



**LATTENO FOOD CORP.  
Quarterly Disclosure Report  
June 30, 2014  
OTC Pink Basic Disclosure Guidelines**

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

**Latteno Food Corp.**

formerly: B&D Food Corp. (filings through 2009-10-02)

formerly: REII INC (filings through 2005-07-11)

formerly: BAP ACQUISITION CORP (filings through 1998-05-20)

**2) Address of the issuer's principal executive offices**

Company Headquarters

As of April, 2014 Company Headquarters:

7900 East Union Ave

Suite 1100

Denver, CO 80237

Website: <http://www.latteno.com>

Phone: (844) 332-7101

Email: [info@latteno.com](mailto:info@latteno.com)

IR Contact – same as above

**3) Security Information**

Trading Symbol: LATF

Exact title and class of securities outstanding: Common Shares

CUSIP: 055247 10 0

Par or Stated Value: \$0.001

Total shares authorized: 10,000,000,000 as of: June 30, 2014

Total shares outstanding: 5,271,869,714 as of: June 30, 2014

Additional class of securities:

Trading Symbol: N/A

Exact title and class of securities outstanding: Preferred Shares

CUSIP: N/A

Par or Stated Value: \$0.001

Total shares authorized: 10,000,000 as of: June 30, 2014

Total shares outstanding: 0 as of: June 30, 2014

Transfer Agent

Pacific Stock Transfer

4045 South Spencer Street

Suite 403  
Las Vegas, NV 89119  
Fax: (702) 433-1979  
E-mail: info@pacificstocktransfer.com  
Phone: (702) 361-3033

Is the Transfer Agent registered under the Exchange Act?\* Yes:  No:

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 April 2, 2013, pursuant to a special meeting of the Board of Directors, the Directors have passed a resolution approving a stock dividend to all stockholders of record. On October 22, 2013, the Company's Transfer Agent issued a 2% Stock Dividend to all stockholders of record as of September 18, 2013.

#### 4) Issuance History

In the summer of 2008, the Company ceased operations in the coffee division and began to restructure its debt and equity in an effort to position itself for strategic acquisitions. The first phase of this restructuring involved the sale of the BD FC subsidiary and the leasing back of the land and building where the coffee plant operations were located. This eliminated much of the debt that was associated with the BDFC subsidiary, but still enabled the Company to enter back into the coffee industry at the appropriate time in the future. Concurrent with the sale and leaseback transaction, senior management agreed to convert all existing convertible debentures into preferred shares, thus further reducing the overall debt requirements.

As the second phase of the Company's efforts to restructure itself, the Company filed an information statement with the SEC on September 14, 2009 notify stockholders of the following:

On or about September 1, 2009, the Company received written consents in lieu of a meeting of Stockholders from holders of 72,654,538 shares representing approximately 46% of the 154,986,955 shares of the total issued and outstanding shares of voting stock of the Company and shareholders holding 3,373,956 Series A Convertible Preferred shares which represent 337,395,600 voting shares of common stock. The holders of the Series A Convertible Preferred shares, have the right to vote 100 times the number of shares of common stock that the Series A Convertible Preferred is convertible into on all matters submitted to the shareholders. The Series A Convertible Preferred shares are each convertible into one hundred shares of common stock.

Therefore the 3,373,956 Series A Convertible Preferred shares are convertible into 337,395,600 common shares and the shareholders have the right to vote one hundred times the number of shares pursuant to the rights designated to the Series A Convertible Preferred Shares and has voted such amount in favor of approving of the Company (the "Majority Stockholders") to effect a 20-for-1 reverse stock split (pro-rata reduction of outstanding shares) of our issued and outstanding shares of Common Stock (the "Reverse Stock Split") authorizing the Company's Board of Directors, to effect a reverse split of the Company's common stock of 20:1 (pursuant to which the number of authorized shares of common stock will remain 400,000,000 following such reverse stock split); any fractional shares post-split will be rounded up to the next whole share. Additionally the Reverse Stock Split will affect the conversion ratio for all instruments convertible into shares of the Company's Common Stock including its convertible notes, warrants and outstanding preferred stock.

On December 14, 2009 the 3,735,956 Series A Convertible Preferred shares were converted into 16,869,781 shares of the Company's common stock.

On September 1, 2009, the Board of Directors of the Company approved the above-mentioned actions, subject to stockholder approval. The Majority Stockholders approved the actions by written consent in lieu of a meeting on September 1, 2009, in accordance with the Delaware Business Corporation Act

("DBCA").

On September 1, 2009, the Company's Board of Directors and persons owning a majority of the Company's voting securities approved a resolution authorizing the Company to amend the Articles of Incorporation to change the Company's name to "Latteno Food Corp." The Board believes that the name change better reflects the nature of the Company's current and anticipated operations. The Company had operated under the name B&D Food Corp. which reflected the Company's prior business operations.

The next phase of restructuring was completed on May 31, 2010, whereby the Company converted \$3,470,000 into common stock. In addition, the Global Milk subsidiary had negotiated the necessary supplier lines of credit for its Brazilian dairy division.

In the 4th quarter of 2012, the Company made a change in management and refocused its operations as an independent investment, management, and holding company focusing on international distribution and management of high-growth food, beverage, and health-related products and systems. The Company issued 200,000,000 restricted common shares to KCN Capital LLC. Subsequent to the 2013 Year End, KCN Capital applied to have the restriction lifted on its shares.

Commencing in the second quarter of 2013, a debtor of the company converted a portion of its notes into free trading common shares.

As of the date of this filing, the Company is not in any disorderly default with regards to long-term liabilities.

The Company does not currently have any pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations nor any current, past or pending trading suspensions or deletions by a securities regulator or exchange.

Since the Company's inception it has been determined to have conducted operations, and has a long-standing record of operations. Management believes the Company has never been a "Shell Company" as defined by Securities Act Rule 405, or an asset-backed issuer, as defined by Item 1101(b) of Regulation AB.

## **5) Financial Statements**

The Issuer has posted its financial statements through the OTC Disclosure and News Service as a separate report under the name of "Quarterly Report" for the applicable fiscal quarter. Such financial statements are incorporated by reference in the separate filing.

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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

A. a description of the issuer's business operations;

Latteno Food Corp. (OTC : LATF) is a Delaware corporation that concentrates on acquiring, organizing, developing and upgrading companies in the international food and beverage market. Currently we are expanding into the marketing and distribution of medical marijuana edibles industry. We have additional acquisitions planned which, if completed, will expand our operations into new vertical sectors of the industry. Our management plans to integrate the operations of marketing and distribution of acquired entities in order to achieve maximum return on capital for its investors.

Our business model is simple and efficient – Acquisition of a key brand name and distribution system, an "Engine",

that will be able to carry the group's products to existing customers in various locations.

Latteno Food Corp. is an investment portfolio company that acquires food products, medical marijuana edibles and related products/services to enhance their growth and development. The company builds revenues and asset value through a model of continuous growth, income from or sale of its portfolio holdings, and product licensing or distribution agreements.

- B. Date and State (or Jurisdiction) of Incorporation: Delaware - August 24, 1994
- C. the issuer's primary SIC Codes; 2090 - Miscellaneous Food Preparations & Kindred Products
- D. the issuer's fiscal year end date; December 31
- E. Principal products or services, and their markets;

About Latteno Food Corp. ([www.Latteno.com](http://www.Latteno.com))

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About Rx Harvest Collective Inc. ([www.RxHC.org](http://www.RxHC.org))

Southern California-owned and licensed medical marijuana co-op and transporting. The specific purpose of this corporation is to collectively facilitate medical marijuana cultivation and transactions by and between qualified patient members of this corporation and/or primary caregiver members who have the oral or written approval or recommendation of a licensed physician, as permitted and authorized by the Compassionate Use Act of 1996 (Health and Safety Code section 11362.5) and the Medical Marijuana Program Act (Health and Safety Code sections 11362.7 - 11362.83).

About Mekonza Corp. ([www.Mekonza-corp.com](http://www.Mekonza-corp.com))

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Headquartered in Southern California since 2006, the founders started out as a luxury/exotic car exporter and eventually branched out into seafood importing which came about Mekonza Seafood.. The variety of seafood products we offer has allowed us to be an innovator in product development. The diversity of our products allows us to be the next force-to-be-reckoned-with in the seafood industry. Mekonza has grown from a small one-man operation to one of the West Coast's most innovative and well-equipped seafood importing and processing companies. With outstanding customer service as our secret sauce and key ingredient, we're on our way to be the industry's leader committed to achieve the highest possible standards in quality, service to our clients, suppliers and investors.

In February, 2014, the Company closed the Green-Cannabis operation due to lack of support and limited product offerings.

During the Quarter ending June 30, 2014, the Company completed the purchase of a California based MMJ cultivate/delivery service to be operated under the newly formed subsidiary RxHC Harvest Collective Inc. The new operation has inventories including both MMJ variety top shelf strains & edibles, drivers; as well as an operations and management in place to our products to most OC cities: Anaheim, Westminster, Fountain Valley, Garden Grove, Santa Ana, Costa Mesa, Huntington Beach, Newport Beach.

Prior to the RxHC launch, the Company announced that it had terminated its involvement in ValleyOrganics and has closed the website and any further affiliation due to disagreement on development direction with partners.

Additionally, the Company opened a Medical Evaluations Office in Los Angeles ; added Erectile Dysfunction (ED) Treatment LT-512 to its product line to be distributed throughout the system; acquired the operating divisions of Pre-ICO License Vema's Herb & Health; completed a Joint Venture with Colorado Grow Farm developer, partnered with Pre-ICO Greenlight Discount Pharmacy; and subsequent to June 30, 2014 the Company expanded its MMJ delivery service area to include South Orange County with the acquisition of South Orange County MMJ delivery service, MMJOC.com.

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

As of April, 2014 Company moved its Headquarters to 7900 East Union Ave., Suite 1100, Denver, CO 80237 where it lease 1200 sq.fo offices with a 1 year term with options to renew at the Company's option.

**8) Officers, Directors, and Control Persons**

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Thu Le – President & CEO;  
Andrew Winston – Director

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 person's involvement in any type of business, securities, commodities, or banking activities;

NONE

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

NONE

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

NONE

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide

the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

None

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Law Offices of Joseph L. Pittera  
2214 Torrance Boulevard, Suite 101  
Torrance, California 90501  
Telephone (310) 328-3588  
Facsimile (310) 328-3063  
E-mail: jpitteralaw@gmail.com

Accountant or Auditor – To Be Appointed

Investor Relations Consultant - None

Other Advisor: - None

**10) Issuer Certification**

I, Thu Le certify that:

1. I have reviewed this Quarterly Disclosure Statement dated June 30, 2014 of Latteno Food Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

July 30, 2014

President & CEO