 – November 2006

International Shoe Manufacturing Corp

Item 2. The address of the issuer’s principle offices.

58-057 Kamehameha Highway
Haleiwa, HI 96712
Telephone: (808) 744-7211
E-mail: info@hawaiianhospitalitygroup.com

Item 3. The jurisdiction and date of incorporation:

The Company was incorporated in 1993 in the District of Columbia and re-incorporated in Wyoming in 2007.

Part B Share Structure and Issuance History

Item 4. The exact title and class of securities outstanding:

1. Common Stock
 - (a) CUSIP number is 41988P20 3
 - (b) Ticker: HHGI

Item 5. Par or stated value and description of the security:

A. Par Value:

Common: \$0.0001

Preferred “A”: \$0.0001; Face Value: \$10.00

Preferred "B": \$0.0001; Face Value: \$1.00
Preferred Undesignated: \$0.0001

B. Description:

1. Common Equity:

Dividend

Dividends will be payable when, as and if declared by our Board of Directors. No dividends will accrue unless declared by our Board of Directors.

Voting Rights

Each stockholder shall have one vote for each share of stock entitled to vote held of record by such stockholder a proportionate vote for each fractional share so held, unless otherwise provided in the Certificate of Incorporation. Each stockholder of record entitled to vote at a meeting of stockholders, or to express consent or dissent to corporate action in writing without a meeting, may vote or express such consent or dissent in person or may authorize another person or persons to vote or act for him by written proxy executed by the stockholder or his authorized agent and delivered to the secretary of the Corporation. A duly executed proxy shall be irrevocable if it states that it is irrevocable and if, and only as long as, it is coupled with an interest sufficient in law to support an irrevocable power. No proxy shall be voted or acted upon after three years from the date of its execution, unless the proxy expressly provides for a longer period.

Preemption Rights

Holders of the Common Stock will not be entitled to preemptive rights.

2. Preferred Stock:

The Board has currently authorized two (2) series of Preferred Stock: 3 shares of Preferred "A", 5,000,000 shares Preferred "B".

3. Other Material rights of Common or Preferred Shareholders

Preferred "A": Super voting rights equal to 150% of the then issued and outstanding stock. No rights of conversion. Two are issued.

Preferred "B": No voting rights. Right to convert to Common at 30% of the average three (3) day sales price at date of conversion. No Preemptive Rights. None are issued.

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

None.

Item 6. The number of shares or total amount of securities outstanding for each class of securities authorized.

As of 12/31/2011

5,000,000,000 Common shares authorized.
675,405,859 Common shares outstanding
475,755,757 Common shares in the float
488 Shareholders of record
11 Beneficial Owners

As of 12/31/2011

4,999,997 Preferred Undesignated authorized
3 Preferred "A" authorized
2 Preferred "A" Shares outstanding

Part C Business Information

Item 7. The name and address of the transfer agent:

Continental Stock Transfer & Trust Company
17 Battery Place, New York, NY 10004
Phone: 212-509-4000

The transfer agent is registered under the Exchange Act and is under the regulatory authority of the Security and Exchange Commission and the NY State Banking Commissioner.

Item 8. The nature of the issuer's business

A. Business Development

1. Form of organization: Corporation
2. Year of Incorporation: 1993
3. Fiscal year end date: Dec 31
4. HHGI has not been in bankruptcy, receivership or any similar proceeding.
5. There has been a material change in ownership through a merger: The Company acquired Loulu Palm Estate in August 2009 by issuance of shares to the current controlling shareholders of the Company in a reverse triangular merger.
6. There has been no default in any note, loan, lease or other indebtedness arrangement.
7. Recent change of control: The Company acquired Loulu Palm Estate LLC in August 2009 by issuance of shares to the current controlling shareholders of the Company in a reverse triangular merger.
8. Ten-percent increase or more of same class of outstanding equity:
 - a. At the end of 2010 the Company had 1,422,226,480 shares issued and outstanding, which were subsequently subject to a reverse split of 1 share for each 1000 owned, resulting in a reduction in shares to 1,422,226. During the period covering this report the Company issued an additional 673,983,633 adjusted for the reverse split. The shares were issued to reduce \$ 4,531,356 of debt.
9. There has not been any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

On May 16, 2011, the Company amended its Articles of Incorporation by reversing the number of common shares issued and outstanding to 1 for 1000 common shares held, and preserving the authorized common shares at 5 billion with no change in par value. The effective date of the amendment was June 20, 2011; and the reverse split reduced the common issued and outstanding from 2,616,690,310 to 2,616,691.

The details of the reverse split were included in an Interim Current Report t to OTC Markets on June 28, 2011; and is incorporated herein by reference.
10. The Issuer has not encountered any delisting from any securities exchange or deletion from the OTC Bulletin Board

11. There are no current legal proceedings against the Issuer.

B. Business of the Issuer

The Company's focus is on commercializing under-utilized waterfront properties throughout the Hawaiian Islands. We negotiate with Federal, State, and local governments to ease land use restrictions and regulations on undeveloped coastal properties in order to design and operate passive recreational and/or visitor serving income projects. We also partner with land owners and developers on similar projects on privately owned land. However, we limit real estate risk by avoiding mortgage debt.

Our development team specializes in identifying available public land holdings and then entering into public / private partnerships for the expert operation of eco-tourism facilities and other sustainable recreational concessions.

By searching the tax rolls for suitable private land holdings, we can offer novel solutions for coastal properties burdened by overly restrictive land use regulations. We successfully negotiate workable development agreements and conservation easements that include both native habitat and ecosystem restoration components along with unique recreational opportunities. In this way, governments further their land management mandates while at the same time provide landowners substantial tax benefits and income opportunities. The result is the creation of an income source or a construction opportunity and value for HHGI.

Hawaiian Hospitality Group, Inc.'s core objective –to deliver innovative land use solutions that will generate sizable income from concessions with the smallest ecological footprint– implies a significant opportunity. Added value should be created through strategic and targeted acquisitions and balance sheet optimization. By sharing best practices, learning curve effects and economies of scale, tremendous synergies are likely to emerge during the next several months when further projects will be undertaken and the business model is comprehensively extended.

The management's engineering and business expertise complement the core objective. The benefits of the company's established and broad network of contacts should mitigate execution risk and competitive pressures.

Special Event Activities: Loulu Palms, LLC

The Company has seen a rise of nearly \$80,000 in revenues from the activities of this subsidiary and a continued increase in the number of events sold throughout the year. The Company's operational plan includes continuation of the improvement of its property to include new equipment and design to reduce cost and increase services in the catering and event hosting activities of the subsidiaries.

Weddings make up the majority of the events hosted at the site, with birthday and other similar personal events contributing on an increasingly greater basis.

Submersible Technical Services, Inc.

Further, as part of its plan to increase its hospitality revenues, the Company has purchased Submersible Technical Services, LLC, the owners/operators of two (2) personal recreational submarines with the intent of providing underwater tours and diving expeditions off the Hawaiian coast. The submarines are currently undergoing "sea trials" to insure they meet all required safety regulations. Management believes that this, along with its future plans to provide air tours of the islands will greatly enhance its ability to increase its hospitality revenues.

21st Parallel Ltd.

Provides catering services for the special events held at the Company's property. Prior to this wholly owned subsidiary beginning operations, the Company used third-party vendors to provide catering services. By bringing these activities directly under the control of the Company, it is anticipated that it will be able to significantly reduce the Company's cost of goods sold.

1. SIC code is 7299h
2. The Issuer is currently a business development stage company as described under Footnote 172 of Rule 144, currently operating its events management business.
3. The Issuer is not a Shell Issuer under Rule 405 of the Securities Act
4. The Issuer has no parent company and three (3) subsidiaries: Loulu Palm Estate LLC, an events management corporation, 21st Parallel, Ltd. a catering company and Submersible Technical Services, Inc. all with operating addresses on Oahu Island.
5. Government regulations such as land use and zoning regulations have effects on the existing business.
6. HHGI did not have costs for compliance with environmental laws. HHGI currently has no products that need compliance with any environmental laws.
7. The Issuer has 1 full-time employee.

Item 9. The nature of products or services offered.

A. Event Planning:

A location for your wedding or special event few others places in the world can compete with Hawaii's full of magnificent year round sunshine, crystal clear waters, and sandy beaches. At the beginning of 2007, HHGI acquired the Loulu Palm Estate with the sole purpose of creating a magnificent tropical beach setting where people could gather and turn their romantic dreams into reality. Loulu Palm Estate sits on a mile long secluded beach between turquoise blue water and lush tropical mountains, creating the perfect backdrop for all your photographic memories. A plantation style home, built in 1941, exudes character and charm and provide a time warp to days gone by of old Hawaii. Discreetly hidden from the main highway, celebrate your special day with family and friends in a private and intimate setting, free from the bright city lights and high rise buildings.

In addition to Loulu Palm, the Company's subsidiary 21st Parallel Ltd., provides catering services for the events which take place at the Estate.

For more information regarding our event planning and Loulu Palm, visit www.loulupalm.com.

A 2. Tours, Scuba and Underwater Fishing

Further, as part of its plan to increase its hospitality revenues, the Company has purchased Submersible Technical Services, LLC, the owners/operators of two (2) personal recreational submarines with the intent of providing underwater tours and diving expeditions off the Hawaiian coast. During fiscal year 2011, the submarines have been delivered and as of the end of the year were undergoing their "sea trials" to ferret out any safety or design issues. Management expects that, provided it is able to continue to obtain funding, the necessary refittings will be complete during the late second to third quarter of 2012. Once these boats are deemed sea worthy and come online, management believes this will add significantly to its revenues.

Submersible Technical Services operates as a wholly owned subsidiary of Hawaiian Hospitality Group providing submarine tours of Hawaii's breathtaking marine ecosystems. Submersible Technical Services is a development-stage company engaged in the design, manufacture and operation of personal, one to four person submersible vehicles for diving, fishing and sightseeing excursions.

B. Advertising and Promotion

The Company utilizes partnerships with local hotels, restaurants and hospitality businesses companies as part of a promotion program to effectively offer party events that are appealing in both economic and ecological terms. Combine this with its one line presence at www.loulupalm.com and both its Internet and print advertising, and the Company has an effective method of offering its services. Its beautiful site also generates significant word of mouth referrals.

C. Operational Services

All the event planning and party services are fully operational as advertised. The Company has announced the submersible services, but as of yet these services are unavailable, as the submarines are currently undergoing their shake down to determine what, if any, changes need to be made to ensure compliance with all safety regulations. To date there is no anticipated date on which the subs will become operational.

D. Competition

Loulu Palm wedding competition includes resorts and private residences. Below are a few examples:

<http://www.lanikuhonua.org/>

<http://www.oasisworldstates.com/>

<http://www.turtlebayresort.com/>

<http://www.kahalaresort.com/hawaii-beach-wedding-services-packages.cfm>

There are dozens more operations, however the Loulu Palm Estate property offers one of a kind opportunity that our clients/customers/vendors have indicated is quite unique.

E. Raw materials / suppliers

The services that the Issuer offers requires no raw materials.

F. Major Customers

The Issuer is not dependent upon any major customers.

G. Patents, Trademarks, Licenses, Royalty Agreements, Labor Contracts

None.

H. Government Approval

The Issuer has no products that currently need approval by any government agencies for the use. However, the Issuer has services that depend upon land use regulations and zoning laws. Additionally, the submarines must meet operational standards of the United States Coast Guard and both the vessels and the skippers must be licensed to operate both by the Coast Guard and the State.

Item 10. The nature and extent of Issuer's facilities:

The Issuer's principal office is leased and located at:

58-057 Kamehameha Highway
Haleiwa, HI 96712

Part D Management Structure and Financial Information

Item 11. Officers and Control Persons

A. Officers and Directors

1. CEO, President
2. Linda Kress
3. 58-057 Kamehameha Hwy, Haleiwa, HI 96712

On December 7, 2010, the Board of Directors appointed Linda Kress, as President and CEO of HHGI and its subsidiaries Loulu Palm Estate, LLC and Submersible Technical Services, Inc. Ms. Kress shall serve in such capacity until the next annual meeting of the shareholders. Ms. Kress is the Interim Chairperson of the Board pending her election to the Board by the shareholders.

Ms. Kress is a graduate of the University of North Florida, having obtained her degree in Communications. For the previous seven (7) years, October 2003 to October 2010, she has been employed by King and Neel, Inc. in Honolulu, HI. as a Claims Coordinator. Ms. Kress's duties include direct contact with clients and the insurance carriers primarily in the construction industry. She has extensive experience in managing the relationships between client and customer. She describes herself as detail oriented, an excellent communicator both in writing and orally. Previously, Ms. Kress was employed by Historical Properties, St. Augustine, Florida where she

developed new clientele for three (3) area hotels. Her duties included marketing, advertising and promotion, trade shows, and sales

4. Ms. Kress is engaged full-time in her duties with HHGI and its subsidiaries.
5. Her current salary is \$60,000 per annum.
6. She currently owns 39,050,500 common shares.

1. Secretary/Treasurer, Director
2. Kevin Jasper
3. 408 West 57th Street, Suite 8E, NY, NY 10019

Effective as of August 6, 2010, Insight Management appoints Kevin Jasper as interim President/CEO pending the completion of an executive search for a suitable candidate.

Kevin Jasper, age 51, has spent most of his career in the private sector as a CEO and Director for small corporations in the Commercial Recording industry, Real Estate industry and International Entertainment Distribution industry. As Chief Operating Officer of Insight Management, Mr. Jasper is diligent as our compliance officer with the requirements of SEC reporting.

Mr. Jasper is multi-talented with experience and success as a top International Independent Distributor for worldwide marketing groups. Currently President of a Manhattan NY, real estate and property management as well as a partner of Groove Capital Entertainment Group, LLC, a New York limited liability company, engaged in the representation, marketing and distribution of media for American and Japanese business groups.

As a leader, Mr. Jasper has demonstrated high standards of integrity through personal commitment and a “hands on” involvement in every aspect of the business. Mr. Jasper maintains the corporate vision on a day-to-day basis through a tireless commitment to solid communication at all levels of management. Mr. Jasper’s leadership provides motivation, training and support through his personal involvement. With extensive experience in financial management, Mr. Jasper is recognized for improving efficiency and effectiveness of organizations. His talent to identify and assess needs of other managers and executives is focused on obtaining results.

4. Mr. Jasper is also a director and President of Insight Management Corp., a publicly traded company.
5. He serves without compensation.
6. He owns 39,040,500 common shares.

1. Director
2. Stephen Vlahos
3. 408 West 57th Street, Suite 8 E, NY, NY 10019

Stephen Vlahos, age 60, was graduated from Pace College, NY, with a Bachelor's degree in Business Administration. He has been the President/ Portfolio Manager of Performance Plus Advisors, Inc., a consulting and money management firm specializing in bankruptcies and distressed debt. Prior to establishing Performance Plus Advisors, Inc., Mr. Vlahos was Managing Director of Investments for Bishop Rosen & Co., in New York, a position would then hold at Spencer Clark LLC. Altogether Mr. Vlahos has over 35 years of investment management and sales experience. He has published analytical works for Consecro, Inc., Federal Mogul, UAL Corporation, West Point Stevens, Inc., Dura Corp., Visteon, Delphi, Tower Automotive and Interstate Bakeries. He has held a variety of FINRA (formerly NASD) licenses: Series 7, Series 8, Series 24, Series 53 and Series 65.

4. Mr. Vlahos is an outside Director and is the President of Performance plus Advisors. He is also a Director of Insight Management, publicly traded company.
5. He serves without compensation.
6. He owns 26,030,500 common shares.

B. Legal/Disciplinary History

1. There have been no criminal actions against any of the above members.
2. There has been no order, judgment, or decree by a court against any of the above members.
3. There have been no findings or judgment from the SEC, CFTC, or state securities regulator against any of the above members.
4. There has been no order barring, suspending, or otherwise limiting any of the above persons' involvement in any type of business or securities activities.

C. Disclosure of Family Relationships

There are no family relationships among or between issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent of the any class of the issuer's equity securities

D. Disclosure of Certain Relationships

There has not, in the last two fiscal years nor in the current fiscal year, been any transaction with the Issuer, in which an amount involved exceeds the lesser of \$120,000 or one percent of the average of the Issuer's total assets at year-end for its last three fiscal years and any related person who had or will have direct or indirect material interest.

E. Disclosure of Conflict of Interest

There are no transactions or conflicts of interests between any related party, executive officer, or director with competing professional or personal interests.

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Item 12. Financial Information for fiscal period for the current period

Executive Support & Services Group, Corp.
43855 W. Elizabeth Ave
Maricopa, Arizona 85138
Telephone (917) 214-8918

To the Board of Directors
Hawaiian Hospitality Group, Inc.
58-057 Kamehameha Highway
Haleiwa, Hawaii 96712

We have compiled the accompanying consolidated balance sheet of Hawaiian Hospitality Group, Inc. as of December 31, 2011, and the related statements of income and changes in shareholders' equity and cash flows for the quarter and nine months then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

Executive Support and Services Group, Corp. is a business services firm consisting of attorneys, accountants and CPA's engaged in providing companies with accounting, tax, compliance and management consulting. The Company's accounting personnel are supervised by Andre M. da Parma, CPA, whose license is current in the State of New York.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

We are not independent as it pertains to this compilation.

/s/ Edward J. da Parma
Edward J. da Parma, President
March 23, 2012

Hawaiian Hospitality Group, Inc.
Consolidated Balance Sheet
For the Period ending December 31, 2011 and December 31, 2010
Unaudited

Balance sheet [unaudited]

	For the Period Ended December 31, 2011	For the Period Ended December 31, 2010
Assets		
Current assets		
Cash and cash equivalents	4,490	825
Accounts receivable	66,440	
Investment	2,472,428	5,000,000
Total current assets	2,543,358	5,000,825
Fixed assets		
Improvements	202,081	193,371
Furniture and equipment	4,011	1,247
Accumulated depreciation	(65,104)	
Total fixed assets	141,108	194,618
Total assets	2,684,466	5,195,443
Liabilities and shareholder equity		
Current liabilities		
Accounts payable (trade)	96,770	60,988
Officer pay		
BWRE, LLC		42,407
Acadia LLC		14,150
Loans from Officers		-
Accrued Rent	166,720	40,000
Convertible Note Kaleidoscope	525,201	5,000,000
Total current liabilities	788,691	5,157,555
Long term liabilities		
Notes Payable.	175,858	156,000
Total long term liabilities		156,000
Total liabilities	964,549	5,313,555
Shareholder equity		
Common stock 5,000,000,000 authorized @ \$.001, issued and		

outstanding 675,405,859	675,406	1,422,226
Preferred stock 5,000,000 authorized, of which 3 authorized and designated Series "A", 2 issued and outstanding	-	
Paid in capital	3,982,508	569,761
Retained earnings (deficit)	(2,937,997)	(2,110,099)
Total shareholder equity	1,179,917	
Total liabilities and shareholder equity	2,684,466	5,195,443

The accompanying notes are an integral part of the financial statements

Hawaiian Hospitality Group, Inc.
 Consolidated Statement Operations
 For the three months ended and
 The periods ending December 31, 2011 and December 31, 2010
 Unaudited

Statement of Operations [unaudited]

	For the period ended December 31, 2011	For the period ended December 31, 2010
Operating revenues		
Operating income	580,928	503,661
Refunds to clients	(9,970)	(11,472)
Total operating revenues	570,958	492,189
Cost of goods sold	(103,510)	(106,000)
Gross operating profit (loss)	468,669	386,189
Expenses		
Advertising and promotion	56,611	55,714
Automobile expense	812	271
Bank service charges	2,171	2081
Catering Services	6,212	
Commissions	32,730	31,097
Compensation	72,016	72,016
Computer and internet expense	3,914	2,794
Dues and subscriptions		
Lease	240,000	240,000
License and permits	3,890	3,890
Equipment rental	1,467	1,467
Office expense	70,016	68,652
Printing		3,526
Charitable contributions	360	
Professional fees	103,686	94,668
Repairs and maintenance	73,112	57,032
Telephone	2,172	1,672
Travel	567	539
Utilities	6,040	5,160
Total expense	626,361	653,483

Net ordinary income (loss)	(263,180)	(263,768)
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The accompanying notes are an integral part of the financial statements

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Hawaiian Hospitality Group, Inc.
 Consolidated Statement of Cash Flows
 For the period ending December 31, 2011
 Unaudited

Statement of Cash Flows [Unaudited]

Cash flows from operating activities

Cash received from customers	\$580,928	
Cash paid for merchandise	(103,510)	
Cash paid for wages and other operating expenses	(626,321)	
increase in payables	35,780	
Cash paid to reduce notes		
Refunds	(9,970)	
		<hr/>
Net cash provided (used) by operating activities		(\$123,0293)

Cash flows from investing activities

Cash received from sale of capital assets (plant and equipment, etc.)		
Cash received from disposition of business segments		
Cash received from collection of notes receivable		
Cash paid for purchase of capital assets		
Cash paid to acquire businesses		
Other		
		<hr/>
Net cash provided (used) by investing activities		

Cash flows from financing activities

Cash received from issuing stock	675,406	
Cash paid reduce Convertible Note	(4,531,156)	
Paid in capital	3,982,508	
Net cash provided (used) in financing activities		<hr/> 126,758
Increase (decrease) in cash during the period		\$3,665
Cash balance at the beginning of the period		<hr/> 825
Cash balance at the end of the period		<hr/> <hr/> \$4,490

The accompanying notes are an integral part of the financial statements

Hawaiian Hospitality Group, Inc.
 Consolidated Statement of Changes in Shareholder Equity
 For the period ending December 31, 2009 through December 31, 2011
 Unaudited

Statement of Changes in Shareholder Equity [Unaudited]

	Common Stock	Additional paid-in- capital	Earnings (Consolidated deficit)	Total
As of 12/31/09	656,706	569,761	(1,357,662)	(131,195)
Issuance of Common Stock	765,520		(742,347)	23,173
As of 12/31/10	\$1,422,226	569,761	(2,110,099)	(118,112)
Issuance of common stock	737,682			737,682
Additional PIC		(470,853)		(470,853)
Net Income (Loss)			(76,857)	(76,857)
As of 3/31/11	\$ 2,159,908	\$ 98,918	\$ (2,186,956)	\$ 71,870
Issuance of common stock	(2,159,908)			(2,159,908)
Additional PIC		2,099,570		2,099,570
Net Income (Loss)			(156,880)	(156,880)
As of 6/30/11	\$ 2,727	\$ 2,181,381	\$ (2,326,788)	\$ (142,680)

Issuance of Common stock	27,820			27,820
Additional PIC		159,969		159,969
Net Income (Loss)			(136,930)	(136,930)
As of 9/30/11	\$ 280,929	\$2,341,350	\$(2,463,718)	\$ 158,561
Issuance of Common Stock	394,477			675,406
Additional PIC		1,641,158		1,641,158
Net Income (Loss)			(474,279)	(474,279)
As of Dec. 31, 2011	\$ 675,406	\$3,982,508	(2,937,997)	\$ 1,719,917

The accompanying notes are an integral part of the financial statements

Hawaiian Hospitality Group, Inc.
Notes to the Consolidated Financial Statements
For the period ending December 31, 2011
Unaudited

Notes

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICES

Business Description

Hawaiian Hospitality Group, Inc. (HHGI) is a publically traded eco-engineering and business services company founded in August 2007. It employs innovative approaches to land use that generate profitable enterprises while ensuring the protection of the environment. The company specializes in identifying, designing, and operating public and private sites suitable for environmental and commercial revitalization. Utilizing Public/Private Partnerships (PPPs), the company is able to effectively offer solutions that are appealing in both economic and ecological terms. The Company is the parent company of Loulu Palm Estate, Inc. and 21st Parallel, Inc..

In June 2009, Loulu Palm Estate, Inc. merged with Castle Technologies in a reverse split merger. Castle Technologies changed its name to Hawaiian Hospitality Group, Inc, See also note 6.

Cash

The Company maintains cash balances at one financial institution in Hawaii. The account is insured by Federal Deposit Insurance Corporation up to \$250,000. The Company's accounts at this institution may, at times, exceed the federally insured limits. The company has not experienced any losses in such accounts.

Property and Equipment and Depreciation Policy

Property and equipment are recorded at cost, less accumulated depreciation. Cost of repairs and maintenance are expensed as they are incurred. Major repairs that extend the useful life of equipment are capitalized and depreciated over the remaining estimated useful life. When property and equipment are sold or otherwise disposed, the related cost and accumulated depreciation are removed from the respective accounts and the gains or losses realized on the disposition are reflected in operations. The Company uses the straight - line method in computing depreciation for financial reporting purposes.

Income taxes

The Company uses the assets and liability method of accounting for income taxes pursuant to SFAS No. 109 "Accounting for Income Taxes". Under the assets and liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary 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.

In June 2006, the FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes." Specifically, the pronouncement prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The interpretation also provides guidance on the related de-recognition, classification, interest and penalties, accounting for interim periods, disclosure and transition of uncertain tax positions. The company adopted this interpretation effective January 1, 2007. The adoption of FIN 48 did not have a material impact on the Company's financial position, results of operations or cash flows.

Revenue Recognition

The company recognizes revenues from producing event planning and catering around the island of Oahu Hawaii. In 2011 the Company had a net operating loss of \$ (263,180).

Use of estimates

The Company's Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of the Company's Consolidated Financial Statements requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities and the related disclosure of contingent assets and liabilities at the date of the Consolidated Financial Statements, and the reported amounts of revenues and expenses during the reporting period. The Company bases its estimates on historical experience and on various other assumptions that are believed to be reasonable under the circumstances. Accordingly, actual results may differ significantly from these estimates under different assumptions or conditions.

Basic and Diluted Per Common Share

Under Statement of Financial Accounting Standards ("SFAS") No. 128 "Earning per Share" basic earnings per common share is computed by dividing income available to common stockholders by the weight average number of common shares assumed to be outstanding during the period of computation. Diluted earnings per share is computed similar to basic earnings per share except that the denominator is increased to include

the number of additional common shares that would have been outstanding if the potential common shares had been issued if the additional shares were dilutive.

Research and Development

The company expense research and development cost as incurred.

Significant Recent Accounting Pronouncements

Business combinations

In December 2007, the FASB issued FASB Statement No. 141®, “Business Combinations,” which amends SFAS No. 141, and provides revised guidance for recognizing and measuring identifiable assets and goodwill acquired, liabilities assumed, and any non-controlling interest in the acquiree. It also provides disclosure requirements to enable users of the financial statements to evaluate the nature and financial effects of the business combination. SFAS No. 141 ® is effective for the Company’s fiscal year beginning January 1, 2009 and is to be applied prospectively. The Company is currently evaluating the potential impact of adopting this statement on the Company’s financial position, results of operations or cash flows.

Accounting for Convertible Debt Instruments

In September 2007, the FASB published proposed FSP No. APB 14-a, “Accounting for Convertible Debt Instruments That May Be Settled in Cash upon Conversion”. The proposed FSP applies to convertible debt instruments that, by their stated terms, may be settled in cash (or other assets) upon conversion, including partial cash settlement, unless the embedded conversion option is required to separately accounted for as a derivative under SFAS 133.

Convertible debt instruments within the scope of the proposed FSP are not addressed by the existing APB 14. The proposed FSP would require that the liability and equity components of convertible debt instruments within the scope of the proposed FSP shall be separately accounted for in a manner that reflects the entity’s nonconvertible debt borrowing rate. This will require an allocation of convertible debt proceeds between the liability component and the embedded conversion option (i.e., the equity component). The difference between the principal amount of the debt and the amount of the proceeds allocated to the liability component would be reported as a debt discount and subsequently amortized to earning over the instrument’s expected life using the effective interest method. The Company is currently evaluating the potential impact of adopting this statement on the Company’s financial position, results of operation or cash flows.

Accounting for Income Tax Benefits of Dividends on Share – Based payment Awards

In June 2007, the EITF reached consensus on Issue No. 06-11, “Accounting for Income Tax Benefits of Dividend on Share-Based Payment Award.” EITF Issue No. 06-11 requires that the tax benefit related to dividend and dividend equivalents paid on equity-classified non-vested shares and non-vested share units, which are expected to vest, be recorded as an increase to additional paid-in capital. EITF issue No.06-11 is to be applied prospectively for tax benefits on dividends declared in the Company’s fiscal year beginning January 1, 2008. The Company is currently evaluating the impact that the adoption of this statement will have on the Company’s financial position, results of operations or cash flows.

Fair Value Accounting

In February 2007, the FASB Statement No. 159, “The Fair Value Option for Financial Assets and Financial Liabilities” (“FAS 159”). FAS 159 permits entities to choose to measure many financial instruments and certain other items at fair value, with the objective of improving financial reporting by mitigating volatility in reported earnings caused by measuring related assets and liabilities differently without having to apply complex hedge accounting provisions. The provisions of FAS 159 are effective for the Company’s fiscal year beginning January 1, 2008. The Company does not expect the adoption of FAS 159 to have a material impact on the Company’s financial results.

In September 2006, the FASB issued FASB Statement No. 157, “Fair Value Measurements”

(“FAS 157”). FAS 157 defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles, and expands disclosures about fair value measurements. The provisions of FAS 157 are effective for the Company’s fiscal year beginning January 1, 2008. The Company does not expect the adoption of FAS 157 to have a material impact on the Company’s financial results.

NOTE 2 – GOING CONCERN

The financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business. However, the Company has a net deficit in retained earnings of \$(2,373,279). The company is able to pay its obligations to vendors from funds provided by operations and loans. The Company intends on financing its future development activities from the same sources, until such time that funds provided by operations are sufficient to fund working capital requirements.

NOTE 3 – EXPENSES

For the quarter and the period ended December 31, 2011, the company had general expenses in the amount of \$65,186 for the quarter ending December 31, 2011 and \$626,361 for the year.

NOTE 4 – OPERATING LEASE

The company signed a commercial lease agreement with BWRE Hawaii, LLC on February 2008. The lease was originally signed for one year and then followed by month to month for a monthly payment of \$20,000. On June 1, 2010, the Company entered into a commercial lease for a term of five (5) years at escalating rent of 2.5% for years 2 through 4, and 3% for year 5. Based on a promissory note between the company and BWRE, unpaid lease obligation will be accumulated until converted to common stock or will carry interest of 5% if paid. As of December 31, 2011, the Company owed BWRE, \$166,720 in accrued rent and \$175,858 by convertible note (See note 5).

NOTE 5 – CURRENT LIABILITIES

The company accrued short term obligations to several vendors. For the period ended December 31, 2011 short term loans totaled \$525,201 which is owed to Kaleidoscope for the purchase of Submersible Technical Services, Inc.

On September 15, 2010, the company purchased Submersible Technical Services, LLC, the owner/operator of two (2) recreational submarines for the purposes of providing underwater tours and diving expeditions in Hawaii. The consideration for the purchase of the company and all of its operations and assets is a one year Convertible Note at 5% interest in the amount of \$5,000,000. Either party to the transaction may opt to convert the principal amount plus accrued interest at any time prior or after the maturity date of the Note into common stock at 30% of the average bid price for a three (3) day period at the time of conversion and in such a manner that at no time shall the giver of the note convert in excess of 4.5% of the issued and outstanding shares of the Company. As of December 31, 2011, the Company has converted \$4,474,799 of common stock in settlement of this Note

NOTE 6 – LONG TERM LIABILITIES

The Company has resolved all of its long term liabilities except for a series of convertible promissory notes totaling \$175,858 to its landlord.

NOTE 7 – EQUITY

The merger between Loulu Palm Estate and Castle Technologies occurred during the period of June through August 2009. Right before the merger, Castle Technologies changed its name to Hawaiian Hospitality Group, Inc. (HHGI).

After the name change on 08/07/09, HHGI retired 162,566,668 of the original stock. Thereafter, there was a reverse split of 200-1 with the remaining stock. After the split HHGI had 82,845,000 shares of stock outstanding. In the merger with Loulu Palm Estate, LLC. HHGI issued the owners of Loulu Palm Estate, 60,000,000 shares in exchange for 100 % ownership of Loulu Palm Estate.

As part of the merger HHGI converted \$354,050 long term note from creditors of former Castle Technologies, to 20,750,000 common shares. The exchange of the debt with the converted shares are in complete satisfaction of all monies owed to the note holders of Castle Technologies including principle and interest.

In January 2010 HHGI did a forward split of 1 share to 10 shares. After the split there are 828,450,000 shares of stock outstanding.

On March 30, the Company issued to its legal consultant and prior officer number of shares valued at \$200 and \$500 respectively. On April 22 the board of directors appointed new board of directors and new officer. The new board of directors comprised of Mrs. Renee Leong, Mr. Kevin Jasper and Mr. Stephen Vlahos. Mrs. Renee Leong is the new president and treasurer of HHGI and Mr. Kevin Jasper is the corporate secretary. Mr. Scott Francis remain the general manager of Loulu Palme Estate, LLC HHGI also owe 100% of 21st Parallel, LTD., a company that was formed in 08/26/2009 in the state of Hawaii to conduct catering business. 21 Parallel, authorized 1,000, 0000 shares but as of this date no shares were issued.

On August 10, 2010, a majority of the shareholders voted to amend the Articles of Incorporation to increase the authorized common shares of the company from 1,000,000 to 5,000,000.

During the fourth quarter of 2010 the company raised \$75,000 by issuing 237,000,000 shares of common stock through a private placement pursuant to exemption from registration under Regulation D, 504 of the Securities and Exchange Act. The company has filed a Form D which can be viewed on the Securities and Exchange Commission's web site at www.sec.gov. Pursuant to a 504 Offering, the company may raise as much as \$1,000,000 over a twelve-month period. The Offering will close on September 30, 2011.

On June 20, 2011, the Company effected a reverse split of its common stock in a ratio of 1 share for each 1000 shares held. The board completed this reverse as a negative dividend, thereby leaving the authorized common capitalization at 5 Billion shares. Over the course of 2011 the Company issued a total 675,391,637 common shares since the

reverse became effective, 571,270,137 common shares to reduce debt, and 104,121,500 as an award in lieu of compensation to the officers and directors of the Company.

Item 13. Financial information preceding two fiscal years:

Incorporated by reference, see prior postings to www.otcmarkets.com

Item 14. Beneficial Owners

The following individuals/entities have more than 5% ownership in HHGI

NAME ADDRESS OF Beneficial Owner	NUMBER OF SHARES	PERCENT
RUSSELL HARABURDA C/O IMAGITREND INC. 1900 MAIN ST #312 SARASOTA FL 34236	75,000,000	11.10%
Cayman Institutional Bank Attn: Paul Muspratt PO Box 314 DMS House 20 Genesis Close Grand Cayman KY1-1104 Cayman Islands	132,500,001	19.62%
ALPCO 440 E 400 S Salt Lake City, UT 84111	36,799,254	5.45%
Mac & Co PO Box 3196 Pittsburgh, PA 15230-3196	166,087,693	24.59%
NATIONAL FINANCIAL COMMUNICATIONS CORP 100 CENTER STREET DOVER, MA 02030	40,033,333	5.93%
M. DAVID SAYID 408 WEST 57 TH STREET, 8E NEW YORK, NEW YORK 10019	75,497,689	11.18%
SUB-TOTALS	485,884,637	71.94%

OFFICERS AND DIRECTORS		
LINDA KRESS PRES/CEO 59-034 O'OPUOLA STREET HALEIWA, HI 96712	39,050,500	5.78%
KEVIN JASPER, SEC/TREAS/DIRECTOR 341 WEST 41 ST STREET, 4F NEW YORK, NEW YORK 10036	39,040,500	5.78%
STEPHEN VLAHOS, DIRECTOR C/O PERFORMANCE PLUS 705 BRUCE AVENUE CLEARWATER BEACH, FL 33767	26,030,500	3.85%
TOTAL OFFICERS AND DIRECTORS	104,121,000	15.42%
TOTAL BENEFICALLY OWNERS	590,005,637	87.36%

Item 15. Advisors

A. Legal Counsel:

Sayid and Associates, LLP
408 West 57th Street, 8E
New York, NY 10019

B. Accounting/Audit FIRM

Executive Support and Services Group, Corp.
43855 W. Elizabeth Ave
Maricopa, AZ 85138

Item 16 Management's Discussion and Analysis or Plan of Operation

Cautionary Statement as to the Use of Forward Looking Statements

Except for statements of historical fact, some information in this document contains "forward-looking statements" that involve substantial risks and uncertainties. You can identify these forward-looking statements by words such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "should," "will," "would" or similar words. The statements that contain these or similar words should be read carefully because

these statements discuss our future expectations, contain projections of our future results of operations or of our financial position, or state other forward-looking information. We believe that it is important to communicate our future expectations to our investors. However, there may be events in the future that we are not able accurately to predict or control.

Further, we urge you to be cautious of the forward-looking statements which are contained in this annual report because they involve risks, uncertainties and other factors affecting our operations, market growth, service, products and licenses. The factors listed in this section as well as other cautionary language in this document and events in the future may cause our actual results and achievements, whether expressed or implied, to differ materially from the expectations we describe in our forward-looking statements. The occurrence of any of the events described as risk factors or other future events could have a material adverse effect on our business, results of operations and financial position.

Since our common stock is considered a “penny stock” we are ineligible to rely on the safe harbor for forward-looking statements provided in Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”).

A Plan

The Company’s focus is on commercializing under-utilized waterfront properties throughout the Hawaiian Islands. We negotiate with Federal, State, and local governments to ease land use restrictions and regulations on undeveloped coastal properties in order to design and operate passive recreational and/or visitor serving income projects. We also partner with land owners and developers on similar projects on privately owned land. However, we limit real estate risk by avoiding mortgage debt.

Our development team specializes in identifying available public land holdings and then entering into public / private partnerships for the expert operation of eco-tourism facilities and other sustainable recreational concessions.

By searching the tax rolls for suitable private land holdings, we can offer novel solutions for coastal properties burdened by overly restrictive land use regulations. We successfully negotiate workable development agreements and conservation easements that include both native habitat and ecosystem restoration components along with unique recreational opportunities. In this way, governments further their land management mandates while at the same time provide landowners substantial tax benefits and income opportunities. The result is the creation of an income source or a construction opportunity and value for HHGI.

Hawaiian Hospitality Group, Inc.’s core objective –to deliver innovative land use solutions that will generate sizable income from concessions with the smallest ecological footprint– implies a significant opportunity. Added value should be created

through strategic and targeted acquisitions and balance sheet optimization. By sharing best practices, learning curve effects and economies of scale, tremendous synergies are likely to emerge during the next several months when further projects will be undertaken and the business model is comprehensively extended.

The management's engineering and business expertise complement the core objective. The benefits of the company's established and broad network of contacts should mitigate execution risk and competitive pressures.

Hawaiian Hospitality Group, Inc., through its wholly-owned subsidiaries, Loulu Palm, provides event services at its facility located on the North Shore of Oahu, Hawaii. These services include event planning and catering services in support of the event. By in large, weddings make up the vast majority of the events scheduled.

Special Event Activities: Loulu Palms and 21st Parallel

The Company has seen a steady rise in revenues from the activities of these two (2) subsidiaries and a marked increase in the number of events sold throughout the 2011. The Company's operational plan includes continuation of the improvement of its property to include new equipment and design to reduce cost and increase services in the catering and event hosting activities of the subsidiaries.

Further, as part of its plan to increase its hospitality revenues, the Company has purchased Submersible Technical Services, LLC, the owners/operators of two (2) personal recreational submarines with the intent of providing underwater tours and diving expeditions off the Hawaiian coast. The submarines have been completed and delivered to the Company. They are undergoing their "sea trials" to determine their sea worthiness. Management has identified certain conditions that require refitting before the boats can be placed in operation. Once complete, it will seek licensing from the U.S. Coast Guard and appropriate state agencies. Management believes that this, along with its future plans to provide air tours of the islands will greatly enhance its ability to increase its hospitality revenues.

Submersible Technical Services, Inc.

Submersible Technical Services operates as a wholly owned subsidiary of Hawaiian Hospitality Group providing submarine tours of Hawaii's breathtaking marine ecosystems. Submersible Technical Services is a development-stage company engaged in the design, manufacture and operation of personal, one to four person submersible vehicles for diving, fishing and sightseeing excursions. Headquartered in Las Vegas, Nevada, the company will operate out of principal offices on the island of Oahu near the oceanfront Ko Olina Resort, a world-renowned luxury getaway.

The Company is currently undergoing safety and operational testing to comply with Coast Guard and state safety regulations.

Impact of Current Economic Conditions

The future bookings of the Company seem to indicate that despite a still sluggish recovery in the economy, the special event business is also experience a recovery, and the Company has again seen an increase in special event bookings for the year.

While optimistic that the economy will continue to grow and the revaluation of Japanese Yen, the Company expects to see an increase in tourism and consumer spending, albeit management is aware that the current increase in crude prices and the attendant increases in gas and jet fuel may severely curtail its outlook regarding its growth projections. In addition to these conditions having an adverse impact on travel, they also negatively impact the Company's ability to hold its current event pricing as they put pressure on the price of costs of goods sold.

B. Results of Operations

The Period Ending December 31, 2011

For the twelve months ended December 31, 2011, we recorded a net operating loss attributable to common stockholders of \$ (263,180), increasing the accumulated deficit for the year to \$(2,373,279) . Loulu Palms LLC is the sole operating company and attributed all of the revenues for the year of \$468,699 net of cost of goods sold and refunds.

Liquidity Issues

The Company had an increase in trade payables for the three month period ending December 31, 2011 of \$35,772). The Company has reinvested cash flows generated from operations into enhancement of productivity and improvements to its properties. This condition has placed the Company in a highly leveraged position and requires the company to raise additional capital either through the sale of its stock or through acquisition of a financially stronger operating company.

The Company's liquidity and ability to achieve profitability is dependent on its ability to raise capital to improve its leverage position and to generate adequate production volume to sustain its operations and service debt.

Net Cash Provided by Operating Activities

Cash flows provided (used) by operating activities were \$ (\$123,0293) for the year ending December 31, 2011.

Net Cash Provided by Financing Activities

Net cash provided by financing activities resulted in \$126,758 for the year.

Critical Accounting Policies and Estimates

Management's discussion and analysis of our financial condition and results of operations are based upon our consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. Our significant accounting policies are summarized in the Notes to our financial statements contained herein. Financial statement preparation also involves the use of estimates. We believe the following to be the most critical of our significant accounting policies and our estimates in the preparation of our financial statements.

C. Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements.

Part E Issuance History

Item 17 Securities offerings and shares issued for services

1. The Company issued 394,476,859 common shares in the fourth quarter, which were issued to reduce debt the principal and interest of the Convertible Promissory Note to Kaleidoscope, bringing the unpaid principal and interest to \$525,621.
2. In June the Company made effective a 1 for 1000 common share negative dividend reducing only the issued and outstanding shares of the Company as of June 20, 2011. Since the effective date it has issued a total of 675,391,637 common shares. In the third quarter of 2011, the Company issued 280,914,778 common shares including an award of restricted stock to the officers and directors totaling 104,121,500 and the balance was to debt reduction.

Part F Exhibits

Item 18 Material Contracts

1. None

2. Outside of what is disclosed hereof, there are no contracts of which the Issuer is substantially dependent.
3. There are no contracts for purchase or sale of any property, plant, or equipment exceeding 15% of the Issuer's assets.
4. There exists a material lease for the property located at 58-057 Kamehameha Hwy, Haleiwa, HI for \$20,000 per month payable to BWRE Hawaii, LLC, a Hawaiian limited liability company, which purchased the property in July 2008. The lease is for a five (5) year period, with incremental increases of 3% per year and became effective January 1, 2010.

B. Compensation Plans

All compensation plans provide to employees, officers and directors the same method of allocation of benefits between management and non-management participants

Item 19 Certificate of Incorporation and By-laws

Incorporated by reference see prior postings www.otcmarkets.com.

Item 20 Purchase of Equity Securities by the Issuer and Affiliated Purchasers

There has been no purchase of Issuer's Equity Securities made by or on behalf of the Issuer or by any Affiliated Purchaser, nor has there been any publicly announced plans or programs where the Issuer will repurchase such Equity Securities.

Item 21 Certifications

I, Linda Kress, certify that:

1. I have reviewed this Annual Report for the fiscal year ending December 31, 2010 of Hawaiian Hospitality Group, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statements made, in light of the circumstances under which such statements were made not misleading with respect to the period(s) 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.

The undersigned hereby certifies that the information herein is true and correct to the best of my knowledge and belief.

Dated this 27th day of March, 2012

Hawaiian Hospitality Group, Inc.

By: /s/ Linda Kress

Linda Kress, CEO

Telephone (808) 744-7211