

**AMERICAN LEISURE HOLDINGS, INC.**

**Company Information and Disclosure Statement**

**Annual Report  
(As of December 31, 2016)**

**Trading Symbol: AMLH**

**ISSUER INFORMATION AND DISCLOSURE STATEMENT  
PURSUANT TO RULE 15C2-11(A)(5) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
AMERICAN LEISURE HOLDINGS, INC.  
DATED: April 11, 2010**

ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF AMERICAN LEISURE HOLDINGS, INC. IN ACCORDANCE WITH RULE 15C-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AMENDED.

NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATION NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY.

ANY REPRESENTATION NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY. DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THE ISSUER INFORMATION AND DISCLOSURE STATEMENT.

**FORWARD LOOKING STATEMENTS:** This Report contains forward-looking statements. To the extent that any statements made in this report contain information that is not historical, these statements are essentially forward-looking. Forward-looking statements can be identified by the use of words such as “expects”, “plans”, “may,” “anticipates”, “believes”, “should”, “intends”, “estimates”, and other words of similar meaning. These statements are subject to risks and uncertainties that cannot be predicted or quantified and, consequently, actual results may differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties include, without limitation, marketability of our products; legal and regulatory risks associated with the share exchange our ability to raise additional capital to finance our activities; the effectiveness, profitability and; the future trading of our common stock; our ability to operate as a public company; our ability to protect our proprietary information; general economic and business conditions; the volatility of our operating results and financial condition; our ability to attract or retain qualified senior management personnel and research and development staff; and other risks detailed from time to time in our filings with the OTC Markets (the “OTC”), or otherwise. Information regarding market and industry statistics contained in this report is included based on information available to us that we believe is accurate. It is generally based on industry and other publications that are not produced for purposes of securities offerings or economic analysis. Forecasts and other forward-looking information obtained from these sources are subject to the same qualifications and the additional uncertainties accompanying any estimates of future market size, revenue and market acceptance of products and services. We do not undertake any obligation to publicly update any forward-looking statements. As a result, investors should not place undue reliance on these forward-looking statements.

ANNUAL DISCLOSURE STATEMENT  
OF  
AMERICAN LEISURE HOLDINGS, INC.

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

American Leisure Holdings, Inc. (the "Company")

Formerly known as FreewillPC.com, Inc. until July 2002.

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

Company Headquarters:

American Leisure Holdings, Inc.  
9850 South Maryland Parkway, Suite 5-105  
Las Vegas, NV 89183

IR Contact

None

**3) Security Information**

Trading Symbol:

AMLH

Exact title and class of securities outstanding:

Common:

CUSIP: 02715M103

Par or Stated Value: \$0.0001

Common shares authorized: ----- 2,500,000,000 as of December 31, 2016

Total shares outstanding ----- 2,204,522,902 as of December 31, 2016

Restricted shares ----- 707,484,706 as of December 31, 2016

Float ----- 1,497,038,196 as of December 31, 2016

The Company filed amended articles of incorporation with the secretary of state to change the Authorized and Par Value of the Common Stock on August 4, 2016 to 2.5 Billion shares and par value at 0.0001.

As part of the amended articles, the Company designated a class of Preferred Stock with non-convertible voting power of 500:1 shares of common stock for each share of preferred stock.

Par or Stated Value: \$0.001 as of December 31, 2016

Preferred shares authorized: ----- 10,000,000 as of December 31, 2016

Total shares issued: ----- 5,000,000 as of December 31, 2016

Transfer Agent:

Signature Stock Transfer  
2632 Cachlight Ct. Plano, TX, 75093  
972-612-4120

Is the Transfer Agent registered under the Exchange Act?

YES

List any restrictions on the transfer of security:

See Item 4(G) Below.

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:

Proactive Pet Products Inc. (PPPI) was the sole owner of 100% of the outstanding common shares of Digital Airo Inc. (DIGA) upon the formation of the subsidiary in January 19, 2015 up until the date of the share exchange agreement on May 6, 2016.

Prior to conducting a name change and corresponding change in business operations in January of 2015, PPPI's was named Registered Express Inc. (RGTX) and was in the digital mail business. In January of 2015, the RGTX's Board of Directors agreed to diversify the Company's operations by pursuing new business opportunities in the pet product industry. Consequently, the Company changed its name to PPPI to reflect this new direction and created a wholly owned subsidiary to hold its old business assets derived under the previous RGTX business model. On January 19, 2015, the Company incorporated Digital Airo, Inc. in the State of Nevada to be a wholly owned subsidiary of the Company to operate its digital and technology businesses.

Registered Express International entered into two separate license agreements with PPPI under the Company's old business model (i.e., RGTX) pertaining to its Internet based global delivery of documents/files/media through its proprietary system and network. The first license agreement with a value of \$1,050,000 was acquired in exchange for a sub-license agreement with Registered Express International Corporation (a third party company that was not an affiliate of RGTX). The agreement is renewable after 5 years. The second license agreement with a value of \$1,500,000 was acquired in exchange for separation of Registered Express International Corporation in the form of a perpetual license agreement.

On February 12, 2016, the management of American Leisure Holdings Inc. (AMLH) announced that the Management of the company evaluated the current economic conditions and initiated an executive business decision to divest itself of assets in the Oil and Gas sector, with the intention of

establishing a footprint in emerging technology. During this period and up to the point of the share exchange with Digital Airo, Inc. (DIGA) on May 6, 2016, the Company was a development stage company with a business plan, operations and more than nominal assets. The assets of AMLH relating to oil and gas were not fully divested until the date of the share exchange on May 6, 2016.

On May 6, 2016, all of the shares of DIGA were transferred to Registered Express International Inc. (REI) as consideration to cancel the five year license agreement with a value of \$1,050,000 that was an asset owned by DIGA. The early cancellation of the 5 year license was valued based on the full surrender of DIGA's common stock. PPPI decided to relinquish all of the shares to REI as it had been planning for some time to make the financial statements and operations streamlined and focused exclusively on its pet products business, which is the primary business of PPPI.

Subsequent to the transfer of all of DIGA's stock to REI on May 6, 2016, on the same day, in an unrelated transaction with a third party, REI then transferred all of its shares in DIGA to American Leisure Holdings, Inc. (AMLH). REI transferred the stock of DIGA to AMLH in exchange for entering a new license agreement with AMLH under the new business model.

REI decided to instantly assign all of the stock of DIGA to AMLH upon Mr. McFadden agreeing to become the president of AMLH due to his extensive experience in the industry and value added to the Company and also in exchange for the Company's commitment to enter a new license with REI. James McFadden was appointed as the new President and CEO of the AMLH on May 6, 2016.

In an integral part of the share exchange agreement entered in on May 6, 2016, the controlling shareholders of AMLH (Wroblewski Oil and Gas, Inc. or "WOGC")) relinquished 399,987,448 of their shares in AMLH to James McFadden. In addition, Mr. McFadden received 175,012,552 in restricted common stock issued directly from AMLH's treasury. The stock was valued at \$.0025 a share based on the closing bid price on May 6, 2016 and was recorded as Officer's Compensation. Therefore, the total stock received by Mr. McFadden was 575,000,000 restricted common shares of AMLH, or approximately 65.34% of the outstanding stock at the time of transaction. Mr. McFadden received these shares as a signing bonus and as advanced compensation for his service contract with the Company.

As part of the Share Exchange Agreement entered in on May 6, 2016, AMLH Issued a \$76,350 Convertible Promissory Note to Wroblewski Oil and Gas Company Inc. in a separate transaction for costs and services related to the share exchange.

#### **4) Issuance History Control shares (10% or more)**

James McFadden located at 9850 S. Maryland Pkwy., Suite 105, Las Vegas, Nevada 89183 holds approximately 55.37% of the total voting power of the Company, which is comprised of 605,000,000 common stock of the Company's 2,204,522,902 outstanding common shares and 2,000,000,000 of the total 2,500,000,000 possible voting preferred based on the 5,000,000 preferred shares issued and outstanding as of the date of this filing.

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

The shares issued by the Company were issued in accordance with the Securities & Exchange Act Section 4(2).

B. Any jurisdictions where the offering was registered or qualified: N/A

C. The number of shares offered: N/A

D. The number of shares sold: See Section 3 (Pages 4-5) of this filing

E. The price at which the shares were offered: See Section 3 (Pages 4-5) of this filing

F. The trading status of the shares: See Section 3 (Pages 4-5) of this filing

G. The certificates evidencing the shares contain a legend stating that the shares have not been registered under the Securities Act and set forth the restrictions on transferability and sale of the shares under the Securities Act.

Officers, directors and control shares are restricted from sale and contain a legend setting forth the restrictions on transferability.

#### **Debt Conversion to Stock**

Company entered into a Settlement Agreement and Claims Purchase Agreement on August 10, 2016 for a total of \$325,000.00 in debt. Shares were converted into stock based on a draw-down of the debt pursuant to a court action based on a Section 3(a)(10) legal opinion as follows:

<b>Date</b>	<b>Shares Issued</b>	<b>Price Per Share</b>	<b>Amount of Debt</b>
• 8/12	7,500,000	0.00093	\$7,000
• 8/22	40,000,000	0.0005	\$20,000
• 8/23	45,000,000	0.0005	\$22,500
• 8/30	70,000,000	0.0002	\$14,000
• 9/08	87,000,000	0.0002	\$17,400
• 9/15	54,000,000	0.0002	\$10,800
• 9/23	85,000,000	0.0001	\$8,500
• 9/26	120,000,000	0.00005	\$6,000
• 10/04	130,000,000	0.00005	\$6,500
• 10/06	110,000,000	0.00005	\$5,500
• 10/10	160,000,000	0.00005	\$8,000
• 10/19	160,000,000	0.00005	\$8,000
• 10/21	190,000,000	0.00005	\$9,500
• 11/30	96,000,000	0.00005	\$4,800

TOTALS                      1,314,000,000    Debt Draw down as of 12/31 \$140,000

Balance of Debt Remaining As of 12/31/16: \$185,000

## **5) Financial Statements**

The Company's unaudited financial statements are posted to the OTC Disclosure & News Service as a separate report. They are prepared in accordance with US GAAP by persons with sufficient financial skills.

The annual financial statements for the years ending December 31, 2015, December 31, 2014 and interim periods may be reviewed on the OTCMarkets website, [www.otcm Markets.com](http://www.otcm Markets.com), and are hereby incorporated by reference.

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

A. Date and State (or Jurisdiction) of Incorporation:

The issuer was incorporated June 31, 2000 and is a Nevada corporation.

B. The issuer's primary and secondary SIC Codes:

Primary SIC Code is 5045: Computers and Computer Peripheral Equipment and Software

C. The issuer's fiscal year end date: December 31.

D. Principal products or services, and their markets:

Subsequent to the share exchange agreement being consummated on May 6, 2016 between Digital Airo Inc. and the Company, whereby Digital Airo obtained a controlling interest in the Company, the new Board of Directors elected to change the business model from Oil and Gas. The Company's new business model is operated by Digital Airo, Inc. under the brand name Registered Express™, which is an Internet based global delivery of documents/files/media through its licensed proprietary system and network. The Company was founded upon the most reliable and advanced technologies in the industry combined with innovative business development, marketing and branding strategies. This simple, easy to use system with enhanced capabilities of security, notifications, and storage, exceeds all compliance and security standards. The Company's EDD (electronic document delivery) system is branded under the name Registered Express and is accessible at the web site [www.registeredexpress.com](http://www.registeredexpress.com).

In the annual filing for fiscal year end 2015, the previous Management of the Company evaluated the current economic conditions at the time and initiated an executive business decision to divest itself of assets in the Oil and Gas section with the intention of establishing a footprint in new emerging technologies, such as Registered Express. Consequently, the Company through its previous wholly owned subsidiary, Wroblewski Oil and Gas Company ("WOGC"), sold the service station complexes division and their associated businesses as part of the overall divestiture plan that included the Share Exchange Agreement with Digital Airo, Inc.

## 7) Describe the Issuer's Facilities

The Company currently leases a space at the following address on a month-to-month basis. The Company does not have any outstanding mortgages or long-term leases for its office space.

9850 South Maryland Parkway, Suite 5-105  
Las Vegas, NV 89183

## 8) Officers, Directors, and Control Persons

As of the closing date of the Share Exchange Agreement on May 6, 2016, James McFadden was appointed as the President, Secretary, Sole Director and CEO of the Company.

<u>Name</u>	<u>Position</u>
James McFadden 1694 Coyote Road Gardnerville, NV 89410 Tel: (775) 721-2606	CEO / CFO / Director

James McFadden located at 9850 S. Maryland Pkwy., Suite 105, Las Vegas, Nevada 89183 holds approximately 55.37% of the total voting power of the Company, which is comprised of 605,000,000 common stock of the Company's 2,204,522,902 outstanding common shares and 2,000,000,000 of the total 2,500,000,000 possible voting preferred based on the 5,000,000 preferred shares issued and outstanding as of the date of this filing.

On May 6, 2016, Scott Wroblewski and Eric M. Wroblewski resigned as directors and officers of the Company.

### Control Persons:

James McFadden located at 9850 S. Maryland Pkwy., Suite 105, Las Vegas, Nevada 89183 holds approximately 55.37% of the total voting power of the Company, which is comprised of 605,000,000 common stock of the Company's 2,204,522,902 outstanding common shares and 2,000,000,000 of the total 2,500,000,000 possible voting preferred based on the 5,000,000 preferred shares issued and outstanding as of the date of this filing.

A. 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

#### B. Beneficial Shareholders of Greater than Five Percent (5%)

James McFadden located at 9850 S. Maryland Pkwy., Suite 105, Las Vegas, Nevada 89183 holds approximately 55.37% of the total voting power of the Company, which is comprised of 605,000,000 common stock of the Company's 2,204,522,902 outstanding common shares and 2,000,000,000 of the total 2,500,000,000 possible voting preferred based on the 5,000,000 preferred shares issued and outstanding as of the date of this filing.

#### **9) Third Party Providers**

1. Investment Banker: None

2. Promoters: None

3. Legal Counsel:

The Law Offices of Thomas C. Cook, Ltd.  
Attorney and Counselor at Law  
8250 W. Charleston Blvd., Suite 120  
Las Vegas, Nevada 89117  
Tel: (702) 221-1925 Fax: (702) 221-1963  
Email: [tccesq@aol.com](mailto:tccesq@aol.com)

4. Accountants or Auditor: None - The company financial statements are currently prepared internally; they are not reviewed or audited.

5. Public Relations Consultant(s): None

6. Investor Relations Consultant: None

## **10) Issuer Certification**

I, James McFadden, certify that:

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

Date: April 11, 2016

/s/ James McFadden

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James McFadden  
American Leisure Holdings, Inc.  
Chairman of the Board/ CEO/Treasurer