

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

American Diversified Holdings Corporation

(A Wyoming Corporation)

122 15th Street, Ste 2568

Del Mar, CA 92014

(858) 259-4534

eremo@universalwellnesshc.com

SIC Code: 6719

QUARTERLY REPORT

For the Period Ending: April 30, 2022

(the Reporting Period)

As of June 22, 2022, the number of shares outstanding of our Common Stock was:
946,493,171 common shares issued and outstanding as of June 22, 2022
100,000 shares of Preferred shares A issued and outstanding as of June 22, 2022
No shares of Preferred shares B issued and outstanding as of June 22, 2022

As of January 31, 2022, the number of shares outstanding of our Common Stock was:
946,493,171 common shares issued and outstanding as of January 31, 2021
100,000 shares of Preferred shares A issued and outstanding as of January 31, 2021
No shares of Preferred shares B issued and outstanding as of January 31, 2021

As of July 31, 2021, the number of shares outstanding of our Common Stock was:
866,493,171 common shares issued and outstanding as of July 31, 2021
100,000 shares of Preferred shares A issued and outstanding as of July 31, 2021
No shares of Preferred shares B issued and outstanding as of July 31, 2021

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

INFORMATION AND DISCLOSURE STATEMENT

All information in this Information and Disclosure Statement has been compiled to fulfill the disclosure requirements of Rule 15c2-11 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). The enumerated items and captions contained herein correspond to the format as set forth in that rule.

Forward-looking Statements

This Information and Disclosure Statement contains various “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Exchange Act. Forward-looking statements represent the Company’s expectations or beliefs concerning future events. The words “*believe,*” “*expect,*” “*anticipate,*” “*intend,*” “*estimate,*” “*project*” and similar expressions are intended to identify forward-looking statements. The Company cautions that these statements are further qualified by important factors that could cause actual results to differ materially from those in the forward-looking statements, including without limitations, the factors described in this Information and Disclosure Statement.

Investors are cautioned not to place undue reliance on such forward-looking statements because they speak only of the Company’s views as of the statement dates. Although the Company has attempted to list the important factors that presently affect the Company’s business and operating results, the Company further cautions investors that other factors may in the future prove to be important in affecting the Company’s results of operations. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

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

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

American Diversified Holdings Corporation
Critical Care, Inc., until March 2007
Lasik America, Inc., until October 2004

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer’s current standing in its state of incorporation (e.g. active, default, inactive):

Incorporated in the State of Nevada on March 21, 2001
Re-domiciled in Wyoming on April 24, 2020. It is currently an active corporation.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

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:

None

The address(es) of the issuer's principal executive office:

122 15th Street, Ste 2568

Del Mar, CA 92014

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address:

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: No:

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

None

2) Security Information

Trading symbol:	ADHC
Exact title and class of securities outstanding:	Common Stock
CUSIP:	02541R 30 0
Par or stated value:	\$0.001 par value
Total shares authorized:	1,000,000,000 as of June 22, 2022
Total shares outstanding:	946,493,171 as of June 22, 2022
Number of shares in the Public Float ² :	504,181,880 as of June 22, 2022
Total number of shareholders of record:	167 as of June 22, 2022

Additional class of securities (if any):

Trading symbol:	No Trading Symbol
Exact title and class of securities outstanding:	Preferred Shares Class A
CUSIP:	None
Par or stated value:	\$0.001 par value

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Total shares authorized: 100,000 as of June 22, 2022
 Total shares outstanding: 100,000 as of June 22, 2022

Trading symbol: No Trading Symbol
 Exact title and class of securities outstanding: Preferred Shares Class B
 CUSIP: None
 Par or stated value: \$0.001 par value
 Total shares authorized: 500,000 as of June 22, 2022
 Total shares outstanding: Nil as of June 22, 2022

Transfer Agent
 Transfer Online, Inc.
 512 SE Salmon Street
 Portland, OR 97214
 503-227-2950
www.transferonline.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: No:

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer’s securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Number of Shares outstanding as of August 1, 2020		Opening Balance: Common 866,493,171 Preferred: 100,000 Series A							
*Right-click the rows below and select “Insert” to add rows as needed.									
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

September 3, 2021	New Issuance	80,000,000	Common		No	Patrick M. Rost	Consulting Fees	Restricted	None
September 11, 2019	New Issuance	62,500,000	Common	\$0.0046	No	Frymoo Gestion SL (Control person is Jacinto Rodenas Jiminez)	Potential Acquisition ⁴	Restricted	None
September 11, 2019	New Issuance	12,500,000	Common	\$0.0046	No	Rolen Ferlo SL (Control person is Marta Prat Sanchez)	Potential Acquisition ⁵	Restricted	None
September 11, 2019	New Issuance	62,000,000	Common	\$0.0046	No	Promoclonia Networks CL (Control person is Sergio Bellosta Suarez)	Potential Acquisition ⁶	Restricted	None
September 11, 2019	New Issuance	62,500,000	Common	\$0.0046	No	JAM Emprearial CL (Control person is Jose Antonia Masana)	Potential Acquisition ⁷	Restricted	None
September 11, 2019	New Issuance	62,500,000	Common	\$0.0046	No	Win Win Invest Consulting SL (Control person is Xivavier-Joan Masana)	Potential Acquisition ⁸	Restricted	None
August 29, 2019	New Issuance	62,500,000	Common	\$0.0038	No	RC Tourists Cruise SL (Control person is Xavier-Joan Massana Modrono) ⁹	Potential Acquisition ¹⁰	Restricted	None
June 6, 2019	New Issuance	18,000,000	Common	\$0.0034	No	Ernest Remo	Merger Related Activities	Restricted	None
June 6, 2019	Cancellation	140,000,000	Common	\$0.0034	No	Harborview Associates (Control person is Ernest Remo)	Cancellation to help effect an acquisition	Restricted	None
June 5, 2019	New Issuance	48,000,000	Common	\$0.0075	No	International Capital Advisors Group ("ICAG")	Conversion of Convertible Notes	Restricted	Conversion of Notes

⁴ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed.

⁵ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

⁶ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

⁷ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

⁸ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

⁹ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

¹⁰ The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

						(Control Person is Pat Rost ¹¹)			
May 23, 2019	Cancellation	180,000,000	Common	\$0.003	Yes	Brazos Biomedical LLC (Control person is David Foster)	Cancellation of Consulting Services	Restricted	None
February 18, 2019	Cancellation	5,000,000	Common	\$0.0055	Yes	David Day	Cancellation of shares issued to open Retail Store Distribution Center	Restricted	None
February 4, 2019	New Issuance	7,000,000	Common	\$0.0043	Yes	Bloomberg Edelson LLC (Control person is Liam Riley)	Consulting Services	Restricted	None
January 30, 2019	New Issuance	5,000,000	Common	\$0.0055	Yes	David Day	Payment for retail store distribution Center	Restricted	None
December 17, 2018	New Issuance	10,000,000	Common	\$0.0045	Yes	Murad Al Kanouni	Consulting Services	Restricted	None
December 5, 2018	New Issuance	5,000,000	Common	\$0.003	Yes	Brett Hirsch	Consulting Services	Restricted	None
October 10, 2018	New Issuance	10,000,000	Common	\$0.003	Yes	Murad Al Kanouni	Consulting Services	Restricted	None
June 15, 2018	New Issuance	180,000,000	Common	\$0.003	Yes	Brazos Biomedical LLC (Control person is David Foster)	Consulting Services	Restricted	None
May 15, 2018	Cancellation	100,000,000	Common	\$0.003	Yes	Harborview Associates (Control person is Ernest Remo)	Consulting	Restricted	None
May 4, 2018	New Issuance	5,000,000	Common	\$0.003	Yes	Murad Al Kanouni	Consulting Services	Restricted	None
April 13, 2018	Cancellation	140,000,000	Common	\$0.003	Yes	Ernest B. Remo	Cancellation of Notes	Restricted	None
November 6, 2017	New Issuance	68,000,000	Common	\$0.003	Yes	International Capital Advisors Group (“ICAG”) (Control Person is Pat Rost)	Consulting Services	Restricted	None
March 23, 2017	New Issuance	10,000,000	Common	\$0.003	Yes	John Eric Winfield	Consulting Services	Restricted	None
February 17, 2017	New Issuance	55,000,000	Common	\$0.003	Yes	International Capital Advisors Group (“ICAG”) (Control Person is Pat Rost)	Consulting Services	Restricted	None
September 20 2016	New Issuance	55,000,000	Common	\$0.003	Yes	International Capital Advisors Group (“ICAG”) (Control Person is Pat Rost) ¹²	Consulting Services	Restricted	None

¹¹ The shares of International Capital Advisors Group (“ICAG”) have been sold.

¹² Shares were issued pursuant to consulting agreements for consulting and services to the Corporation based upon the contract of January 1, 2016, which expired on June 30, 2016. There are the following contracts between the Parties: January 1, 2016, to June 30, 2016, which has been paid off, as described above, July 1, 2016, to December 31, 2016, January 1, 2017 to June 30, 2017, July 1, 2017 to December 31, 2017 and January 1, 2018 to June 30, 2018. Each contract is valued at \$90,000.

Shares Outstanding on April 30, 2022	<u>Ending Balance:</u> Common: 946,493,171 Preferred: 100,000 Series A	
--------------------------------------	--	--

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016, through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>4/13/2018</u>	<u>\$361,981</u>	<u>\$308,000</u>	<u>\$53,981</u>	<u>January 1, 2023¹³</u>	<u>Conversion at \$0.0001</u>	<u>Ernest Remo</u>	<u>Loan to Company</u>
<u>5/15/2018</u>	<u>\$561,805</u>	<u>\$480,000</u>	<u>\$81,805</u>	<u>January 1, 2023</u>	<u>Conversion at \$0.0001</u>	<u>Ernest Remo</u>	<u>Loan to Company</u>
<u>6/19/2019</u>	<u>\$1,360,148</u>	<u>\$1,226,289</u>	<u>\$133,859</u>	<u>January 1, 2023</u>	<u>Conversion at \$0.0001</u>	<u>Ernest Remo</u>	<u>Loan to Company, reinstated from cancelled shares</u>
<u>Various</u>	<u>\$63,323</u>	<u>\$61,038</u>	<u>\$2,285</u>	<u>January 1, 2023</u>	<u>Conversion at \$0.0001</u>	<u>Ernest Remo</u>	<u>Loans to Company</u>

Use the space below to provide any additional details, including footnotes to the table above:

4) Financial Statements

A. The following financial statements were prepared in accordance with:

U.S. GAAP

¹³ Maturity date is extendable at discretion of Ernest Remo holder of each of the notes listed in table.

IFRS

B. The financial statements for this reporting period were prepared by (name of individual)¹⁴:

Name: Jona Barnes, Mallet and Barnes Tax Services
Title: Partner
Relationship to Issuer: Outside Accountant

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

June 22, 2022

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

¹⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

- A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

American Diversified Holdings Corporation operates two e-commerce sites focused on the wellness industry: www.universalwellness.com and www.cannabusinessnow.com. The business model includes driving traffic to partner sites, generating ad revenue and creating partnership opportunities for other wellness companies.

- B. Please list any subsidiaries, parents, or affiliated companies.

None

- C. Describe the issuers’ principal products or services.

American Diversified Holdings Corporation operates two e-commerce sites focused on the wellness industry: www.universalwellness.com and www.cannabusinessnow.com. The business model includes driving traffic to partner sites, generating ad revenue and creating partnership opportunities for other wellness companies.

6) Issuer’s Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Business is conducted from the executive office which maintains and services our corporate websites

7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% of more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Ernest B. Remo	Sole Officer/Director/Owner of majority control	Del Mar, CA 92014	53,160,001	Common	6.1%	
Ernest B. Remo	Sole Officer/Director/Owner of majority control	Del Mar, CA 92014	100,000	Preferred Series A	100%	Preferred shares gives Mr. Remo voting control of the Company
Xavier Massana Modrono	Owner of more than 5% from shareholder RC Tourist Cruise SL		125,000,000	Common	14.4%	The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.
Jacinto Rodenas Jimenez	Owner of more than 5% from shareholder RC Tourist Cruise SL and Win Win Invest Consulting SL		62,500,000	Common	7.2%	The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.
Sergio Bellosta Suarez and Marta Prat Suarez	Owner of more than 5% from shareholder Promoclonia Networks SL and Rolen Ferlo SL, respectively		77,500,000	Common	8.9%	The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and

						return them to treasury a part of the failed transaction.
Jose Antonio Masana Florensa	Owner of more than 5% from shareholder JAM Empredarial SL		62,500,000	Common	7.2%	The Company is currently seeking the return and cancellation of these shares. The shares were issued as part of a change of control and the transaction was never completed. The Company is seeking to cancel the shares and return them to treasury a part of the failed transaction.

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 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. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or

of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

Saveene Corp. v. Ernest Remo, American Diversified Holdings Corp., et al.

On February 17, 2021, the ADHC announced that it has come to the attention of the Company that previous interim management has caused an 8-K to be filed making certain allegations against CEO Ernest Remo and ADHC. All corporate activities conducted by current management have been done in accordance with all federal and state laws and approved by corporate securities and litigation counsel. Shareholders can rest assured that all corporate activities conducted by its CEO and the Company are legally compliant. The current management team is the rightful and legally authorized representatives of ADHC as evidenced by all recent filing on OTC and as a matter of fact since the Company is not a full reporting SEC company and as such, we do not file 8-K's and look forward to resolving any matters in dispute amicably. On November 5, 2021, the Company announced today that the company has filed a lawsuit against Miroslav Zecevic, Mina Mar Marketing Group ("Mina Mar Group"), Mina Mar Corporation, and a group of Spanish entities (among others) involving allegations of serious misconduct perpetrated against ADHC, a public company, Ernest B. Remo, and the ADHC shareholders. The complaint contains allegations of years of improper actions that have caused significant harm to ADHC shareholders. Setting forth claims of conversion and intentional interference with contract against Zecevic (among other claims), the complaint states, "In August and September 2019, Zecevic caused over 300 million ADHC shares to be issued to [the Spanish entities]... [however] the monies that were paid for the shares were never received by ADHC. Instead of ensuring that ADHC would be paid for its shares, Zecevic arranged to have the monies paid directly to Mina Mar Corp., Zecevic's own business. ADHC, then a Nevada corporation, received nothing for these substantial share issuances. In addition to directing payment to his company, Zecevic set the price for the shares issued to Tourist Cruise SL (one of the Spanish entities) at 10% of the then-current price as traded on the open market." In support of these statements, the complaint attaches a purported "bank record from August 12, 2019, directing payment from Tourist Cruise SL to Mina Mar Corp. [not ADHC] for 62,500,000 ADHC shares." In addition to the claims of financial malfeasance against Zecevic, the complaint also seeks relief from Zecevic's alleged repeated false statements against ADHC and its management. Included in the body of the complaint are images of a dozen publications and social media statements attributed to Zecevic, upon which the plaintiffs' claims are based. "[Zecevic's] false statements are intended to manufacture confusion and doubt about ADHC in the eyes of the public," the pleading states. Additionally, the complaint avers that "Zecevic caused [American Diversified Holdings Corp., a New York corporation unrelated to ADHC] to be formed and incorporated in New York on October 27, 2021 for the purpose of creating additional confusion with the public about the identity and management of ADHC and to otherwise leverage ADHC's good name, reputation, and trademarks for his benefit." According to the complaint, the authorized and legal management team of ADHC, both as a corporation and individually, have been the target of a repeated campaign of false and malicious

actions which has resulted in severe deterioration in the market value of ADHC's stock. "After over two years of enduring the repeated attacks against the shareholders of ADHC this lawsuit sends a statement to the defendants that ADHC management will not sit by and allow the shareholders to be victimized", stated ADHC management. ADHC is seeking monetary damages and other remedies to ensure that ADHC will no longer endure this wrongful behavior from the named defendants.

On or about March 5, 2021, the Company was served with a lawsuit filed in the United States District Court for the Southern District of New York. The Company filed a motion to dismiss on July 27, 2021, On November 11, 2021, the Company announced the Court in the SAVEENE vs REMO, et al. has denied the Saveene's request to amend its complaint and ordered the case to be transferred from the South District of New York to Southern District of California consistent with Remo and ADHC's submissions. The Court stated that Saveene's proposed amendments were "FUTILE" and denied Saveene's request to amend its complaint finding the request as "APPEAR[ING] TO BE GAMESMANSHIP." This decision by the Southern District of New York sends a clear message to the plaintiff that their futile arguments and gamesmanship in the matter will not be tolerated. Defendants anticipate that Remo's motion to dismiss will now be heard in the Southern District of California. ADHC and its CEO are committed to building shareholder value and will not tolerate any more attacks on the company.

It is the position of the Company and Mr. Remo, that the conditions of the Stock Purchase Contract were not fulfilled, and as a result Mr. Remo took back control of the Company. The Company intends to vigorously defend the action and believes that the litigation is meritless and that the result of the litigation will be favorable to the Company and the Defendants.

9) **Third Party Providers**

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Morgan E. Petitti, Esq.
118 W. Streetsboro Road
Suite 317
Hudson, OH 44236
Telephone: 330.697.8548
E-Mail: PetittiLaw@gmail.com

Accountant or Auditor

Mallett and Barnes Tax Service
6136 Mission Gorge Road
Suite 125
San Diego, CA 92120
(619) 326-0840

Investor Relations Consultant

None

Other Service Providers

None

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Ernest B. Remo certify that:

1. I have reviewed this Quarterly Filing of American Diversified Holdings Corporation.
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.

June 22, 2022 [Date]

/s/ Ernest B. Remo [CEO's Signature]

(Digital Signatures should appear as “/s/ [OFFICER NAME]”)

Principal Financial Officer:

I, Ernest B. Remo certify that:

1. I have reviewed this Quarterly Filing of American Diversified Holdings Corporation.
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.

June 22, 2022 [Date]

/s/ Ernest B. Remo [CFO's Signature]

(Digital Signatures should appear as “/s/ [OFFICER NAME]”)

American Diversified Holdings Corporation

**Balance Sheets
(Unaudited)**

	For the Nine Months Ended April 30, 2022	For the Year Ended July 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	\$ -	\$ -
Prepaid expenses	-	500
Total current assets	<u>-</u>	<u>500</u>
Other assets:		
Investments	<u>61,200</u>	<u>61,200</u>
Total other assets	<u>61,200</u>	<u>61,200</u>
	\$ <u><u>61,200</u></u>	\$ <u><u>61,700</u></u>
LIABILITIES AND SHAREHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable	\$ -	\$ 5,143
Accrued expenses and other current liabilities	384,500	303,500
Due to related parties - Officers, directors and shareholders	<u>2,537,531</u>	<u>2,347,258</u>
Total current liabilities	<u>2,922,031</u>	<u>2,655,901</u>
Shareholders' Equity/(Deficit)		
Preferred stock, Series A \$.001 par value; 200,000 shares authorized, 100,000 issued and outstanding at April 30, 2022 and July 31, 2021	100	100
Preferred stock, Series B \$.001 par value; 500,000 shares authorized, 0 shares issued and outstanding at April 30, 2022 and July 31, 2021	-	-
Common stock, \$.001 par value; 1,000,000,000,000 shares authorized, 946,493,171 and 866,493,171 issued and outstanding at April 30, 2022 and July 31, 2021, respectively	946,494	866,494
Additional paid-in-capital	19,076,602	18,700,602
Subscription receivable	(1,430,200)	(1,430,200)
Accumulated Deficit	<u>(21,453,827)</u>	<u>(20,731,197)</u>
Total shareholders' equity/(deficit)	<u>(2,860,831)</u>	<u>(2,594,201)</u>
Total liabilities and shareholders' deficit	\$ <u><u>61,200</u></u>	\$ <u><u>61,700</u></u>

See accompanying notes to condensed consolidated financial statements.

American Diversified Holdings Corporation
Statements of Operations
(Unaudited)

	<u>For the Three Months Ended April 30, 2022</u>	<u>For the Three Months Ended April 30, 2021</u>	<u>For the Nine Months Ended April 30, 2022</u>	<u>For the Nine Months Ended April 30, 2021</u>
Expenses:				
Director's Compensation	\$ 27,000	\$ 27,000	\$ 81,000	\$ 81,000
Consulting	-	250	456,000	1,250
Professional fees	36,169	13,344	91,567	17,094
General and administrative	-	206	2,680	206
Total expenses	<u>63,169</u>	<u>40,800</u>	<u>631,247</u>	<u>99,550</u>
Loss from operations	<u>(63,169)</u>	<u>(40,800)</u>	<u>(631,247)</u>	<u>(99,550)</u>
Other income (expense):				
Interest expense	(31,145)	(27,936)	(91,383)	(83,400)
Total other income (expense)	<u>(31,145)</u>	<u>(27,936)</u>	<u>(91,383)</u>	<u>(83,400)</u>
Net income/(loss)	<u>\$ (94,314)</u>	<u>\$ (68,736)</u>	<u>\$ (722,630)</u>	<u>\$ (182,950)</u>
Basic and diluted loss per common share	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
Weighted average shares outstanding - Basic and Diluted	<u>946,493,771</u>	<u>866,493,771</u>	<u>939,140,830</u>	<u>866,493,771</u>

See accompanying notes to condensed consolidated financial statements.

American Diversified Holdings Corporation
Statement of Changes in Shareholders' Deficit
For the Period from August 1, 2020 to April 30, 2022
(Unaudited)

	Preferred Stock Series A	Preferred Stock Series A Amount	Preferred Stock Series B	Preferred Stock Series B Amount	Common Stock	Common Stock Amount	Additional Paid-in Capital	Subscription Receivable	Earnings (Deficit) Accumulated	Total
Balance, July 31, 2020	100,000	\$ 100	-	\$ -	866,493,171	\$ 866,494	\$ 18,700,602	\$ (1,430,200)	\$ (20,468,425)	\$ (2,331,429)
Net loss, July 31, 2021									(262,772)	(262,772)
Balance, July 31, 2021	100,000	\$ 100	-	\$ -	866,493,171	\$ 866,494	\$ 18,700,602	\$ (1,430,200)	\$ (20,731,197)	\$ (2,594,201)
Stock issued for services					80,000,000	80,000	376,000		-	456,000
Net loss, April 30, 2022									(722,630)	(722,630)
Balance, April 30, 2022	100,000	\$ 100	-	\$ -	946,493,171	\$ 946,494	\$ 19,076,602	\$ (1,430,200)	\$ (21,453,827)	\$ (2,860,831)

See accompanying notes to condensed consolidated financial statements

American Diversified Holdings Corporation
Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended April 30, 2022	For the Nine Months Ended April 30, 2021
Cash flows from operating activities		
Net loss	\$ (722,630)	\$ (182,950)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Non-cash expenses:		
Stock based compensation	456,000	-
Accrued interest - related parties	91,383	83,876
Changes in operating assets and liabilities:		
Increase (decrease) in prepaid expenses	500	-
Increase (decrease) in accounts payable	(5,143)	-
Increase (decrease) in accrued expenses and other current liabilities	81,000	81,000
Net cash provided by operating activities	<u>(98,890)</u>	<u>(18,074)</u>
Cash flows from financing activities		
Payments on loans to related parties - Directors and stockholders	-	-
Proceeds on loans from related parties - Directors and stockholders	98,890	18,550
Net cash provided by financing activities	<u>98,890</u>	<u>18,550</u>
Increase in cash	(0)	476
Cash at beginning of period	-	-
Cash at end of period	<u>\$ (0)</u>	<u>\$ 476</u>
Supplemental Cash Flow Information:		
Cash paid for interest	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to condensed consolidated financial statements.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

NOTE 1 – THE COMPANY AND BASIS OF PRESENTATION

American Diversified Holding Corporation (“ADHC”) was incorporated in the state of Nevada on March 21, 2001, as Lasik America, Inc. and on October 26, 2004, the Company changed its name to Critical Care, Inc. to reflect a change in the Company’s focus of activities. On March 10, 2007, The Company’s name was changed to American Diversified Holdings Corporation to reflect of the business focus to a consulting and business development company.

On March 30, 2021, the Company announced that it has formally changed its name to Universal Wellness Holding Corp to further align our corporate direction into the wellness arena. We have applied for a new ticker symbol. On April 27, 2021, the Company changed its domicile to the State of Wyoming.

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock. There are currently 100,000 shares of preferred stock issued and outstanding.

We have financed our operations primarily through cash generated from the sale of our stock and loans to us. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. During the nine months ended April 30, 2022, and 2021, the Company suffered net losses of \$722,630 and \$182,950, respectively. As of April 30, 2022, the Company had a negative working capital of \$2,922,031 and a stockholders’ deficiency of \$2,860,831. Historically, the Company has sustained its operations primarily through equity and debt financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, the Company will need to improve its working capital position. The Company plans to overcome the circumstances that impact our ability to remain a going concern through a combination of achieving profitability, raising additional debt and equity financing, and renegotiating existing obligations. There can be no assurance, however, that we will be able to complete any additional debt or equity financing on favorable terms or at all, or that any such financings, if completed, will be adequate to meet our capital requirements. Any additional equity or debt financings could result in substantial dilution to our stockholders. If adequate funds are not available, we will be required to delay, reduce, or eliminate some or all of our planned activities. Our inability to fund our capital requirements would have a material adverse effect on the Company. Management believes that the actions presently being taken to revise the Company's operating and financial requirements may provide the opportunity for the Company to continue as a going concern.

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock. There are currently 100,000 shares of preferred stock issued and outstanding.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

#

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reported periods. Actual results could differ from those estimates.

(B) Cash and Cash Equivalents

For purposes of the cash flow statements, the Company considers all highly liquid investments with original maturities of six months or less at the time of purchase to be cash equivalents.

(C) Revenue Recognition

At the time of the transaction, the Company assesses whether the fee is fixed and determinable based on the payment terms associated with the transaction and whether collectability is reasonably assured. If a significant portion of a fee is due after our normal payment terms, the Company accounts for the fee as not being fixed and determinable. In these cases, the Company recognizes revenue as the fees become due. Where the Company provides or delivers a product or service at a specific point in time and there are no remaining obligations, the Company recognizes revenue upon the delivery of the product or completion of the service.

(D) Income Taxes

The Company accounts for income taxes under SFAS No. 109 "Accounting for Income Taxes". Under SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement 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. Under SFAS No. 109, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company has made no current provision (benefit) for Federal income taxes because of losses since its inception. A valuation allowance has been used to offset the recognition of any deferred tax assets arising from net operating loss carry forwards due to the uncertainty of future realization. The use of any tax loss carryforward benefits may also be limited as a result of changes in Company ownership.

(E) Loss Per Share

Basic and diluted net loss per share for all periods presented is computed based upon the weighted average number of common shares outstanding and issuable shares as defined by SFAS No. 128, "Earnings Per Share".

(F) Fair Value of Financial Instruments

SFAS No. 107, "Disclosures about Fair Value of Financial Instruments", requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate that value. For purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

The carrying amounts of the Company's financial instruments, including cash and cash equivalents, accounts receivable, advances to suppliers, accounts payable and accrued expenses, line of credit, notes payable and short-term secured financing approximate fair value due to the relatively short period to maturity for these instruments.

(G) Rounding

All amounts have been rounded to the nearest \$1.00 except for share amounts.

(H) Reclassifications

Certain prior year accounts have been reclassified to conform to the current year's presentation.

NOTE 3 – CRYPTO CURRENCY

On May 14, 2021, the Company agreed to purchase 21,637 (twenty-one thousand six hundred thirty seven) coins of crypto currency asset known as SUMCOIN (CRYPTO: "SUM") based upon the closing price of the Company's common stock on May 14, 2021. On July 15, 2021, the Company terminated the purchase agreement.

NOTE 4 – COMPOSITION OF CERTAIN FINANCIAL STATEMENT CAPTIONS

Other current liabilities

Accrued expenses consisted of the following:

	April 30, <u>2022</u>	July 31, <u>2021</u>
Director fees	\$ 384,000	\$ 303,000
Advisor fees	500	500
Total accrued expenses	\$ <u>384,500</u>	\$ <u>303,500</u>

NOTE 5 – EQUITY

Common Stock

The Company has 1,000,000,000 shares authorized, and 946,493,171 shares were outstanding as of April 30, 2022, and 866,493,171 outstanding as of July 31, 2020.

On August 29, 2019, we issued 62,500,000 shares of its common stock, valued at \$0.0038 per share, for a potential acquisition. The Company is currently seeking the return and cancellation of these shares.

On September 11, 2019, we issued 262,000,000 shares of its common stock, valued at \$0.0046 per share, for a potential acquisition. The Company is currently seeking the return and cancellation of these shares.

On September 3, 2021, we issued 80,000,000 shares of its common stock, valued at \$0.0057 per share to a consultant in accordance with an agreement dated July 1, 2018.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

Preferred Stock

On October 4, 2021, the Company amended its Articles of Incorporation in the State of Wyoming to increase its authorized preferred stock to 200,000 shares of Preferred Stock. There are currently 100,000 shares of preferred stock issued and outstanding.

In September 2010, the Company designated 100,000 shares of Preferred Stock as Series A Convertible Preferred Stock, par value \$0.001 per share issued at par for an aggregate value of \$6,000, the fair market value on the date of issuance. These shares were issued to the Company's Chief Executive Officer as partial compensation for past services.

So long as any Series A Convertible Preferred Stock is outstanding, the Company is prohibited from issuing any series of stock having rights senior or equal to the Series A Convertible Preferred Stock, without the approval of the holder of the outstanding Series A Convertible Preferred Stock.

Each share of Series A Convertible Preferred Stock shall be convertible at any time at the option of the holder thereof into that number of fully paid and nonassessable shares of Common Stock at \$0.001 per share (the "Conversion Price"). Any amount of accrued and unpaid dividends due thereon shall also be convertible into shares of Common Stock at the Conversion Price. The Conversion Price and the number of shares of stock or other securities or property into which the Series A Convertible Preferred Stock is convertible are not subject to adjustment relating to any reorganization, merger or sale of assets, reclassification of securities, split, subdivision of combination shares. As of April 30, 2022, no Series A Convertible Preferred Stock has been converted.

The Company shall have the right to redeem the Series A Convertible Preferred Stock by providing five days' notice to the Series A holder at the redemption price of \$0.001 per share. As of April 30, 2022, no Series A Convertible Preferred Stock has been redeemed.

Holders of the Series A Convertible Preferred Stock are entitled to receive, in preference to the holders of any other shares of capital stock of the Company, cumulative dividends when and as if declared by the Board of Directors, out of amounts legally available for the payment thereof, at the annual rate of five percent (5.0%) (the "Series A Dividends"). The Series A Dividends shall accrue on the Series A Convertible Preferred Stock commencing on the date of original and shall be cumulative whether or not earned or declared and whether or not there are profits, surplus or other funds of the Company legally available for the payment of dividends. As of April 30, 2022, no dividends have been paid and the cumulative dividends on the Series A Convertible Preferred Stock was approximately \$76.

In the event of a liquidation, dissolution, or winding up of the Company, whether voluntary or involuntary, each holder of shares of Series A Convertible Preferred Stock will be entitled to receive, before any distribution of assets is made to holders of common stock or any other stock of the Company ranking junior to the Series A Preferred Stock as to dividends or liquidation rights, an amount equal to \$0.001 per share plus the amount of any accrued but unpaid Series A Dividends due thereon for each share up to the date fixed for distribution. After payment of the full Series A Liquidation Amount, holders of shares of Series A Convertible Preferred Stock will not be entitled to participate any further in any distribution of assets by the Company.

The holders of the Series A Convertible Preferred Stock will have ten votes per Series A Convertible Preferred Stock.

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

NOTE 6 – NOTES PAYABLE TO OFFICER

On April 13, 2018, the Company issued a 5% promissory note to a related party, due April 13, 2021, for \$308,000. Interest accrued for this note was \$67,726 at April 30, 2022.

On May 15, 2018, the Company issued a promissory note to a related party, due May 15, 2019, for stock returned for \$480,000. Interest accrued for this note was \$103,137 at April 30, 2022.

On June 6, 2019, the Company cancelled 140,000,000 shares of its common stock and reinstated a note to a related party for 1,226,289 at 5% interest. Accrued interest at April 30, 2022, was \$186,216.

At various dates, an officer of the Company loans funds to the Company at 5% interest. At April 30, 2022, this note totaled \$159,928 with accrued interest of \$6,234.

NOTE 7 – LETTER OF INTENT

On January 28, 2021, the Company announced the signed a Letter of Intent (LOI) to acquire Pharmstrong of Breckenridge, Colorado, a wellness company selling premium hemp CBD products. A female-led organization and veterans in the industry, Pharmstrong is committed to bringing easy to use American CBD to discerning consumers. With a devotion to superior, safe ingredients, Pharmstrong now offers USDA Organic Certified CBD products. The LOI also includes the acquisition of Pharmstrong CBD Ltd., a distributor of Pharmstrong’s wellness products to the UK and abroad. Managed by American and British citizens, Pharmstrong CBD Ltd. has a well-established distribution channel operated by seasoned sales professionals. Together, Pharmstrong in the US and Pharmstrong UK bring premium wellness products to the mainstream global marketplace through integrity, innovation, and education.

NOTE 8 – OTHER EVENTS – LEGAL

On February 11, 2021, ADHC announced today that management has interviewed securities litigation counsel seeking advice on initiating legal proceedings for the return of 324 million shares issued by interim management for an acquisition that was never completed. “Rescinding these shares is a positive step in going forward with ADHC’s 2022 plan. We feel it is management’s duty to the shareholders to engage counsel and seek return of these shares which represent almost 40% of the outstanding shares of the Company” stated ADHC management.

On February 17, 2021, the ADHC announced that it has come to the attention of the Company that previous interim management has caused an 8-K to be filed making certain allegations against CEO Ernest Remo and ADHC. All corporate activities conducted by current management have been done in accordance with all federal and state laws and approved by corporate securities and litigation counsel. Shareholders can rest assured that all corporate activities conducted by its CEO and the Company are legally compliant. The current management team is the rightful and legally authorized representatives of ADHC as evidenced by all recent filing on OTC and as a matter of fact since the Company is not a full reporting SEC company and as such, we do not file 8-K’s and look forward to resolving any matters in dispute

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

amicably. On November 5, 2021, the Company announced today that the company has filed a lawsuit against Miroslav Zecevic, Mina Mar Marketing Group (“Mina Mar Group”), Mina Mar Corporation, and a group of Spanish entities (among others) involving allegations of serious misconduct perpetrated against ADHC, a public company, Ernest B. Remo, and the ADHC shareholders. The complaint contains allegations of years of improper actions that have caused significant harm to ADHC shareholders. Setting forth claims of conversion and intentional interference with contract against Zecevic (among other claims), the complaint states, “In August and September 2019, Zecevic caused over 300 million ADHC shares to be issued to [the Spanish entities]... [however] the monies that were paid for the shares were never received by ADHC. Instead of ensuring that ADHC would be paid for its shares, Zecevic arranged to have the monies paid directly to Mina Mar Corp., Zecevic’s own business. ADHC, then a Nevada corporation, received nothing for these substantial share issuances. In addition to directing payment to his company, Zecevic set the price for the shares issued to Tourist Cruise SL (one of the Spanish entities) at 10% of the then-current price as traded on the open market.” In support of these statements, the complaint attaches a purported “bank record from August 12, 2019 directing payment from Tourist Cruise SL to Mina Mar Corp. [not ADHC] for 62,500,000 ADHC shares.” In addition to the claims of financial malfeasance against Zecevic, the complaint also seeks relief from Zecevic’s alleged repeated false statements against ADHC and its management. Included in the body of the complaint are images of a dozen publications and social media statements attributed to Zecevic, upon which the plaintiffs’ claims are based. “[Zecevic’s] false statements are intended to manufacture confusion and doubt about ADHC in the eyes of the public,” the pleading states. Additionally, the complaint avers that “Zecevic caused [American Diversified Holdings Corp., a New York corporation unrelated to ADHC] to be formed and incorporated in New York on October 27, 2021 for the purpose of creating additional confusion with the public about the identity and management of ADHC and to otherwise leverage ADHC’s good name, reputation, and trademarks for his benefit.” According to the complaint, the authorized and legal management team of ADHC, both as a corporation and individually, have been the target of a repeated campaign of false and malicious actions which has resulted in severe deterioration in the market value of ADHC’s stock. “After over two years of enduring the repeated attacks against the shareholders of ADHC this lawsuit sends a statement to the defendants that ADHC management will not sit by and allow the shareholders to be victimized”, stated ADHC management. ADHC is seeking monetary damages and other remedies to ensure that ADHC will no longer endure this wrongful behavior from the named defendants.

On or about March 5, 2021, the Company was served with a lawsuit filed in the United States District Court for the Southern District of New York. The Company filed a motion to dismiss on July 27, 2021. On November 11, 2021, the Company announced the Court in the SAVEENE vs REMO, et al. has denied the Saveene’s request to amend its complaint and ordered the case to be transferred from the Southern District of New York to Southern District of California consistent with Remo and ADHC’s submissions. The court stated that Saveene’s proposed amendments were “FUTILE” and denied Saveene’s request to amend its complaint finding the request as “APPEAR[ING] TO BE GAMESMANSHIP.” See copy of Court’s memo endorsement below. This decision by the Southern District of New York sends a clear message to the plaintiff that their futile arguments and gamesmanship in the matter will not be tolerated. Defendants anticipate that Remo’s motion to dismiss will now be heard in the Southern District of California. ADHC and its CEO are committed to building shareholder value and will not tolerate any more attacks on the company.#

AMERICAN DIVERSIFIED HOLDINGS CORPORATION
NOTES TO FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED APRIL 30, 2022

#

#

NOTE 9 – SUBSEQUENT EVENTS

Management of the Company has evaluated the subsequent events that have occurred through the date of the report and determined that the following subsequent events require disclosure:

On May 2, 2022, Universal Wellness Holding Corp fka American Diversified Holdings Corporation (OTC: "ADHC") announced today that it has entered into a Joint Venture/Acquisition agreement with ROLLS CHOICE (TM). The agreement provides for ADHC to provide funding to ROLLS CHOICE. A royalty will be paid to ADHC from the gross sales of Rolls Choice line of cannabis related adhesive products. After a due diligence period and further research into the development of ROLLS CHOICE product line, the parties anticipate that ADHC will acquire all the assets of ROLLS CHOICE. Additionally, Allen Staines, the founder of ROLLS CHOICE will be responsible for all ADHC and Universal Wellness social media sites including Twitter and Instagram. ROLLS CHOICE has applied for a trademark with the USPTO under the application number 972978083.

#