

PINK OTC MARKETS DISCLOSURE STATEMENT



**Formerly Rockbands, Inc. until February 2010, and prior formerly
DTI, Inc. until May, 2008**

A Delaware Corporation

**QUARTERLY
REPORT PERIOD
ENDED 03/31/2012**

1) **The exact name of the issuer and its predecessor (if any).**

Current Name: **American Community Development Group, Inc. as of February 5, 2010**

Former Name: **Rockbands, Inc. as of April 02, 2008**

Former Name: **DTI, Incorporated as of April 27, 1987**

Former Name: **Incorporated as Fortsbridge, LTD. February 25, 1985**

2) **The address of its principal executive offices.**

Company Headquarters

218 East Bearss Avenue #339

Tampa, FL 33613

Phone: 727-277-8196

Fax: 727-499-7474

Email: jfolger@acdginc.com

Website: www.acdginc.com

IR Contact

218 East Bearss Avenue #339

Tampa, FL 33613

Phone: 727-277-8196

Fax: 727-499-7474

Email: jfolger@acdginc.com

Website: www.acdginc.com

3) **Security Information**

Trading Symbol: ACYD

Exact title and class of securities outstanding: Common stock

CUSIP: 025221102

Par or stated value of common shares: .0001

Total common shares authorized: 500,000,000 as of: December 31, 2012

Total common shares outstanding: 336,532,537 as of: December 31, 2012

Additional class of securities:

Exact title and class of securities outstanding: Preferred stock

CUSIP: Not applicable

Par or stated value of preferred shares: .0001

Total common shares authorized: 75,000,000 as of: December 31, 2012

Total common shares outstanding: 0 (None) as of: December 31, 2012

Transfer Agent

ClearTrust LLC

16540 Pointe Village Dr.

Suite 206

Lutz, FL 33558

Phone: 813-235-4490

The transfer agent is registered under the Securities Exchange Act of 1934

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months:

None

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

On November 6, 2012, the Issuer entered into a 50/50 Joint Venture with Global Deal Funding, LLC to enhance the Issuer's ability to finance, acquire, operate, and manage real estate properties designed to house the transitional clients of nonprofits and otherwise execute the transitional housing portion of its business model through out North America. The Joint Venture has had no operations activity to date that has generated benefit to the Issuer.

4) Issuance History: Changes in total shares outstanding by the Issuer in the past two fiscal years.

Issuer ended 2010 with 25,647,235 common shares outstanding

Issuer ended 2011 with 72,025,034 common shares outstanding

Issuer ended 2012 with 336,532,537 common shares outstanding

This is an increase of 310,885,302 million shares over the past two years.

2011

During the first quarter of 2011, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$145,305 of the note and unpaid interest were converted in exchange for 9,420,000 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the first quarter of 2011, the Issuer sold to NVS Marketing Group, Inc. 500,000 shares of Common Stock for \$10,000 at an offering and sales price of \$0.02 per shares and Southbridge Advisory Group, Inc. 367,500 shares of Common Stock for \$4,000 at an offering and sales price of \$0.0109 per shares for a total sale of 867,500 shares of Common Stock and proceeds of \$14,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Florida Statutes Chapter 517 Securities Transactions, Section 061-(11); and Oklahoma Securities Act of 2004, Article II, Section 1-102(14). Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the first quarter of 2011, 1,200,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,200,000 shares were issued to Sunshine Design.

During the second quarter of 2011, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$4,500 of the note and unpaid interest were converted in exchange for 6,062,170 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the second quarter of 2011, the Issuer sold to Don Jackler 1,500,000 shares of Common Stock for \$15,000 at an offering and sales price of \$0.01 per shares for a total sale of 1,500,000 shares of Common Stock and proceeds of \$15,000. The Issuer relied upon New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the second quarter of 2011, 1,000,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,000,000 shares were issued to Akat Global, LLC.

During the third quarter of 2011, the original \$25,000 note that was convertible to the Company's common stock was partially converted. \$25,755 of the note and unpaid interest were converted in exchange for 5,050,000 unrestricted shares of the Company's common stock. This loan originated on March 30, 2011.

During the third quarter of 2011, the Issuer sold to Richard Gastanian 4,000,000 shares of Common Stock for \$40,000 at an offering and sales price of \$0.01 per shares, Jordon P Balancic 1,000,000 shares of Common Stock for \$5,000 at an offering and sales price of \$0.005 per shares, Don Jackler 1,800,000 shares of Common Stock for \$ 15,000 at an offering and sales price of \$ 0.008 per shares for a total sale of 6,800,000 shares of Common Stock and proceeds of \$60,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemptions for isolated and limited sales in the States of Connecticut Title 36b, Securities Law and Business Opportunity Investment Act, Pennsylvania Securities Act of 1972, Section 203-d and New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used;' (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the third quarter of 2011, 1,170,129 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,000,000 shares were issued to Positive Revolution, Inc and 170,129 were issued to Southern Investments ASSC, Inc.

During the fourth quarter of 2011, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$32,886 of the note and accrued interest was converted in exchange for 7,308,000 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the fourth quarter of 2011, the Issuer sold to Richard Gastanian 4,000,000 shares of Common Stock for \$40,000 at an offering and sales price of \$0.01 per shares for a total sale of 4,000,000 shares of Common Stock and proceeds of \$40,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemption for isolated and limited sales in the States of Connecticut Title 36b, Securities Law and Business Opportunity Investment Act. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the fourth quarter of 2011, 2,000,000 restricted shares of the Company's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. 1,000,000 shares were issued to First Domain Name Company, Inc. and 1,000,000 were issued to Relaunch Consulting Group, LLC.

2012

During the first quarter of 2012, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$41,759 of the note and unpaid interest were converted in exchange for 28,606,371 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the first quarter of 2012, the original \$25,000 zero interest note that was convertible to the Company's common stock was partially converted. \$18,000 of the note was converted in exchange for 10,495,175 restricted shares of the Company's common stock, issued with a restrictive legend as non-trading. This loan originated on January 12, 2012.

During the first quarter of 2012, the Issuer sold to Vincent Koehler 2,750,000 shares of Common Stock for \$20,000 at an offering and sales price of \$ 0.00727 per shares for a total sale of 2,750,000 shares of Common Stock and proceeds of \$20,000. The Issuer relied upon Section 4(2) of the Securities Act and the relevant state exemption for isolated and limited sales in the State New York General Business Law, Article 23-A, Section 352-g. Reliance was based upon the following factors: (a) the issuance of the securities was an isolated private transaction by us which did not involve a public offering and no advertising or general solicitation was used; (b) there were only a limited number of offerees; who were previously know to us and our affiliates; (c) there were no subsequent or contemporaneous public offerings of the securities by the Issuer; (d) the securities were not broken down into smaller denominations; and (e) the negotiations for the sale of the stock took place directly between the offeree and the Issuer, and (f) the securities bear a restrictive legend and the transfer agent was notified of the restriction. The securities are non-trading.

During the second quarter of 2012, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$7,567 of the note and unpaid interest were converted in exchange for 13,142,423 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the second quarter of 2012, the original \$25,000 note that was convertible to the Company's common stock was converted in total. The \$21,688 remaining note and unpaid interest were converted in exchange for 12,859,694 unrestricted shares of the Company's common stock. This loan originated on March 30, 2011.

During the second quarter of 2012, the original \$25,000 zero interest note that was convertible to the Company's common stock was partially converted. \$9,500 of the note was converted in exchange for 13,571,429 restricted shares of the Company's common stock, issued with a restrictive legend as non-trading. This loan originated on January 12, 2012.

During the second quarter of 2012, the Issuer sold 24,400,000 shares of Common Stock for \$50,000 at an offering and sales price of \$0.00205 per shares for a total sale of 24,400,000 shares of Common Stock and proceeds of \$50,000. The Issuer relied upon Rule 504 exempt offering under the Securities Act of 1933 and filed Form D via EDGAR to the Securities and Exchange Commission.

During the second quarter of 2012, 1,010,101 restricted shares of the Issuer's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The 1,010,101 shares were issued to Brant Doell, Director.

During the third quarter of 2012, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$62,962 of the note and unpaid interest were converted in exchange for 39,719,017 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the third quarter of 2012, the original \$70,000 note that was convertible to the Company's common stock was partially converted. \$32,101 of the note and unpaid interest were converted in exchange for 29,862,058 unrestricted shares of the Company's common stock. This loan originated on November 10, 2009.

During the third quarter of 2012, a \$25,000 portion of the original \$70,000 note that was convertible to the Company's common stock was assigned on July 18, 2012 and was partially converted. \$16,000 of the note and unpaid interest was converted in exchange for 17,956,656 unrestricted shares of the Company's common stock. The original \$70,000 loan was originated on November 10, 2009.

During the third quarter of 2012, 934,579 restricted shares of the Issuer's common stock were issued for corporate services rendered. The certificates contain a restrictive legend stating the shares have not been registered under the Securities Act and setting forth the restrictions on transferability. The 934,579 shares were issued to Brant Doell, Director.

During the fourth quarter of 2012, the original \$300,000 note that was convertible to the Company's common stock was partially converted. \$10,000 of the note and unpaid interest were converted in exchange for 10,000,000 unrestricted shares of the Company's common stock. This loan originated on March 28, 2008.

During the fourth quarter of 2012, a \$25,000 portion of the original \$70,000 note that was convertible to the Company's common stock was assigned on July 18, 2012 and was partially converted. \$5,000 of the note and unpaid interest was converted in exchange for 12,500,000 unrestricted shares of the Company's common stock. The original \$70,000 loan was originated on November 10, 2009.

During the fourth quarter of 2012, a \$20,899 portion of the original \$70,000 note that was convertible to the Company's common stock was assigned on September 5, 2012 and was partially converted. \$7,800 of the note and unpaid interest was converted in exchange for 19,500,000 unrestricted shares of the Company's common stock. The original \$70,000 loan was originated on November 10, 2009.

During the fourth quarter of 2012, the Issuer sold 27,200,000 shares of Common Stock for \$15,000 at an offering and sales price of \$0.00055 per shares for a total sale of 27,200,000 shares of Common Stock and proceeds of \$15,000. The Issuer relied upon Rule 504 exempt offering under the Securities Act of 1933 for the previously filed Form D via EDGAR to the Securities and Exchange Commission.

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American Community Development Group, Inc.

FOR THE QUARTER ENDED MARCH 31, 2013

(UNAUDITED)

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
AS OF MARCH 31, 2013
(Unaudited)

	31-Mar-2013
ASSETS	
Current assets:	
Accounts receivable, net of allowance	\$5,000
Total current assets	\$5,000
Fixed assets, less accumulated depreciation	\$4,643
TOTAL ASSETS	\$9,643
LIABILITIES AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Accounts payable and accrued expenses	\$352,677
Notes payable	147,767
Total current liabilities	\$500,444
TOTAL LIABILITIES	\$500,444
Stockholders' equity:	
Preferred stock, \$0.0001 par value, 75,000,000 shares authorized, 6,000,000 shares issued and outstanding and \$0.0001 par value.	\$600
Common stock, \$0.0001 par value, 500,000,000 shares authorized, 336,532,537 shares issued and outstanding and \$0.0001 par value.	33,653
Additional paid in capital	1,975,482
Treasury stock	(13,100)
Accumulated deficit	(2,487,436)
Total stockholders' equity	(\$490,801)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$9,643

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF
OPERATIONS FOR THE THREE MONTHS ENDED MARCH 31,
2013 (Unaudited)

	31-Mar-2013
Revenues	\$ 3,000
Expenses	
Operating expenses	3,000
Depreciation and amortizations	464
Interest	5,215
General and administrative	44,089
Total Expenses	52,768
Other income / (expenses)	334
Net income (loss)	(46,434)
Net income (loss) per unit	\$ (0.0001)
Weighted average number of units outstanding	336,532,537

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE THREE MONTHS ENDED MARCH 31, 2013
(Unaudited)

	31-Mar-2013
Cash flows from operating activities:	
Net income, loss	\$ (49,434)
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization expense	464
Changes in operating assets and liabilities, net of effect of acquisitions	\$36,970
Net cash (used) provided by operating activities	(12,000)
Cash flows from financing activities:	
Proceeds from debt/equity financing	12,000
Net cash used by financing activities	12,000
Net increase (decrease) in cash and cash equivalents	0
Cash and cash equivalents at beginning of period.	\$0
Cash and cash equivalents at end of period.	\$0
Supplemental disclosure of cash flow information:	
Cash paid during the period for interest	150

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2013

(Unaudited)

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

American Community Development Group, Inc. (“American Community Development”, “the Company”, “we”, “us”, “our”) acquires and or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. These properties are used as affordable housing units to benefit the clients of not for profit groups.

Services to those who are less fortunate is accomplished by investing debt and equity funds into various ventures, businesses and real estate that will employ, feed, train or house people that have become disadvantaged because of life circumstances, including drug and alcohol rehab, veterans, elderly, ex-offenders and aging out of foster care.

The Company has developed a new strategy to become a holding company through acquisitions and is actively searching for other companies to acquire or joint venture with.

Originally incorporated as DTI, Incorporated, the Company was revived with the State of Delaware on March 31, 2008. On April 1, 2008, the name was changed to Rockbands, Inc. On November 24, 2009, a State of Delaware filing was made to change the name to American Community Development Group, Inc.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Cash

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at March 31, 2013 did not exceed FDIC limits.

Accounts Receivable, Net

The Company grants no grace period after the due date, after which the rents are past due. The receivables are recognized the first day rents are due. The accounts receivable are valued at management’s estimate of the amount that will ultimately be collected. The allowance for doubtful accounts is based on specific identification of uncollectible accounts and the Company’s historical experience.

Fixed Assets, Net

Fixed Assets are stated at cost less depreciation. Depreciation is computed over the estimated useful lives of the assets using the straight-line method. Depreciation is computed on the straight line method over the estimated useful lives of the assets, which range from 3 to 27.5 years.

Estimates

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE B – FIXED ASSETS, NET

The components of fixed assets and related costs are as follows:

Autos	9,286
Less: Accumulated depreciation	<u>(4,643)</u>
Fixed assets, net	<u>\$4,643</u>

The amount of depreciation expense expensed for the three months ending March 31, 2013 was \$464.

NOTE C – NOTES PAYABLE

When the Company was revived with the State of Delaware on March 31, 2008, there had been a note payable outstanding from 1987. The original holders of the note for \$24,750 had obtained a judgment for this note in June 1991. Therefore, the interest has been accrued at the default interest rate of 15%. This note was acquired by a consultant for the Company on March 31, 2008. The outstanding note payable and accrued interest was converted to 20,000,000 (20 million) shares of common stock on June 16, 2008. However, the shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

A loan of \$25,000 was originated with the Company on March 30, 2011, and has an interest rate of 12% per annum. The outstanding note payable and accrued interest was converted to 26,548,913 shares of common stock from August 2011 through July 10, 2012.

A Rockbands, LLC loan of \$300,000 was assumed by the Company as a result of the merger of the Company with Rockbands, LLC on May 29, 2008. This loan originated on March 28, 2008, and has an interest rate of 18% per annum. On June 10, 2010 an Assignment Agreement was entered into to change the note holder in exchange for 1,000,000 (1 million) shares of common stock and a reduction of the loan by \$30,000. The holder of the note may elect to convert the remaining note balance to common stock, and to date has converted \$431,831 worth of debt in exchange for 88,405,084 shares. The remaining balance of this note, including \$3,561 of accrued unpaid interest, as of March 31, 2013 is \$55,924.

A zero interest loan of \$70,000 was originated with the Company on November 10, 2009, and on August 16, 2012 was renegotiated to include an interest rate of 10% per annum. On July 18, 2012 an Assignment Agreement was entered into to change the note holder for \$25,000 of principal only in exchange for a reduction of the loan by \$25,000. On September 5, 2012 an Assignment Agreement was entered into to change the note holder for \$12,899 of principal and \$8,000 of accrued unpaid interest in exchange for a reduction of the loan by \$20,899. The total remaining outstanding note payable and accrued interest amount of \$32,101 was converted to 29,862,058 shares of common stock from July 23, 2012 through September 14, 2012, resulting in the balance of this note to be zero.

A line of credit was originated with the Company on October 1, 2010 having an interest rate of 12% per annum. The line of credit was activated during January 2011. The balance of this note, including \$10,292 of accrued unpaid interest, as of March 31, 2013 is \$88,249.

A portion of the zero interest loan of \$70,000 that originated with the Company on November 10, 2009 (as more detailed above) and on July 18, 2012 was subsequently assigned with an executed Assignment Agreement entered into to change the note holder for \$25,000 of principal only in exchange for a reduction of the loan by \$25,000. The balance of this note, including \$129 of accrued unpaid interest, as of March 31, 2013 is \$4,677. The holder of the note may elect to convert to common stock, and to date has converted \$21,000 worth of debt in exchange for 30,456,656 shares.

A portion of the zero interest loan of \$70,000 that originated with the Company on November 10, 2009 (as more detailed above) and on September 5, 2012 was subsequently assigned with an executed Assignment Agreement entered into to change the note holder for \$12,899 of principal and \$8,000 of accrued unpaid interest in exchange for a reduction of the loan by \$20,899. The balance of this note, including \$931 of accrued unpaid interest, as of March 31, 2013 is \$13,830. The holder of the note may elect to convert to common stock, and to date has converted \$7,800 worth of debt in exchange for 19,500,000 shares.

NOTE D – COMMITMENTS AND CONTINGENCIES

At this time management is aware of one law suit that could have a material effect on the Company's business, financial condition, or operations. A portion of Item 6 from the 2012 Annual Report states as follows pertaining to Schedule A (see the 2012 Annual Report for Exhibit A):

Mr. Folger was removed as President, Chief Executive Officer and Director on January 11, 2013. The termination of Mr. Folger as CEO, President and Director was overturned by an emergency temporary injunction signed by Judge Foster on April 12, 2013 and is included herein as Exhibit A.

At this time management is not aware of any contingent liabilities that could have a material effect on the Company's business, financial condition, or operations.

NOTE E - RISKS AND UNCERTAINTIES

The Company's future operating results may be affected by a number of factors. The Company intends to serve many disadvantaged populations of limited means, including persons in drug rehabilitation and ex-offenders. These people may try to live in Company Facilities and then leave before rent payment is due. If this happens, it is likely that the Company may not be able to locate them, and if they are located it is likely that the Company may not be able to get rent paid because they do not have the funds to pay.

The accompanying financial statements have been prepared on a going concern basis. The ability of the Company to continue as a going concern during the next twelve months depends on the ability of the Company to generate revenues from operations, to raise more capital or obtain new sources of financing sufficient to sustain operations. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE F – INCOME TAXES

The Company is a corporation for federal income tax purposes. As of March 31, 2013 there are no items that are expected to create a tax difference.

NOTE G – EARNINGS PER SHARE

Income (loss) before extraordinary items	\$ (0.0001)
Extraordinary items	<u>0</u>
Net income	<u>\$ (0.0001)</u>

Diluted earnings per share can not be calculated as there is a contract with a consultant that states that some compensation will be paid with common stock that is to be determined at a later date.

NOTE H – RELATED PARTY TRANSACTIONS

Mr. Folger is Chief Executive Officer, President and a Director of the Company who is the maker of Matson Society Beneficial Trust. As of March 31, 2013, the trust owns 6,039,035 restricted common shares. (See Note J.)

As of March 31, 2013, Mr. Folger resides in the only operations' related Company property as his personal residence, exclusive of the Company's operations' related use. The Company's financials reflect \$1,000 per month rental revenue due from him beginning November 2012. As of March 31, 2013, the Accounts Receivables balance includes \$5,000 of unpaid related party revenues. (See Note I.)

Mr. Doell is a Director of the Company who was issued \$2,000 in Company shares for accepting the Company's Director position and \$2,000.00 in Company shares shall be issued every three months served. Upon resignation or discharge from the Company, Mr. Doell shall receive \$1,000.00 in Company shares. As of March 31, 2013, the Company has issued 1,944,680 restricted common shares to Mr. Doell and 2,000,000 Series A preferred shares to Mr. Doell representing \$4,000 that was past due.

The consultant for stock matters of the Company purchased the Company's outstanding note and accrued interest. On June 16, 2008, the Board of Directors passed a resolution for the debt to be converted to 20,000,000 (20 million) common shares. The shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

NOTE I – ASSET ACQUISITION AGREEMENTS

Eight mobile home units were purchased by the Company on September 1, 2009 for the purchase price of \$80,000.

A transfer agreement of assets and liabilities directly related to the apparel operations of the Company was entered into on September 30, 2009 between the Company and Rock Band Fashion, LLC. The Company at the time was named Rockbands, Inc. At the time, Rockbands, Inc. entered into the contract as a publicly traded corporation trading on the Pink Sheets under the symbol RKBD.PK; and Rockbands, Inc. held 200,129,045 (prior to 200:1 reverse split) shares of common stock issued and outstanding.

As payment for the transfer of the assets and liabilities directly related to the apparel operations by Rockbands, Inc. (the Company) to Rock Band Fashion, LLC, the common shareholders between the two companies transferred their 180,000,000 restricted shares of Rockbands, Inc.'s (the Company's) common stock back to the Company. The Company placed the 180,000,000 restricted shares in the Company's treasury. The latest date signed by one of the common shareholders between the two companies to transfer their stock certificate back to the Company was October 1, 2009. The 180,000,000 restricted common shares were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

Control of the Company was transferred to American Community Development Corporation of Florida on December 31, 2009 for 9,000,000 shares to be transferred plus \$90,000, of which \$20,000 has been paid to date. The \$70,000 unpaid balance was renegotiated on August 16, 2012 (as detailed above under Note C - Notes Payable). As of December 31, 2010, 8,993,954 restricted common shares were issued to the shareholders of American Community Development Corporation of Florida.

Six residential homes were obtained by the Company on July 1, 2010 as rentals. Another residential home was obtained by the Company as a rental on October 24, 2010. A group of five residential cabins were purchased by the Company on October 15, 2010 for the purchase price of \$159,000.

Due to unknown liability issues, the eight mobile homes purchased on September 1, 2009 were relinquished back to the seller on September 1, 2010.

The group of five residential cabins that were purchased by the Company on October 12, 2010 was converted during March 2012 into month to month rentals by the Company in anticipation of replacing this acquisition with a larger cost effective multi-unit acquisition.

As of March 31, 2013, the Company has a total of one residential home as rental, but is not available to the Company's operations. (See Note H.).

NOTE J – STOCKHOLDERS' EQUITY

On April 2, 2008 there was an issuance of 20,079,045 common shares with an amended par value of \$0.0001 and 201,000,000 authorized shares as a result of the Company performing a round-lot reverse split of 1 to 1000 with a pay date of May 23, 2008. On May 29, 2008 there was an issuance of 180,050,000 restricted shares issued to several persons pursuant to the Merger between the Company and Rockbands, LLC. The Company's issued and outstanding common shares, as of December 31, 2008 was 200,129,045 for a total value of \$1,045,021.

On November 20, 2009 the State of Delaware received the Company's change to its Articles of Incorporation to perform a round-lot reverse split of 1 to 200, change the Authorized common stock to 115,000,000 shares with a par value of \$0.0001 and change the Authorized preferred stock to 20,000 shares with a par value of \$1.00.

On November 20, 2009 there was an issuance of 1,000,646 common shares as a result of the Company performing a round-lot reverse split of 1 to 200 with a pay date of February 5, 2010 and effecting the change in the Company's Articles of Incorporation. The Company's issued and outstanding common shares, as of December 31, 2009 was 1,000,646 for a total value of \$1,045,021.

During March and April 2010 there was a cashless stock issuance of 8,993,954 restricted common shares issued to several persons pursuant to the Merger between the Company and American Community Development Corporation. All common shares issued to this point were duly and validly issued.

During 2010: 11,975,451 common shares issued for \$172,696 in debt conversions, 2,426,000 common shares issued for \$121,700 in private sales pursuant to applicable States' securities law relating to a few and infrequent securities transactions and 1,251,184 common shares issued for undisclosed value of corporate services. The Company's issued and outstanding common shares, as of December 31, 2010 was 25,647,235 for a total value of \$1,339,417.

During 2011: 27,840,170 common shares issued for \$207,941 in debt conversions, 13,167,500 common shares issued for \$129,000 in private sales pursuant to applicable States' securities law relating to a few and infrequent securities transactions and 5,370,129 common shares issued for undisclosed value of corporate services. The Company's issued and outstanding common shares, as of December 31, 2011 was 72,025,034 for a total value of \$1,676,358.

On April 20, 2012 the State of Delaware received the Company's change to its Articles of Incorporation to increase the Authorized common stock to 500,000,000 shares with a par value of \$0.0001 and increase the Authorized preferred stock to 75,000,000 shares with a par value of \$0.0001 with the Company's Board of Directors expressly vested with the authority to fully define preferred series and their respective defined rights and preferences.

During 2012: 208,212,823 common shares issued for \$232,377 in debt conversions, 51,600,000 common shares issued for \$65,000 pursuant to a Rule 504 exempt offering under the Securities Act of 1933, filed Form D filed via EDGAR to the Securities and Exchange Commission, 2,750,000 common shares issued for \$20,000 private sale pursuant to applicable State's securities law relating to a few and infrequent securities transactions and 1,944,680 common shares issued for \$4,000 of corporate services. The Company's issued and outstanding common shares, as of March 31, 2013 was 336,532,537 for a total value of \$1,997,735.

During 2013 as of March 31, 2013: No common shares were issued.

PREFERRED STOCK: The Company's current Articles of Incorporation authorize the issuance of up to 75,000,000 shares of preferred stock, with a par value of \$0.0001 and other characteristics determined by the Company's board of directors.

On February 1, 2013 the State of Delaware received the Company's change to its Articles of Incorporation to define 10,000,000 Series A preferred stock of the 75,000,000 shares of Authorized preferred stock as the Company's Board of Directors were expressly vested with the authority to fully define preferred series and their respective defined rights and preferences.

During 2013 as of March 31, 2013: 6,000,000 Series A preferred shares were issued and outstanding as disclosed to the court pertaining to the law suit referenced in Note D – Commitments and Contingencies above for partial past due of \$12,000. The Company's issued and outstanding preferred shares, as of March 31, 2013 was 6,000,000 for a total value of \$12,000.

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American Community Development Group, Inc.

FOR THE QUARTER ENDED MARCH 31, 2013

(UNAUDITED)

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEET
AS OF MARCH 31, 2013
(Unaudited)

	31-Mar-2013
ASSETS	
Current assets:	
Accounts receivable, net of allowance	\$5,000
Total current assets	\$5,000
Fixed assets, less accumulated depreciation	\$4,643
TOTAL ASSETS	\$9,643
LIABILITIES AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Accounts payable and accrued expenses	\$352,677
Notes payable	147,767
Total current liabilities	\$500,444
TOTAL LIABILITIES	\$500,444
Stockholders' equity:	
Preferred stock, \$0.0001 par value, 75,000,000 shares authorized, 6,000,000 shares issued and outstanding and \$0.0001 par value.	\$600
Common stock, \$0.0001 par value, 500,000,000 shares authorized, 336,532,537 shares issued and outstanding and \$0.0001 par value.	33,653
Additional paid in capital	1,975,482
Treasury stock	(13,100)
Accumulated deficit	(2,487,436)
Total stockholders' equity	(\$490,801)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$9,643

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF
OPERATIONS FOR THE THREE MONTHS ENDED MARCH 31,
2013 (Unaudited)

	31-Mar-2013
Revenues	\$ 3,000
Expenses	
Operating expenses	3,000
Depreciation and amortizations	464
Interest	5,215
General and administrative	44,089
Total Expenses	52,768
Other income / (expenses)	334
Net income (loss)	(46,434)
Net income (loss) per unit	\$ (0.0001)
Weighted average number of units outstanding	336,532,537

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE THREE MONTHS ENDED MARCH 31, 2013
(Unaudited)

	31-Mar-2013
Cash flows from operating activities:	
Net income, loss	\$ (49,434)
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization expense	464
Changes in operating assets and liabilities, net of effect of acquisitions	\$36,970
Net cash (used) provided by operating activities	(12,000)
Cash flows from financing activities:	
Proceeds from debt/equity financing	12,000
Net cash used by financing activities	12,000
Net increase (decrease) in cash and cash equivalents	0
Cash and cash equivalents at beginning of period.	\$0
Cash and cash equivalents at end of period.	\$0
Supplemental disclosure of cash flow information:	
Cash paid during the period for interest	150

The accompanying notes are an integral part of the condensed consolidated financial statements.

AMERICAN COMMUNITY DEVELOPMENT GROUP, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2013

(Unaudited)

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

American Community Development Group, Inc. (“American Community Development”, “the Company”, “we”, “us”, “our”) acquires and or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. These properties are used as affordable housing units to benefit the clients of not for profit groups.

Services to those who are less fortunate is accomplished by investing debt and equity funds into various ventures, businesses and real estate that will employ, feed, train or house people that have become disadvantaged because of life circumstances, including drug and alcohol rehab, veterans, elderly, ex-offenders and aging out of foster care.

The Company has developed a new strategy to become a holding company through acquisitions and is actively searching for other companies to acquire or joint venture with.

Originally incorporated as DTI, Incorporated, the Company was revived with the State of Delaware on March 31, 2008. On April 1, 2008, the name was changed to Rockbands, Inc. On November 24, 2009, a State of Delaware filing was made to change the name to American Community Development Group, Inc.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Cash

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at March 31, 2013 did not exceed FDIC limits.

Accounts Receivable, Net

The Company grants no grace period after the due date, after which the rents are past due. The receivables are recognized the first day rents are due. The accounts receivable are valued at management’s estimate of the amount that will ultimately be collected. The allowance for doubtful accounts is based on specific identification of uncollectible accounts and the Company’s historical experience.

Fixed Assets, Net

Fixed Assets are stated at cost less depreciation. Depreciation is computed over the estimated useful lives of the assets using the straight-line method. Depreciation is computed on the straight line method over the estimated useful lives of the assets, which range from 3 to 27.5 years.

Estimates

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE B – FIXED ASSETS, NET

The components of fixed assets and related costs are as follows:

Autos	9,286
Less: Accumulated depreciation	<u>(4,643)</u>
Fixed assets, net	<u>\$4,643</u>

The amount of depreciation expense expensed for the three months ending March 31, 2013 was \$464.

NOTE C – NOTES PAYABLE

When the Company was revived with the State of Delaware on March 31, 2008, there had been a note payable outstanding from 1987. The original holders of the note for \$24,750 had obtained a judgment for this note in June 1991. Therefore, the interest has been accrued at the default interest rate of 15%. This note was acquired by a consultant for the Company on March 31, 2008. The outstanding note payable and accrued interest was converted to 20,000,000 (20 million) shares of common stock on June 16, 2008. However, the shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

A loan of \$25,000 was originated with the Company on March 30, 2011, and has an interest rate of 12% per annum. The outstanding note payable and accrued interest was converted to 26,548,913 shares of common stock from August 2011 through July 10, 2012.

A Rockbands, LLC loan of \$300,000 was assumed by the Company as a result of the merger of the Company with Rockbands, LLC on May 29, 2008. This loan originated on March 28, 2008, and has an interest rate of 18% per annum. On June 10, 2010 an Assignment Agreement was entered into to change the note holder in exchange for 1,000,000 (1 million) shares of common stock and a reduction of the loan by \$30,000. The holder of the note may elect to convert the remaining note balance to common stock, and to date has converted \$431,831 worth of debt in exchange for 88,405,084 shares. The remaining balance of this note, including \$3,561 of accrued unpaid interest, as of March 31, 2013 is \$55,924.

A zero interest loan of \$70,000 was originated with the Company on November 10, 2009, and on August 16, 2012 was renegotiated to include an interest rate of 10% per annum. On July 18, 2012 an Assignment Agreement was entered into to change the note holder for \$25,000 of principal only in exchange for a reduction of the loan by \$25,000. On September 5, 2012 an Assignment Agreement was entered into to change the note holder for \$12,899 of principal and \$8,000 of accrued unpaid interest in exchange for a reduction of the loan by \$20,899. The total remaining outstanding note payable and accrued interest amount of \$32,101 was converted to 29,862,058 shares of common stock from July 23, 2012 through September 14, 2012, resulting in the balance of this note to be zero.

A line of credit was originated with the Company on October 1, 2010 having an interest rate of 12% per annum. The line of credit was activated during January 2011. The balance of this note, including \$10,292 of accrued unpaid interest, as of March 31, 2013 is \$88,249.

A portion of the zero interest loan of \$70,000 that originated with the Company on November 10, 2009 (as more detailed above) and on July 18, 2012 was subsequently assigned with an executed Assignment Agreement entered into to change the note holder for \$25,000 of principal only in exchange for a reduction of the loan by \$25,000. The balance of this note, including \$129 of accrued unpaid interest, as of March 31, 2013 is \$4,677. The holder of the note may elect to convert to common stock, and to date has converted \$21,000 worth of debt in exchange for 30,456,656 shares.

A portion of the zero interest loan of \$70,000 that originated with the Company on November 10, 2009 (as more detailed above) and on September 5, 2012 was subsequently assigned with an executed Assignment Agreement entered into to change the note holder for \$12,899 of principal and \$8,000 of accrued unpaid interest in exchange for a reduction of the loan by \$20,899. The balance of this note, including \$931 of accrued unpaid interest, as of March 31, 2013 is \$13,830. The holder of the note may elect to convert to common stock, and to date has converted \$7,800 worth of debt in exchange for 19,500,000 shares.

NOTE D – COMMITMENTS AND CONTINGENCIES

At this time management is aware of one law suit that could have a material effect on the Company's business, financial condition, or operations. A portion of Item 6 from the 2012 Annual Report states as follows pertaining to Schedule A (see the 2012 Annual Report for Exhibit A):

Mr. Folger was removed as President, Chief Executive Officer and Director on January 11, 2013. The termination of Mr. Folger as CEO, President and Director was overturned by an emergency temporary injunction signed by Judge Foster on April 12, 2013 and is included herein as Exhibit A.

At this time management is not aware of any contingent liabilities that could have a material effect on the Company's business, financial condition, or operations.

NOTE E - RISKS AND UNCERTAINTIES

The Company's future operating results may be affected by a number of factors. The Company intends to serve many disadvantaged populations of limited means, including persons in drug rehabilitation and ex-offenders. These people may try to live in Company Facilities and then leave before rent payment is due. If this happens, it is likely that the Company may not be able to locate them, and if they are located it is likely that the Company may not be able to get rent paid because they do not have the funds to pay.

The accompanying financial statements have been prepared on a going concern basis. The ability of the Company to continue as a going concern during the next twelve months depends on the ability of the Company to generate revenues from operations, to raise more capital or obtain new sources of financing sufficient to sustain operations. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE F – INCOME TAXES

The Company is a corporation for federal income tax purposes. As of March 31, 2013 there are no items that are expected to create a tax difference.

NOTE G – EARNINGS PER SHARE

Income (loss) before extraordinary items	\$(0.0001)
Extraordinary items	<u>0</u>
Net income	<u><u>\$(0.0001)</u></u>

Diluted earnings per share can not be calculated as there is a contract with a consultant that states that some compensation will be paid with common stock that is to be determined at a later date.

NOTE H – RELATED PARTY TRANSACTIONS

Mr. Folger is Chief Executive Officer, President and a Director of the Company who is the maker of Matson Society Beneficial Trust. As of March 31, 2013, the trust owns 6,039,035 restricted common shares. (See Note J.)

As of March 31, 2013, Mr. Folger resides in the only operations' related Company property as his personal residence, exclusive of the Company's operations' related use. The Company's financials reflect \$1,000 per month rental revenue due from him beginning November 2012. As of March 31, 2013, the Accounts Receivables balance includes \$5,000 of unpaid related party revenues. (See Note I.)

Mr. Doell is a Director of the Company who was issued \$2,000 in Company shares for accepting the Company's Director position and \$2,000.00 in Company shares shall be issued every three months served. Upon resignation or discharge from the Company, Mr. Doell shall receive \$1,000.00 in Company shares. As of March 31, 2013, the Company has issued 1,944,680 restricted common shares to Mr. Doell and 2,000,000 Series A preferred shares to Mr. Doell representing \$4,000 that was past due.

The consultant for stock matters of the Company purchased the Company's outstanding note and accrued interest. On June 16, 2008, the Board of Directors passed a resolution for the debt to be converted to 20,000,000 (20 million) common shares. The shares were not issued until July of 2008 and were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

NOTE I – ASSET ACQUISITION AGREEMENTS

Eight mobile home units were purchased by the Company on September 1, 2009 for the purchase price of \$80,000.

A transfer agreement of assets and liabilities directly related to the apparel operations of the Company was entered into on September 30, 2009 between the Company and Rock Band Fashion, LLC. The Company at the time was named Rockbands, Inc. At the time, Rockbands, Inc. entered into the contract as a publicly traded corporation trading on the Pink Sheets under the symbol RKBD.PK; and Rockbands, Inc. held 200,129,045 (prior to 200:1 reverse split) shares of common stock issued and outstanding.

As payment for the transfer of the assets and liabilities directly related to the apparel operations by Rockbands, Inc. (the Company) to Rock Band Fashion, LLC, the common shareholders between the two companies transferred their 180,000,000 restricted shares of Rockbands, Inc.'s (the Company's) common stock back to the Company. The Company placed the 180,000,000 restricted shares in the Company's treasury. The latest date signed by one of the common shareholders between the two companies to transfer their stock certificate back to the Company was October 1, 2009. The 180,000,000 restricted common shares were prior to the 200:1 reverse split as filed with the State of Delaware on November 24, 2009.

Control of the Company was transferred to American Community Development Corporation of Florida on December 31, 2009 for 9,000,000 shares to be transferred plus \$90,000, of which \$20,000 has been paid to date. The \$70,000 unpaid balance was renegotiated on August 16, 2012 (as detailed above under Note C - Notes Payable). As of December 31, 2010, 8,993,954 restricted common shares were issued to the shareholders of American Community Development Corporation of Florida.

Six residential homes were obtained by the Company on July 1, 2010 as rentals. Another residential home was obtained by the Company as a rental on October 24, 2010. A group of five residential cabins were purchased by the Company on October 15, 2010 for the purchase price of \$159,000.

Due to unknown liability issues, the eight mobile homes purchased on September 1, 2009 were relinquished back to the seller on September 1, 2010.

The group of five residential cabins that were purchased by the Company on October 12, 2010 was converted during March 2012 into month to month rentals by the Company in anticipation of replacing this acquisition with a larger cost effective multi-unit acquisition.

As of March 31, 2013, the Company has a total of one residential home as rental, but is not available to the Company's operations. (See Note H.).

NOTE J – STOCKHOLDERS' EQUITY

On April 2, 2008 there was an issuance of 20,079,045 common shares with an amended par value of \$0.0001 and 201,000,000 authorized shares as a result of the Company performing a round-lot reverse split of 1 to 1000 with a pay date of May 23, 2008. On May 29, 2008 there was an issuance of 180,050,000 restricted shares issued to several persons pursuant to the Merger between the Company and Rockbands, LLC. The Company's issued and outstanding common shares, as of December 31, 2008 was 200,129,045 for a total value of \$1,045,021.

On November 20, 2009 the State of Delaware received the Company's change to its Articles of Incorporation to perform a round-lot reverse split of 1 to 200, change the Authorized common stock to 115,000,000 shares with a par value of \$0.0001 and change the Authorized preferred stock to 20,000 shares with a par value of \$1.00.

On November 20, 2009 there was an issuance of 1,000,646 common shares as a result of the Company performing a round-lot reverse split of 1 to 200 with a pay date of February 5, 2010 and effecting the change in the Company's Articles of Incorporation. The Company's issued and outstanding common shares, as of December 31, 2009 was 1,000,646 for a total value of \$1,045,021.

During March and April 2010 there was a cashless stock issuance of 8,993,954 restricted common shares issued to several persons pursuant to the Merger between the Company and American Community Development Corporation. All common shares issued to this point were duly and validly issued.

During 2010: 11,975,451 common shares issued for \$172,696 in debt conversions, 2,426,000 common shares issued for \$121,700 in private sales pursuant to applicable States' securities law relating to a few and infrequent securities transactions and 1,251,184 common shares issued for undisclosed value of corporate services. The Company's issued and outstanding common shares, as of December 31, 2010 was 25,647,235 for a total value of \$1,339,417.

During 2011: 27,840,170 common shares issued for \$207,941 in debt conversions, 13,167,500 common shares issued for \$129,000 in private sales pursuant to applicable States' securities law relating to a few and infrequent securities transactions and 5,370,129 common shares issued for undisclosed value of corporate services. The Company's issued and outstanding common shares, as of December 31, 2011 was 72,025,034 for a total value of \$1,676,358.

On April 20, 2012 the State of Delaware received the Company's change to its Articles of Incorporation to increase the Authorized common stock to 500,000,000 shares with a par value of \$0.0001 and increase the Authorized preferred stock to 75,000,000 shares with a par value of \$0.0001 with the Company's Board of Directors expressly vested with the authority to fully define preferred series and their respective defined rights and preferences.

During 2012: 208,212,823 common shares issued for \$232,377 in debt conversions, 51,600,000 common shares issued for \$65,000 pursuant to a Rule 504 exempt offering under the Securities Act of 1933, filed Form D filed via EDGAR to the Securities and Exchange Commission, 2,750,000 common shares issued for \$20,000 private sale pursuant to applicable State's securities law relating to a few and infrequent securities transactions and 1,944,680 common shares issued for \$4,000 of corporate services. The Company's issued and outstanding common shares, as of March 31, 2013 was 336,532,537 for a total value of \$1,997,735.

During 2013 as of March 31, 2013: No common shares were issued.

PREFERRED STOCK: The Company's current Articles of Incorporation authorize the issuance of up to 75,000,000 shares of preferred stock, with a par value of \$0.0001 and other characteristics determined by the Company's board of directors.

On February 1, 2013 the State of Delaware received the Company's change to its Articles of Incorporation to define 10,000,000 Series A preferred stock of the 75,000,000 shares of Authorized preferred stock as the Company's Board of Directors were expressly vested with the authority to fully define preferred series and their respective defined rights and preferences.

During 2013 as of March 31, 2013: 6,000,000 Series A preferred shares were issued and outstanding as disclosed to the court pertaining to the law suit referenced in Note D – Commitments and Contingencies above for partial past due of \$12,000. The Company's issued and outstanding preferred shares, as of March 31, 2013 was 6,000,000 for a total value of \$12,000.

[The remainder of this page was intentionally left blank.]

6) Describe the Issuer's Business, Products and Services

A. Description of the issuer's business operations;

The Issuer's current line of business is the development, acquisition, ownership and operation of low cost housing for specifically classified individuals (such as parolees and former substance abusers) and the indigent and financially disadvantaged clients of nonprofits. In many cases Federal funding through HUD may be available to the Issuer and nonprofit general fund raising enhanced through donations utilizing their 501(c)(3) status can assist the nonprofit's clients who reside on the Issuer's properties.

The Issuer has developed a new strategy to become a holding company through acquisitions and is actively searching for other companies to acquire or joint venture with.

During the fourth quarter, on or about December 20th, a telephonic meeting was held with all three (3) members of the board, Joseph Poe, Jr., a financial advisor to the Issuer and Ron Brewer, a financial and merger/acquisition advisor to the Issuer. The purpose of the call was to discuss the continuing agenda for the Issuer. John Folger, the Issuer CEO, President and a Director, offered a series of relationships on which he was working on that were designed to add revenue opportunities to the Issuer. A business plan was requested from Mr. Folger. He supplied a letter to those attending the December 20, 2012 telephonic meeting on December 21, 2012. Since submitting his December 21, 2012 letter to those in attendance, including the Issuer's other Directors, Mr. Folger has not provided any further details of these opportunities.

“Schedule A”

Mr. Folger was removed as President, Chief Executive Officer and Director on January 11, 2013. The termination of Mr. Folger as CEO, President and Director was overturned by an emergency temporary injunction signed by Judge Foster on April 12, 2013 and is included herein as Exhibit A.

“Schedule B”

Mr. Folger's relationship list that was included in the letter he provided to those participating in the December 20, 2012 telephonic meeting is included herein as Exhibit B. Also during the meeting, Mr. Folger requested the option of adding more directors to the Issuer's board or having the other existing Issuer's directors resign.

B. The jurisdiction(s) and date of the issuer's incorporation or organization.

United States - Delaware (February 25, 1985)

C. The issuer's primary SIC Code;

531110 – Lessors of Residential Buildings and Dwellings

D. The issuer's fiscal year end date;

12/31

E. Principal products or services, and their markets;

Residential units rented to nonprofits for housing their clients.

7) **Describe the Issuer's Facilities**

The Issuer's principal address is leased in Tampa, Florida, located at 218 East Bearss Avenue #339, on a renewable six months lease. The Issuer also has a leased property in St. Petersburg, FL, located at 1126 22nd Avenue N. on a renewable twelve months lease.

8) **A. Names of Officers, Directors and Control Persons**

John Folger, Chief Executive Officer, President and Director
David Gray, Chief Operations Officer, Chief Financial Officer, Secretary, Director and Board Audit Committee
Brant Doell, Director and Board Audit Committee
(No Control Persons known to Issuer)

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such persons involvement in any type of business, securities, commodities, or banking activities;

None

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

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspend or otherwise limited such person's involvement in any type of business or securities activities.

None

C. Beneficial Shareholders.

<u>Name and Address of Beneficial Owner</u>	<u>Amount of Beneficial Ownership</u>	<u>Percentage Owned > 10%</u>
(None known to Issuer)	(None known to Issuer)	(None known to Issuer)
Total	(None known to Issuer)	(None known to Issuer)

9) Third Party Providers

Legal Counsel:

NONE

Accountant or Auditor:

NONE

Investor Relations Consultant:

NONE

Other Advisor

NONE

[The remainder of this page was intentionally left blank.]

10) Issuer Certifications by CEO and CFO or persons with similar duties and responsibilities.

I, John Folger, CEO, certify that:

- 1. I have reviewed this annual disclosure statement of American Community Development Group, Inc.**
- 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement, and,**
- 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.**

Date: June 7, 2013

/s/ John Folger
John Folger

Schedule A

IN THE CIRCUIT COURT OF THE
THIRTEENTH JUDICIAL CIRCUIT IN
AND FOR HILLSBOROUGH COUNTY,
FLORIDA

JOHN FOLGER,
Derivatively on behalf of
AMERICAN COMMUNITY
DEVELOPMENT GROUP, INC.,
Plaintiff,

CASE NO. 13-CA-004149

vs.

DAVID GRAY, and
BRENT DOELL.,
Defendants,
and

AMERICAN COMMUNITY
DEVELOPMENT GROUP, INC.,
Nominal Defendant

ORDER GRANTING TEMPORARY INJUNCTION

THIS CAUSE came on to be heard upon Plaintiff, JOHN FOLGER, derivatively on behalf of AMERICAN COMMUNITY DEVELOPMENT GROUP, INC. (hereinafter as "Plaintiff"), Verified Complaint for Injunctive Relief seeking to enjoin Defendants, DAVID GRAY and BRENT DOELL (hereinafter "Defendants" or "Gray and Doell"), from the ongoing ultra vires acts and violations of the bylaws of the corporation, AMERICAN COMMUNITY DEVELOPMENT GROUP, INC. (hereinafter "ACYD"), and from asserting that Plaintiff, John Folger, is not an officer and director of ACYD. On March 28, 2013, this Court conducted a hearing at which time it further reviewed the Verified Complaint which asserted improper diversion of corporate funds, misappropriation of corporate funds, breach of fiduciary duty, conversion, constructive fraud, declaratory and injunctive relief. The Court considered the evidence offered by Plaintiff and Defendant, David Gray, and heard argument of counsel. The Corporation, ACYD, was not represented at the hearing. Adequate Service of process upon

Defendants, Gray and Doell, was made in sufficient time for the hearing. Defendant, Gray, did appear at said hearing after notice was provided to Defendants by personal service and electronic mail service on March 25, 2013. Defendant, Doell, did not attend the hearing.

Thus, being fully advised in the premises, the Court makes the following findings of fact and conclusions of law, which findings are the reason for the entry of this Temporary Injunction:

1. Plaintiff, JOHN FOLGER (hereinafter "Folger"), is an individual who resides in Pinellas County, Florida.

2. Defendant, DAVID GRAY (hereinafter "Gray"), is an individual who resides in Hernando County, Florida.

3. Defendant, BRENT DOELL (hereinafter "Doell"), is an individual who resides in Tulsa County, Oklahoma.

4. Nominal Defendant, AMERICAN COMMUNITY DEVELOPMENT GROUP, INC. ("ACYD"), is a Delaware corporation that is registered to do business in the State of Florida with its primary place of business in Hillsborough County, Florida.

5. ACYD is a team of Social Entrepreneurs that acquires and/or manages commercial real estate properties, hotels, motels, apartments and mobile home communities. ACYD is a publicly traded company that is traded on the United States Over The Counter (OTC) Market.

6. Plaintiff, Folger, was the founder of the Defendant, ACYD. Throughout the development of ACYD, Plaintiff, Folger, provided capital, contacts and performed on the contracts entered into between ACYD and its customers. Folger is the President, Chief Executive Officer and a shareholder of the corporation, ACYD.

7. Defendant, Gray, is currently a Director/officer of ACYD.

8. Defendant, Doell, is currently a Director/shareholder of ACYD.
9. Gray had access to ACYD bank accounts and collected sums due to ACYD and controlled disbursements since August, 2012.
10. Defendant, Gray, is to provide records of the ACYD accounts beginning with the accounts dated July 1, 2012 to the present date and shall provide the records to Plaintiff's counsel on or before April 2, 2013.
11. Gray's and Doell's removal of Plaintiff, Folger, as the President and as a Director of ACYD was without lawful authority.
12. ACYD, INC. is successor in interest to DTI, Incorporated. As such, the DTI, Incorporated Bylaws are binding upon ACYD. A copy of the applicable ACYD Bylaws were attached to the Verified Complaint as Exhibit "B" and were reviewed at the hearing on the Motion for Temporary Injunction.
13. On January 11, 2013, the Defendants/Directors, Gray and Doell, notified Plaintiff of illegal and unauthorized actions taken to remove Plaintiff as an officer and director of ACYD.
14. The applicable Bylaws of ACYD do not provide a basis for the Defendants to take action against Plaintiff as there was no properly noticed Board of Director meeting or shareholder meeting as is required for the asserted termination of Plaintiff.
15. The actions of Gray and Doell in seeking to terminate Folger were ultra vires acts that have no support under applicable law or the Bylaws of ACYD.
16. Defendants, Gray and Doell, have not permitted Plaintiff to have access to ACYD accounts despite the improper actions of Defendants.
17. ACYD is a publicly traded company in the OTC markets. ACYD's transfer agent, ClearTrust, LLC, has refused to process trades based on the conflicting directions that the

transfer agent has received from Defendants and the Plaintiff.

18. The evidence introduced at the hearing made clear to this Court that Gray and Doell have engaged and continue to engage in conduct in violation of the ACYD Bylaws and that lacks lawful authority of the corporation, ACYD and is in contravention of their fiduciary duties owed to the corporation, ACYD.

19. This Court expressly finds that Plaintiff has demonstrated that irreparable injury exists and will continue if the Defendants' conduct is not enjoined.

20. This Court finds that there is no adequate remedy at law in that the continued representations of Gray and Doell that Plaintiff is not an officer and director of ACYD will cause irreparable harm to ACYD.

21. Based upon the evidence presented, Plaintiff has a substantial likelihood of success on the merits of its claims against the Defendants.

22. Consideration of public policy dictates issuance of this injunction.

23. This Court has jurisdiction over this matter.

24. This hearing was held with notice to the Defendants and Defendant, Gray did attend the hearing on Plaintiff's Motions. Defendant, Doell, did not attend.

25. Based on the reasons and findings set out above, the Court further finds that Plaintiff has a clear legal right to relief sought; no adequate remedy at law; irreparable harm; and the public interest will not be disserved by the grant of injunctive relief. Accordingly injunctive relief is appropriate.

Accordingly, it is hereby

ORDERED and ADJUDGED as follows:

A. The Temporary Injunction is hereby GRANTED.

- B. This injunction is issued with notice to the Defendants.
- C. Defendants, Gray and Doell, and persons in active concert or participation with them or under their supervision and all other persons acting or purporting to act on their behalf or in concert with them or under their supervision, are enjoined from attempting to change, alter, or destroy business and other records of the corporation, ACYD, including but not limited to electronic records of the corporation, ACYD.
- D. Defendants, Gray and Doell, and persons in active concert or participation with them or under their supervision and all other persons acting or purporting to act on their behalf or in concert with them or under their supervision, are enjoined, from taking a position that Plaintiff, Folger, is not an officer and director of the Defendant Corporation, ACYD. Further, Plaintiff remains the President, Chief Executive Officer and a Director of ACYD until further order of this Court.
- E. Defendants, Gray and Doell, shall cooperate with Plaintiff, Folger, in taking such actions as are necessary to allow Defendant, ACYD, to resume normal business activities. No funds may be expended by ACYD without the signatures of Plaintiff, Folger, and Defendant, Gray, until further order of the Court. The parties are directed not to waste any assets.
- F. Defendant, Gray, is to provide records of the ACYD bank accounts beginning with the bank account statements that include the July 1, 2012 date through and including the present date and shall provide said bank records to Plaintiff's counsel on or before April 2, 2013.
- G. There shall be no shareholder meetings without notice to the shareholders.
- H. Defendant, Gray, shall immediately surrender possession and turn over to Plaintiff any

and all information needed to provide access, passwords and any other authorizations for corporate website access and corporate email accounts.

I. That this temporary injunction shall remain in effect until further Order of this Court.

This temporary injunction is entered this 12 day of April, 2013 at 11:28 Am
a.m./p.m.

DONE AND ORDERED this 12 day of April, 2013, in Tampa,
Hillsborough County, Florida.



Robert A. Foster, Jr.
Circuit Court Judge

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing has been forwarded via Electronic Mail, to David Gray, 469 Rogers Ave., Brooksville, FL 34601 (dlgray@tampabay.rr.com), Brent Doell, 7223 S. Jamestown Ave., Tulsa, OK 74136 (brantdoell@cox.net), and to John W. Zielinski, Esquire, NeJame Law, 189 S. Orange Ave., Ste 1800, Orlando, FL 32801 (john@nejamelaw.com) on this ___ day of _____, 2013.

Judicial Assistant

SCHEDULE B

CURRENT ACTIVITY OF DECEMBER 2012 AND PARTICIPANT REPORT TO THE BOARD OF DIRECTORS BY JOHN FOLGER, PRESIDENT

Over the last few months, I have been able to retain and build on my referral network to secure these possible components that can play a role in a new cohesive plan or offering. I will be reviewing the steps necessary to implement a revised business plan and to protect my own financial interests.

Robert Weiss –A Real Estate investment professional with private financing contacts that can offer access to hotels, motels and apartment buildings in the northeast. Bob has already agreed to contribute properties to our business plan, but we are not physically ready to handle property in New England. I have completed conference calls with Bob and owners of property and investors who can assist in the financing of transitional housing properties.

Sean Carpenter-Government Deal Funding, a professional government funding expert that uses his background and expertise to secure apartment building and other real property across the country. Sean and I are working to implement a national expert team to assist nonprofits with grants, CDC and other government funding. Sean is also developing immediate cash flow from referrals that I have provided. He and I are working on the refinance of 5 properties owned by nonprofits and the possible acquisition of others.

Joseph Dunhill, President of Valuation Econometrics in Boston, who specializes in the analysis of business enterprises on behalf of bankruptcy, debtors in possession and other circumstances requiring a third party business valuations. His valuations are used by major private equity funds. We are currently coordinating several financing and refinancing opportunities. He is also assisting us in a valuation of the ACYD business plan and Felony Franks. He is also working with Sean and I to assess the needs of several nonprofit opportunities.

Askia Aquil- Is the President of Community Housing Solutions of St. Petersburg, a local network and referral source for local opportunities. He referred to me the opportunity for Touched by an Angel Ministries.

Michelle Ligon-Is the advisor and consultant to Touched by Angel Ministries. She is a former bank executive and practicing attorney. Michelle is working with me to create refinancing opportunities with 3 separate properties as candidates to become transitional housing properties. She and I will also be coordinating with Sean Carpenter to open up more grant access, financing and consulting services to a broader network of local and regional nonprofits.

Jule' Colvin-Is a Professional Grant writer and part of the New Beginnings referral team.

Reverend Jeffery Polhill-President of Touched by an Angel Ministries, which currently controls 1 property housing 120 clients and has room to house up to 200. We are helping him to refinancing his current property and possibly add 2 more properties.

Pastor Don Bowman- who, through his ministry, has offered \$1.7 million of mortgage guarantees to Pastor Polhill.

New Beginnings of Tampa-currently manages 200 clients and has expansion potential. They also have 3 thrift stores generating about \$20k per month and have recently expanded into Largo. That are attempting, and we are trying to assist them, in becoming “grant ready” which has been a missed opportunity for them that has cost them millions of potential funding. We are also going to be seeking to purchase hotels to expand their transitional housing footprint. I meet with Pastor Tom Acheson on a regular basis and he is a solid referral for our services. We have some of his videos on our website.

Larry Harbolt- He runs a weekly real estate investment meeting in St. Petersburg. He is a nationally known speaker and trainer in the art of real estate investment. He and Peter Fortunato are probably 2 of the most respected men in their respective fields. I am working with him to develop an odd job and trucking service to put our box truck to work and as a means to employ clients.

Ricks European Connection- is an automotive recycling business that specializes in imported cars, mostly Mercedes, Audi and Porsche. They have a small yard with about 4 acres of cars. They also have a mechanical service business and body shop on premises. He is asking \$350,000 for the business, without the land. They also have a large inventory of parts that have already been removed that could be sold with the assistance of an effective website and support. This is seen and an opportunity for cash flow and assets, as well as a vehicle to employ our clients. It is much easier to train people to dismantle cars instead of repairing them.

Felony Franks- I have been negotiating with the founders of Felony Franks to acquire the entire national marketing and franchise rights. This is a hot dog chain concept that was designed to employ ex-offenders and other individuals requiring a second chance.