

HempAmericana, Inc.
Financial Statements
For the Quarter Ending May 31, 2017

HempAmericana, Inc.
Balance Sheet
May 31, 2017

			May 31, 2017
			(unaudited)
Current Assets			
Cash	\$		165
Inventory			12,312
Furniture & equipment			200,235
Total Current Assets			212,712
TOTAL ASSETS	\$		212,712
Current Liabilities			
Accounts Payable-Related Party	\$		3,872
Convertible Note Payable			200,000
Accrued expenses			112,198
Loan Payable – Shareholder			133,812
3(a)(10) Settlement			50,556
Total Current Liabilities			500,438
TOTAL LIABILITIES	\$		500,438
Stockholder's Equity (Deficit)			
Class A Common stock (\$.001 par value, 1,000,000,000 shares authorized, 653,340,840 shares issued and outstanding as of May 31, 2017)			130,642
Class B Common stock (\$.001 par value, 108,000,00 shares authorized, 108,000,000 shares issued and outstanding as of May 31, 2017)			-
Additional paid-in capital			201,408
Deficit accumulated during development stage	\$		(619,776)
Total Stockholder's (Equity/ Deficit)			(287,726)
TOTAL LIABILITIES & STOCKHOLDER'S (EQUITY/ DEFICIT)	\$		212,712

Hemp Americana, Inc.
(A Development Stage Company)
Statements of Operations
For the Three Months Ended May 31, 2017,

		2017	
		(unaudited)	
Net Revenues			
Revenues from sales	\$	0	
Total Revenues		0	
Cost and Operating Expenses			
General & Administrative Expenses		113,910	
Total Cost and Operating Expenses	\$	113,910	
Net Loss	\$	(113,910)	
Basic loss per share		(0.00)	
Weighted average number of common shares outstanding		186,174,899	

The accompanying notes are an integral part of these unaudited condensed financial statements.

HempAmericana, Inc.
Statement of Cash Flows
For the Three Months Ended 5/31/17

		2017	
		(unaudited)	
	<u>CASH FLOWS FROM OPERATING ACTIVITIES:</u>		
	Net (loss)	\$	(113,910)
	Adjustments to Reconcile Net Loss to Net Cash Used in Operating Activities:		
	Due to related party		1,822
	Accrued Expenses		112,198
	Net cash (used in) provided by operating activities		<u>110</u>
	Net decrease in cash and cash equivalents		110
	<i>Cash at beginning of period</i>		<u>55</u>
	<i>Cash at end of period</i>	\$	<u>165</u>
	SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
	Interest paid	\$	-
	Income taxes paid	\$	-

The accompanying notes are an integral part of these unaudited condensed financial statements.

HempAmericana, Inc.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO THE FINANCIAL STATEMENTS
May 31, 2017

Note 1 – Organization and Description of Business

HempAmericana, Inc. (the Company), is a development stage company, incorporated under the laws of the State of Delaware on February 10, 2014. The Company intends to explore the industry of hemp based products and unveil their own products to the general public for sale.

The Company has elected February 28th as its year end.

Note 2 – Going Concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs. These conditions raise substantial doubt about the company's ability to continue as a going concern Company will engage in very limited activities without incurring any liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

Note 3 – Summary of Significant Accounting Policies

Basis of Presentation

The Financial Statements and related disclosures have been prepared pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). The Financial Statements have been prepared using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") of the United States (See Note 2) regarding the assumption that the Company is a "going concern".

Development Stage Company

The Company is a development stage company as defined by section 915-10-20 of the FASB Accounting Standards Codification. The Company is still devoting substantially all of its efforts on establishing the business. Its planned principal operations have not commenced. All losses accumulated since inception have been considered as part of the Company's development stage activities.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. In the opinion of management, all

adjustments necessary in order to make the financial statements not misleading have been included. Actual results could differ from those estimates.

Cash Equivalents

The Company considers all highly liquid investments with maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents at May 31, 2017 was \$165. HempAmericana, Inc. considers all highly liquid investments with maturities of three months or less to be cash equivalents.

Inventories

Inventories consist of rolling papers. At May 31, 2017, the Company had \$12,312 of product inventory on hand.

Notes Payable

On March 25, 2016, the Company entered into a securities purchase agreement with Blackbridge Capital, LLC. As part of the securities purchase agreement the Company issued a Commitment Fee of a Convertible Promissory Note in the amount of \$200,000. The convertible promissory note accrues interest at 5% per annum. The note may be converted into common stock of the Company at a 20% discount to the lowest trading price of the Company's common stock for the preceding twenty trading days.

Settlements under – 3(a)(10) process

This amount reflects the imputed value of shares issued to Rockwell Capital Partners for sale in accordance with Section 3(a)(10) of the Securities Act in order to retire debt of program participants. As shares are sold, the realized proceeds, net of expenses, are dispersed to the participants.

Income Taxes

The Company accounts for income taxes under ASC 740 "Income Taxes." Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

Basic Earnings (Loss) Per Share

The Company computes basic and diluted earnings per share amounts in accordance with ASC Topic 260, Earnings per Share. Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company.

Fair Value of Financial Instruments

The Company's balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

The Company follows FASB Accounting Standards Codification (ASC) 820 "Fair Value Measurements and Disclosures" which defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- □ Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- □ Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- □ Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of November 30, 2016. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include accounts receivable, other current assets, accounts payable, accrued compensation and accrued expenses. The fair value of the Company's notes payable is estimated based on current rates that would be available for debt of similar terms which is not significantly different from its stated value.

Share Based Expenses

ASC 718 "Compensation – Stock Compensation" prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, "*Equity – Based Payments to Non-Employees*." Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity

instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

The company had no stock-based compensation plans as of November 30, 2016. The Company had one stock issuance to its founder in the amount of 40,000,000 restricted common shares to the founder which were considered to be of nominal value through November 30, 2016.

Related Parties

The Company follows ASC 850, Related Party Disclosures, for the identification of related parties and disclosure of related party transactions. Related party transactions for the period ended February 28, 2017 totaled \$135,122 and were comprised of notes payable.

Recently Issued Accounting Pronouncements

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*TM (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company.

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

Note 4 – Stockholder’s Deficit

On February 25, 2014, the Company issued 40,000,000 of its \$0.001 par value common stock at \$0.001 per share to the founder of the Company in exchange for developing the Company’s business concept and plan. The value was considered nominal at inception due to lack of assets and operations.

The stockholders equity section of the Company contains the following classes of capital stock as of February 28, 2017:

- Class A Common stock, \$ 0.001 par value: 1,000,000,000 shares authorized 653,340,840 shares issued and outstanding
- Class B Common Stock, \$0.001 par value: 108,000,000 authorized; 108,000,000 issued and outstanding

Note 5 - Subsequent Events

Management has evaluated the subsequent events through the date of this report and has concluded that there are no known subsequent events to report.

QUARTERLY REPORT
HEMPAMERICANA, INC.

1. Name of the issuer.

HempAmericana, Inc.

2. The address of the issuer's principal executive offices.

78 Reade Street
Suite 4FW
New York, NY 10007
888-977-7985 - Telephone
Not available - Facsimile
www.hempamericana.com

3. Security Information

Trading Symbol – HMPQ.PK
Exact title and class of securities outstanding:

Common Stock – Class A
Cusip: 42370P207
Par value: \$0.001
Total shares authorized: 1,892,000,000 @ 05/31/2017
Total shares outstanding: 653,340,840 @ 05/31/2017

Common Stock – Class B
Cusip: 42370P207
Par value: \$0.001
Total shares authorized: 108,000,000 @ 05/31/2017
Total shares outstanding: 108,000,000 @ 05/31/2017

Transfer Agent

Address: Olde Monmouth Stock Transfer Co., Inc.

200 Memorial Pkwy
Atlantic Heights, NJ 07716

Telephone: 732-872-2727

Facsimile: not available

Olde Monmouth Stock Transfer Co., Inc. is registered under the Exchange Act.

There are no restrictions on the transfer of security.

There have been no trading suspension orders issued by the SEC in the past 12 months.

HempAmericana, Inc. is not now nor has ever been a shell as that term is defined in RULE 12-B Promulgated under the Securities Exchange Act of 1934.

4. Issuance History

On February 1, 2016 we amended our Certificate of Incorporation to create two classes of common stock. All existing shares of common stock were converted on a 1-to-1 basis to Class A common shares. The amendment also created a Class B common stock. The Class A and Class B common stock are equal in economic rights, but the Class B common stock has super-voting rights granting their holder 108 votes per share. All 108,000,000 shares of the Class B common stock were immediately issued to 864, Inc., a Delaware corporation wholly-owned by Salvador Rosillo. This was done as part of Mr. Rosillo's total compensation from the Company on a pro forma basis, but primarily done to provide strategic protection to the Company so that control of the Company remained with our founder.

Our founder, Salvador Rosillo, has worked without compensation, except for his initial allotment of shares, since the company's inception. He was granted 45,215,533 shares of common stock for his first year of service to the company through February 10, 2015.

On January 27, 2016, Mr. Rosillo entered into an employment agreement with the company that paid him for the period of February 11, 2015 to January 27, 2016, 45,000,000 shares of common stock (5,000,000 shares to him and 40,000,000 shares to Africement, Inc., a Delaware corporation wholly-owned by Salvador Rosillo as his designee), which gave him effective control of the Company. This agreement was amended as of February 9, 2016 (after the amendment to our certificate of incorporation) so that compensation could be granted to Salvador Rosillo for the following three years. It was determined to be in the best interests of shareholders to have a strategic investor hold the Class B shares, and therefore the total of authorized Class B shares (108,000,000) were issued to 864, Inc., a wholly-owned designee of Mr. Rosillo, as part of Mr. Rosillo's total compensation.

Additionally, on February 9, 2016 for her past services to the company as Secretary, and for the following three years of service, the Company entered into an employment agreement with Nieves Rosillo, which granted her 10,000,000 shares of our Class A common stock. Nieves Rosillo is a New York resident and the sister of our founder and CEO, Sal Rosillo.

Share issuances are further detailed in the table below:

Offering Date	Nature of Offering (A)	Jurisdictions where offering was registered (B)	Number of Shares offered (C)	Number of shares sold (D)	Price at which shares were offered; amount paid to issuer (E)	Trading status of shares (F)	G (see below)
1/28/2016	Employee stock issued to Salvador Rosillo (5,000,000 shares of common stock) and Africement, Inc. (40,000,000 shares of common stock) as designee for Salvador Rosillo	NA	45,000,000 common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/2016	Employee stock issued to Salvador Rosillo (108,000,000 shares of Class B common stock) as designee for Salvador Rosillo	NA	108,000,000 Class B common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/2016	Employee stock issues to Nieves Rosillo	NA	10,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below

1/11/17	Africement, Inc.	NA	324,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below
1/26/17	Rockwell Capital Partners	NA	5,500,000 Class A common stock	NA	NA	Trading	Free Trading
1/30/17	Africement, Inc.	NA	324,000,000 Class A common stock	NA	NA	Not trading	Restrictive Legend as stated below
2/9/17	Rockwell Capital Partners	NA	2,000,000	NA	NA	Trading	Free Trading
2/13/17	Rockwell Capital Partners	NA	3,000,000	NA	NA	Trading	Free Trading
2/17/17	Rockwell Capital Partners	NA	3,000,000	NA	NA	Trading	Free Trading
2/23/17	Rockwell Capital Partners	NA	3,000,000	NA	NA	Trading	Free Trading
2/28/17	Rockwell Capital Partners	NA	3,000,000	NA	NA	Trading	Free Trading
5/8/17	Rockwell Capital Partners	NA	3,000,000	NA	NA	Trading	Free Trading
5/10/17	Rockwell Capital Partners	NA	4,000,000	NA	NA	Trading	Free Trading

5/15/17	Rockwell Capital Partners	NA	5,000,000	NA	NA	Trading	Free Trading
5/17/17	Rockwell Capital Partners	NA	6,000,000	NA	NA	Trading	Free Trading
5/23/17	Rockwell Capital Partners	NA	6,020,000	NA	NA	Trading	Free Trading

- A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- B. Any jurisdictions where the offering was registered or qualified;
- C. The number of shares offered;
- D. The number of shares sold;
- E. The price at which the shares were offered, and the amount actually paid to the issuer;
- F. The trading status of the shares; and
- G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The securities represented by this certificate have not been registered under the Securities Act of 1933, as amended (The "Securities Act"), or the securities laws of any state, and may not be offered, transferred, pledged, hypothecated, sold or otherwise disposed of unless a registration statement under the Securities Act and applicable state [sic] securities laws shall have become effective with regard thereto, or an exemption from registration under the Securities Act and applicable state securities laws is available in connection with such offer or sale

5. Financial Statements

- a. Statement of Financial Position
- b. Statement of Operations
- c. Statement of Cash Flows
- d. Footnotes to the Financial Statements
- e. These financial statements are unaudited

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

a. HempAmericana, Inc. is a developmental stage company that plans to research, develop and sell products made of industrial hemp. In essence anything that can be made with plastic can be made with industrial hemp and HempAmericana plans to fill the growing need and demand for hemp based products within the United States. Currently, the Company is in its research and development stages. The Company is currently in the beginning stages of retail and wholesale sales of two products, but does not have any material sales to date. Its first product is called "Rolling Thunder" smoking papers. These rolling papers produce no ash residue compared to regular tree-based smoking papers. Its second product is one of the reasons why the American market imports approximately \$2 billion per year worth of hemp products – it is a type of CBD oil. Under the trademarked brand "Weed Got Oil," HempAmericana intends to use this and other brands to manufacture and sell CBD oil.

b. The Company was incorporated under the laws of the State of Delaware on February 10, 2014.

c. The issuer's primary and secondary SIC Codes: 3990

d. The issuer's fiscal year end date: February 28 e. Principal products or services, and their markets: Textiles, Clothing, body care

7) Describe the Issuer's Facilities

HempAmericana, Inc. uses a loft in lower Manhattan, New York as its principal place of business.

8) Officers, Directors, and Control Persons

a. Names of Officers and Directors Salvador Rosillo, President, Chairman of the Board, Chief Financial Officer Nieves Rosillo, Secretary

b. Control Persons Owning 5% or more of a class of stock

Salvador Rosillo, Sole Director and President, Control Person (individually and via Africement, Inc. and 864, Inc. whereby Salvador Rosillo is the sole shareholder of each corporation) Total beneficial ownership 65.37% of Class A Common Stock and 100% of Class B Common Stock

Nieves Rosillo, Secretary, Control Person, 6.67% of Class A Common Stock

Mazel Property Enterprise Corp., 8.91% of Class A Common Stock

a. Beneficial Shareholders are further detailed in the table below:

Name	Address	Percentage of shares owned	Name of beneficial shareholder	Address of beneficial shareholder	Registered Agent

Salvador Rosillo	78 Reade Street, 4F (Bell 7), New York, NY 10007	5.99% of Class A Common Stock	Same	Same	NA
Africement, Inc.	78 Reade Street, 4F (Bell 7), New York, NY 10007	53.39% of Class A Common Stock	Salvador Rosillo is the sole owner	78 Reade Street, 4F (Bell 7), New York, NY 10007	The Company Corporation, 2711 Centerville Road, STE 400, Wilmington, DE 19808
864, Inc.	78 Reade Street, 4F (Bell 7), New York, NY 10007	100% of Class B Common Stock	Salvador Rosillo is the sole owner	78 Reade Street, 4F (Bell 7), New York, NY 10007	The Company Corporation, 2711 Centerville Road, STE 400, Wilmington, DE 19808
Nieves Rosillo	600 West 142nd Street, Suite 25, New York, NY 10031	6.67% of Class A Common Stock	Same	Same	NA

Mazel Property Enterprise Corp.	580 Fifth Ave, Floor 10, New York, New York, 10036	8.91% of Class A Common Stock	Mendy Bleier is the beneficial owner	Same	Office of the New York Department of State, One Commerce Plaza, 99 Washington Avenue, Albany, NY 12231

9) Third Party Providers

Attorneys:

Corporate Counsel

Jeffrey M. Kurzon
Kurzon Kohen & Stancati LLP
305 Broadway, 9th Floor New York, NY 10007
Tel (212) 203-8918
Jeff@Kurzon.com

Accountant:

Richard Edelson
Get Otc Current
450 7th Avenue, Suite 609
Ph. (212)655-9604
Cell (631)672-7181
www.getotccurrent.com

Issuer's Certifications

April 13, 2017

I, Salvador Rossillo, Chief Executive Officer, certify that: I have reviewed this Quarterly Report of HempAmericana, Inc.

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

Based on my knowledge and extensive review by company council of the financial statements of the company, operations and material facts of the company, we are not now nor have ever been a shell as that term is defined in RULE 12-B Promulgated under the Securities Exchange act of 1934; and

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 operation and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

"/s/ Salvador Rosillo"

Chief Executive and Chief Financial Officer