

## OTC Pink Disclosure Document

**1) Name of the issuer and its predecessor(s):**

HEMP, INC., AUGUST 2012  
MARIJUANA, INC., JULY 2010  
PREACHERS COFFEE INC., JANUARY 2008

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

***Company Headquarters***

Address 1: 8174 S. LAS VEGAS BLVD., #109-367  
Address 2: LAS VEGAS, NV 89123  
Phone: 855-436-7688  
Email: INFO@HEMPINC.COM  
Website(s): WWW.HEMPINC.COM

***IR Contact***

Name: EVEREST CORPORATE ADVISORS, INC.  
Phone: 855-436-7688  
Email: IR@HEMPINC.COM

**3) Security Information:**

Trading Symbol: HEMP

Exact title and class of securities outstanding: COMMON

CUSIP: 423 703 206

Par or Stated Value: \$0.00001

Total shares authorized: 5,491,600,000 as of: 12.31.16

Total shares outstanding: 1,232,057,041 as of: 12.31.16

Preferred share information:

Exact title and class of securities outstanding: PREFERRED COLLECTIBLE

CUSIP: N/A

Par or Stated Value: \$0.00001

Total shares authorized: 8,400,000 as of: 12.31.16

Total shares outstanding: 8,400,000 as of: 12.31.16

Exact title and class of securities outstanding: PREFERRED

CUSIP: N/A

Par or Stated Value: \$0.00001

Total shares authorized: 44,588,911 as of: 12.31.16

Total shares outstanding: 44,588,911 as of: 12.31.16

Exact title and class of securities outstanding: NEW PREFERRED

CUSIP: N/A

Par or Stated Value: \$0.00001

Total shares authorized: 63,791,746 as of: 12.31.16

Total shares outstanding: 30,873,416 as of: 12.31.16

Exact title and class of securities outstanding: PREFERRED K

CUSIP: N/A

Par or Stated Value: \$0.00001

Total shares authorized: 63,791,746 as of: 12.31.16

Total shares outstanding: 63,791,746 as of: 12.31.16

Exact title and class of securities outstanding: PREFERRED K(P)

CUSIP: N/A

Par or Stated Value: \$0.00001

Total shares authorized: 211,208,254 as of: 12.31.16

Total shares outstanding: 120,699,291 as of: 12.31.16

**Transfer Agent**

Name: MADISON STOCK TRANSFER INC.  
Address 1: 2715 CONEY ISLAND AVE., 2<sup>ND</sup> FLOOR  
Address 2: BROOKLYN, NY 11235  
Phone: 718-627-4453

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

List any restrictions on the transfer of security:

RULE 144

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

NONE

Within the past year please list any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization:

NONE

**4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

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

ISSUANCES FOR SERVICES, DEBT, AND CASH

9,499,023 post-splits (94,990,222 pre-split) COMMON SHARES ISSUED FOR SERVICES IN 2011  
30,753,750 (307,537,500 pre-split) COMMON ISSUED FOR MARKETABLE SECURITIES IN 2011  
34,446,222 post split (344,462,219 pre-split) COMMON SHARES ISSUED FOR SERVICES IN 2012  
193,836,430 PREFERRED K SHARES ISSUED FOR DEBT IN 2012; B.PERLOWIN  
310,000 post split (3,100,000 pre-split) COMMON ISSUED FOR SERVICES DURING QE 3.31.13  
1,000,000 post split (10,000,000 pre-split) COMMON SHARES ISSUED FOR SERVICES IN QE 6.31.13  
1,511,112 post split (15,111,111 pre-split) COMMON ISSUED FOR SERVICES IN QE 9/30/13  
4,500,000 post split (45,000,000 pre-split) COMMON ISSUED FOR SERVICES IN QE 12/31/13  
3,621,663 post split (36,216,629 pre-split) COMMON ISSUED FOR SERVICES IN QE 3/31/14  
17,869 post split (178,682 pre-split) COMMON ISSUED FOR SERVICES IN QE 6.30.14  
85,360,723 PREFERRED K SHARES ISSUED FOR DEBT IN QE 6.30.14  
575,000 PREFERRED K SHARES ISSUED FOR SERVICES IN QE 9.30.14  
500,000 post split (5,000,000 pre-split) COMMON ISSUED FOR PREPAID INTEREST IN QE 9.30.14  
2,656,088 post split (26,560,874 pre-split) COMMON ISSUED FOR SERVICES IN QE 9.30.14  
857,785 post split (8,577,848 pre-split) COMMON ISSUED FOR SERVICES IN QE 12.31.14  
1,180,180 PREFERRED K CANCELLED IN QE 3.31.15  
200,000 post split (2,000,000 pre-split) COMMON CANCELLED IN QE 3.31.15

200,000 post split (2,000,000 pre- split) COMMON ISSUED FOR SERVICES IN 3.31.15  
310,000 PREFERRED K CONVERTED INTO 3,100,000 IN QE 3.31.15  
549,027 PREFERRED K ISSUED FOR SERVICES IN QE 3.31.15  
4,686,319 post split (46,863,182 pre-split) COMMON SHARES FOR DEBT IN QE 6.30.15  
29,008,334 PREFERRED K CONVERTED TO 29,008,334 post split (290,083,340 pre-split) COMMON SHARES IN QE 6.30.15  
20,000,000 PREFERRED CONVERTED TO 5,000,000 post split (50,000,000 pre-split) COMMON SHARES IN QE 6.30.15  
6,914,800 PREFERRED AND 6,271,300 PREFERRED K CONVERTED TO 8,000,000 post split (80,000,000 pre-split) COMMON SHARES IN QE 6.30.15  
63,186 PREFERRED K SHARES ISSUED FOR SERVICES IN QE 6.30.15  
95,746,419 PREFERRED K SHARES ISSUED FOR DEBT IN QE 6.30.15  
44,064,007 PREFERRED K CONVERTED TO 44,064,007 POST SPLIT (440,640,070 PRE-SPLIT) COMMON IN QE 9.30.15  
30,000,000 PREFERRED CONVERTED TO 7,500,000 POST SPLIT (75,000,000 PRE-SPLIT) COMMON IN QE 9.30.15  
26,444,674 POST SPLIT COMMON ISSUED FOR SERVICES IN QE 9.30.15  
1,980,000 PREFERRED K ISSUED FOR SERVICES IN QE 9.30.15.  
3,800,000 PREFERRED K CONVERTED TO 3,800,000 COMMON IN QE 12.31.15  
300,000 PREFERRED K(P) ISSUED FOR SERVICES IN QE 12.31.15  
45,226,427 PREFERRED K(P) ISSUED FOR SUBSRIPTIONS IN QE 12.31.15  
55,227,920 COMMON ISSUED FOR SERVICES IN QE 12.31.15  
11,120,636 PREFERRED K CONVERTED TO 11,120,636 COMMON IN QE 3.31.16  
6,800,000 PREFERRED CONVERTED TO 1,700,000 COMMON IN QE 3.31.16  
85,717,264 COMMON ISSUED FOR SERVICES IN QE 3.31.16  
4,118,476 PREFERRED K CONVERTED TO 4,118,476 COMMON IN QE 6.30.16  
5,000,000 PREFERRED K(P) CONVERTED TO 50,000,000 COMMON IN QE 6.30.16  
143,724,995 COMMON ISSUED FOR SERVICES IN QE 6.30.16  
2,463,200 PREFERRED K(P) ISSUED FOR SERVICES IN QE 6.30.16  
1,200,000 PREFERRED K(P) CONVERTED TO 12,000,000 COMMON IN QE 9.30.16  
113,181,159 COMMON ISSUED FOR SERVICES IN QE 9.30.16  
5,200,000 COMMON CANCELLED IN QE 9.30.16  
10,272,643 PREFERRED K(P) CONVERTED TO 102,726,430 COMMON IN QE 12.31.16  
3,941,668 PREFERRED K CONVERTED TO 3,941,668 COMMON IN QE 12.31.16  
166,667 PREFERRED CONVERTED TO 41,666 COMMON IN QE 12.31.16  
85,583,538 PREFERRED K CONVERTED 8,400,000 PREFERRED A AND 30,873,416 NEW PREFERRED IN QE 12.31.16  
251,338,938 COMMON ISSUED FOR SERVICES IN QE 12.31.16  
500,000 PREFERRED K(P) ISSUED FOR SERVICES IN QE 12.31.16  
88,682,307 PREFERRED K(P) ISSUED FOR SUBSCRIPTIONS PAYABLE IN QE 12.31.16

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;

N/A

E. The price at which the shares were offered, and the amount actually paid to the issuer;

N/A

F. The trading status of the shares; and

RESTRICTED

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.

YES

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

**5) Financial Statements**

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier

- A. Balance sheet;
- B. Statement of income;
- C. Statement of Stockholders' Equity (Deficit)
- D. Statement of cash flows;
- E. Financial statement notes;

**FINANCIAL STATEMENTS AND FOOTNOTES ARE APPENDED TO THIS DOCUMENT**

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

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

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

HEMP, INC.'S PRIMARY FOCUS IS ON INDUSTRIAL HEMP AND MYRIAD OF CLEAN, GREEN SUSTAINABLE PRODUCTS THAT INDUSTRIAL HEMP OFFERS TO THE WORLD.

Now LEGALIZED, North Carolina will be home to the only industrial hemp commercial decortication facility in the United States, owned and operated by Hemp, Inc. On October 31, 2015, North Carolina's governor, Pat McCrory, passed Senate Bill 313 (by not vetoing it) as "an act to recognize the importance and legitimacy of Industrial Hemp research, to provide for compliance with portions of the Federal Agricultural Act of 2014, and to promote increased agricultural employment."

More states are recognizing the benefits of industrial hemp, which is why we are seeing more and more states pass an industrial hemp bill in favor of industrial hemp. With the largest commercial decortivating plant in the United States, every advancement in the industrial hemp industry reinforces Hemp, Inc.'s advantage in the marketplace because the company is years ahead of the curve. Hemp, Inc.'s subsidiary, Industrial Hemp Manufacturing, LLC (IHM), is also becoming known throughout the industry as a leader in this sector.

Farmers in North Carolina now have the option to cultivate hemp crops with easy access to Hemp, Inc.'s (OTC PINK: HEMP) multipurpose industrial hemp commercial processing facility in Spring Hope, NC. With that being said, the company's primary focus has been on building the infrastructure for the largest industrial hemp processing facility in North America.

In terms of generating revenue, the hemp processing facility is expected to substantially outweigh revenues from the company's product line, which is why the primary focus has been on the plant.

Not only is Hemp, Inc.'s commercial decortication facility the only one in the U.S. that will be able to process raw hemp or kenaf on a large scale, the company is also producing lost circulation material (LCM) for the oil and drilling industries. That's very lucrative partly because LCMs are currently hard to source.

Hemp, Inc. is also very excited at the possibility of growing their own 50 acres of hemp in the spring of 2017, next to their 70,000 square foot industrial hemp processing plant. A tour of this hemp grow, as well as a tour of the facility, will be part of a monthly one-day seminars being offered through Hemp, Inc.'s "Hemp University". Hemp, Inc. is also partnering with land owners and farmers across North Carolina to grow hemp.

Hemp, Inc.'s wholly owned subsidiary, Industrial Hemp Manufacturing, LLC (IHM) already has a signed an agreement to purchase 1,500 acres of hemp from BioRegen Innovation Cooperative, a cooperative enterprise of farmers, industry experts and seed breeders. Industrial Hemp Manufacturing, LLC, according to the Letter of Intent (LOI), will purchase the raw hemp that is to be harvested from BioRegen's land in eastern North Carolina, approximately seventy-five miles from Hemp, Inc.'s industrial hemp processing facility in Spring Hope, North Carolina.

According to IHM's COO David Schmitt, the company plans to purchase an additional 1,500 acres of hemp with other North Carolina farmers thus bringing the total hemp acreage to over 3,000 acres and possibly more.

"Now that the infrastructure of our industrial hemp processing facility is in place and the mill portion of it is almost online, we can focus on building the farming infrastructure for industrial hemp including buying the hemp bailer and building greenhouses in both North Carolina and Arizona," said Bruce Perlowin, CEO of Hemp, Inc.

Perlowin is also exploring the possibilities of developing "Hemp Growing Veteran Village Kins Communities" in North Carolina and looking for more land in other states such as Florida and Kentucky to duplicate the 500-acre demonstration community now being built in Arizona. He currently has 2,500 acres (and counting) of land in Kingman, Arizona where he's building a veteran village on 500 of those acres that would consist of 160 lots of 2 1/2 acre parcels for Kins Domains (eco-villages). Each parcel would grow 1 acre of hemp as well as having organic gardens, natural beehives, a pond, a living fence and other elements that make up a Kins Domain.

An additional 100 acres of hemp will be grown in each one of these 500-acre communities. The revenue from fifty of those acres is used to support that community. The revenue from the other fifty acres of hemp will be used to purchase 2 additional 500-acre parcels of land, thus keeping up with the needs of a large number of veterans that exist now and in the future.

Hemp, Inc. will also be providing monthly, one-day educational seminars every month beginning March, 2017. The company has an outstanding lineup of experts from at least a dozen states all over the country, including New York, Virginia, North Carolina, South Carolina, Nevada, Colorado, Oregon and Kentucky. "The Hemp University," as it's called, will educate its attendees on key topics such as transitioning from traditional farming to organic farming, different hemp cultivar strains, how and where to get certified seeds, planting and harvesting industrial hemp, an in depth history of hemp and its many uses, agronomy, permaculture, ecological advantages and many more courses with an ever expanding curriculum.

It will also cover such topics as organic certification, potential licensing fees, what's happening with industrial hemp in different states around America, high CBD strains and different CBD extraction technologies (which will also be installed and showcased at Hemp, Inc. processing facility) and marketability of the crop.

Hemp, Inc.'s commercial, large scale, 70,000 square foot industrial hemp processing facility, on 9 acres of land in Spring Hope, North Carolina is the only one of this magnitude in North America. It is indeed bound to become the mecca of this new clean green agricultural and industrial American revolution.

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

JANUARY 16, 2008; COLORADO

C. the issuer's primary and secondary SIC Codes;

7380

D. the issuer's fiscal year end date;

DECEMBER 31

E. principal products or services, and their markets;

HEMP, INC.'S PRIMARY FOCUS IS ON INDUSTRIAL HEMP AND MYRIAD OF CLEAN, GREEN SUSTAINABLE PRODUCTS THAT INDUSTRIAL HEMP OFFERS TO THE WORLD.

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

THE ISSUER LEASES AN EXECUTIVE OFFICE SPACE ON A MONTH TO MONTH BASIS WHICH IS ADEQUATE FOR ITS CURRENT NEEDS

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

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

BRUCE PERLOWIN, CEO/CFO/CHAIRMAN; CRAIG PERLOWIN, SECRETARY;

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

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

NONE

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

NONE

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

NONE

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

NONE

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

BRUCE PERLOWIN, CEO/CFO/CHAIRMAN (50%)

**9) Third Party Providers**

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

Legal Counsel

Name: N/A

Accountant or Auditor

Name: N/A

Investor Relations Consultant

Name: N/A

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Name: N/A

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer.

I, BRUCE PERLOWIN, CEO/CFO/CHAIRMAN certify that:

1. I have reviewed this ANNUAL REPORT of HEMP, 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.

4.19.16 [Date]

/S/ BRUCE PERLOWIN [CEO/CFO's Signature]

CEO/CFO [Title]

**Hemp, Inc. and Subsidiaries**

Balance Sheets

(Unaudited)

	December 31, 2016	December 31, 2015
		<u>RESTATED</u>
<u>ASSETS</u>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 306,446	\$ 59,982
Securities held for sale	469,566	405,388
Receivables	65,781	65,781
Inventory	430,686	113,020
Notes receivable	37,500	25,000
Prepaid interest	3,931,474	52,648
Prepaid rent	20,000	20,000
Total Current Assets	5,261,453	741,819
<b>OTHER ASSETS</b>		
LPO software	1,810,775	1,810,775
Tax tracking software	156,250	156,250
Property, Plant, and Equipment-net	5,736,049	2,279,243
Total Other Assets	7,703,074	4,246,268
<b>TOTAL ASSETS</b>	\$ 12,964,527	\$ 4,988,087
<u>LIABILITIES AND STOCKHOLDERS' EQUITY/(DEFICIT)</u>		
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities	\$ 137,395	\$ 115,876
Due to B. Perlowin	69,603	39,300
Due to D. Tobias	16,310	16,310
Payroll taxes payable	57	-
TOTAL CURRENT LIABILITIES	223,365	171,486
<b>NON-CURRENT LIABILITIES</b>		
Contingent disputed liability - JS	12,105	12,105
Note payable and accrued interest	8,835,936	-
TOTAL NON-CURRENT LIABILITIES	8,848,041	12,105
<b>TOTAL LIABILITIES</b>	9,071,406	183,591
<b>STOCKHOLDERS' DEFICIT</b>		
Preferred Collectible stock:		
8,400,000 shares authorized, \$0.00001 par value		
8,400,000 and -0- shares issued	84	-
Preferred stock:		
44,588,911 shares authorized, \$0.00001 par value		
44,588,911 and 51,555,578 shares issued	446	516
New Preferred stock:		
65,411,089 shares authorized, \$0.00001 par value		
30,873,416 and -0- shares issued	309	-
Preferred K stock:		
63,791,746 shares authorized, \$0.00001 par value		
63,791,746 and 168,556,064 shares issued	638	1,686
Preferred K(P) stock:		
211,208,254 shares authorized, \$0.00001 par value		
120,699,291 and 45,526,427 shares issued	1,207	455
Common stock:		
5,491,600,000 common shares, \$0.00001 par value		
1,232,057,041 and 457,645,809 shares issued	12,321	4,577
Additional paid-in capital	50,823,857	26,254,548
Subscriptions payable	-	2,498,710
Other comprehensive income/(expense)	(5,944,078)	(5,338,213)
Retained earnings/(deficit)	(41,001,579)	(18,617,783)
Total Stockholders' Equity/(Deficit)	3,893,121	4,804,496
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	\$ 12,964,527	\$ 4,988,087



**Hemp, Inc. and Subsidiaries**  
**Statements of Operations**  
(Unaudited)

	For the Year Ended December 31,	
	2016	2015
SALES	\$ 754,841	\$ 113,221
Cost of sales	21,207	83,697
GROSS MARGIN	733,634	29,524
OPERATING EXPENSES		
Compensation - stock based	19,846,985	6,305,593
Professional and consulting fees	453,581	230,373
Occupancy expenses	432,322	204,537
Travel	168,825	38,300
Advertising and promotion	248,479	351,625
General and administrative	1,074,339	586,832
Total Operating Expenses	22,224,531	7,717,260
NET INCOME (LOSS) FROM OPERATIONS	(21,490,897)	(7,687,736)
OTHER INCOME (EXPENSE)		
Gains/(losses)	12,586	(503,793)
Dividend income		5,410
Interest income	17	4
Other income		21,794
Interest expense	(905,501)	(661,004)
Total other income (expense)	(892,898)	(1,137,589)
NET INCOME (LOSS) BEFORE TAXES	(22,383,795)	(8,825,325)
Provision for income taxes	-	-
NET INCOME (LOSS)	\$ (22,383,795)	\$ (8,825,325)
PER SHARE DATA:		
Basic and diluted income (loss) per common share	\$ (0.03)	\$ (0.03)
Weighted average number of common shares outstanding	753,492,740	339,124,423

The accompanying notes are an integral part of these statements

**Hemp, Inc. and Subsidiaries**  
Statement of Stockholders' Equity (Deficit)  
(Unaudited)

	Preferred A Artistic Shares		Preferred Stock		New Preferred Stock		Preferred K Stock		Preferred K(P) Stock		Common Stock		Additional Paid-in Capital	Sub- scriptions Payable	Other Com- prehensive Income/ (Expense)	Retained Earnings/ (Deficit)	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount					
Balance - December 31, 2014	-	-	108,470,378	1,085	-	-	154,851,253	1,548	-	-	273,604,192	2,736	15,601,075	605,821	(5,092,884)	(9,081,410)	2,037,971
Rounding														(9)			
January 1, 2015 - Preferred K stock cancelled			-	-			(1,180,180)	(12)			-	-	12	-	-	-	-
January 7, 2015 - Preferred K stock issued for services			-	-			200,000	2			-	-	73,398	-	-	-	73,400
January 7, 2015 - Preferred K stock issued for services			-	-			100,000	1			-	-	36,699	-	-	-	36,700
January 7, 2015 - Preferred K stock issued for services			-	-			10,000	0			-	-	3,670	-	-	-	3,670
January 21, 2015 - Preferred K stock issued for services			-	-			17,960	0			-	-	5,873	-	-	-	5,873
January 21, 2015 - Preferred K stock issued for services			-	-			50,000	1			-	-	16,350	-	-	-	16,350
January 21, 2015 - Preferred K stock issued for services			-	-			25,000	0			-	-	8,175	-	-	-	8,175
January 30, 2015 - Common stock cancelled			-	-			-	-			(200,000)	(2)	2	-	-	-	-
February 11, 2015 - Preferred K stock converted to common			-	-			(10,000)	(0)			10,000	0	-	-	-	-	-
February 11, 2015 - Preferred K stock converted to common			-	-			(200,000)	(2)			200,000	2	-	-	-	-	-
February 11, 2015 - Preferred K stock issued for services			-	-			-	-			200,000	2	63,998	-	-	-	64,000
February 25, 2015 - Preferred K stock issued for services			-	-			19,455	0			-	-	6,167	-	-	-	6,167
March 13, 2015 - Preferred K stock converted to common			-	-			(100,000)	(1)			100,000	1	-	-	-	-	-
March 23, 2015 - Preferred K stock issued for services			-	-			20,875	0			-	-	5,553	-	-	-	5,553
March 25, 2015 - Preferred K stock issued for services			-	-			105,737	1			-	-	30,028	-	-	-	30,029
Rounding								9					(5,861)				108,395
April 27, 2015 - Preferred K stock issued for services			-	-			27,803	0			-	-	5,838	-	-	-	5,839
April 29, 2015 - Preferred K stock issued for services			-	-			3,000	0			-	-	627	-	-	-	627
May 26, 2015 - Common stock issued for debt			-	-			-	-			928,505	9	99,991	-	-	-	100,000
June 2, 2015 - Preferred K stock issued for services			-	-			32,383	0			-	-	5,861	-	-	-	5,861

The accompanying notes are an integral part of these statements

June 3, 2015 - Common stock issued for debt	-	-	-	-	1,160,631	12	124,988	-	-	-	125,000
June 3, 2015 - Preferred K stock converted to common	-	-	(4,000,000)	(40)	4,000,000	40	-	-	-	-	-
June 17, 2015 - Common stock issued for debt	-	-	-	-	1,103,753	11	99,989	-	-	-	100,000
June 18, 2015 - Preferred K stock converted to common	-	-	(200,000)	(2)	200,000	2	-	-	-	-	-
June 23, 2015 - Preferred K stock converted to common	-	-	(20,000,000)	(200)	20,000,000	200	-	-	-	-	-
June 23, 2015 - Preferred K stock converted to common	-	-	(3,500,000)	(35)	3,500,000	35	-	-	-	-	-
June 23, 2015 - Preferred K stock converted to common	-	-	(500,000)	(5)	500,000	5	-	-	-	-	-
June 24, 2015 - Preferred stock converted to common	(20,000,000)	(200)	-	-	5,000,000	50	150	-	-	-	-
June 24, 2015 - Common stock issued for debt	-	-	-	-	1,493,429	15	124,985	-	-	-	125,000
June 24, 2015 - Preferred K stock issued for debt	-	-	81,000,000	810	-	-	1,303,290	-	-	-	1,304,100
June 24, 2015 - Preferred K stock issued for debt	-	-	6,042,197	60	-	-	97,219	-	-	-	97,279
June 24, 2015 - Preferred K stock issued for debt	-	-	8,000,000	80	-	-	128,720	-	-	-	128,800
June 24, 2015 - Preferred K stock issued for debt	-	-	704,222	7	-	-	11,331	-	-	-	11,338
June 25, 2015 - Preferred stock and Preferred K stock converted to common	(6,914,800)	(69)	(6,271,300)	(63)	8,000,000	80	52	-	-	-	-
June 26, 2015 - Preferred K stock converted to common	-	-	(808,334)	(8)	808,334	8	-	-	-	-	-
July 1, 2015 - Debt converted to subscriptions payable								2,284,881			2,284,881
July 1, 2015 - Preferred stock converted to common	(30,000,000)	(300)			7,500,000	75	225				-
July 1, 2015 - Common stock issued for services					2,240,870	22	259,919				259,941
July 2, 2015 - Preferred K stock converted to common			(5,041,546)	(50)	5,041,546	50					-
July 2, 2015 - Preferred K stock converted to common			(2,677,419)	(27)	2,677,419	27					-
July 13, 2015 - Preferred K stock converted to common			(8,000,000)	(80)	8,000,000	80					-
July 13, 2015 - Preferred K and common stock issued for services			1,580,000	16	1,580,000	16	372,848				372,880
July 14, 2015 - Common stock issued for services					1,000,000	10	113,990				114,000

The accompanying notes are an integral part of these statements

July 15, 2015 - Common stock issued for services			2,627,248	26	323,125	323,152
July 22, 2015 - Preferred K stock converted to common	(400,000)	(4)	400,000	4		-
July 22, 2015 - Preferred K stock converted to common	(200,000)	(2)	200,000	2		-
July 29, 2015 - Common stock issued for services	400,000	4			59,996	60,000
August 4, 2015 - Preferred K stock converted to common	(1,400,000)	(14)	1,400,000	14		-
August 4, 2015 - Preferred K stock converted to common	(200,000)	(2)	200,000	2		-
August 4, 2015 - Preferred K stock converted to common	(2,000,000)	(20)	2,000,000	20		-
August 4, 2015 - Preferred K stock converted to common	(2,100,000)	(21)	2,100,000	21		-
August 4, 2015 - Preferred K stock converted to common	(200,000)	(2)	200,000	2		-
August 4, 2015 - Preferred K stock converted to common	(420,042)	(4)	420,042	4		-
August 11, 2015 - Preferred K stock converted to common	(8,000,000)	(80)	8,000,000	80		-
August 11 2015 - Preferred K stock converted to common	(8,000,000)	(80)	8,000,000	80		-
August 12, 2015 - Common stock issued for services			853,997	9	125,529	125,538
August 18, 2015 - Common stock issued for services			1,893,939	19	132,557	132,576
August 19, 2015 - Common stock issued for services			7,412	0	600	600
August 20, 2015 - Preferred K stock converted to common	(5,025,000)	(50)	5,025,000	50		-
August 28, 2015 - Common stock issued for services			3,180,662	32	251,240	251,272
September 8, 2015 - Common stock issued for services			3,307,888	33	218,288	218,321
September 16, 2015 - Common stock issued for services			3,858,025	38	208,295	208,333
September 18, 2015 - Preferred K stock converted to common	(400,000)	(4)	400,000	4		-
September 18, 2015 - Common stock issued for services			420,000	4	23,096	23,100
September 18, 2015 - Common stock issued for services			300,000	3	16,497	16,500
September 18, 2015 - Common stock issued for services			367,241	4	20,194	20,198
September 29, 2015 - Common						

The accompanying notes are an integral part of these statements

stock issued for services				4,807,692	48	254,760		254,808
Rounding		(8)		68	1	(1)		1
October 2, 2015 - Preferred K stock converted to common	(1,800,000)	(18)		1,800,000	18			-
October 7, 2015 - Common stock issued for services				840,000	8	43,672		43,680
October 7, 2015 - Common stock issued for services				200,000	2	10,398		10,400
October 7, 2015 - Preferred K stock converted to common	(300,000)	(3)		300,000	3			-
October 8, 2015 - Common stock issued for services				5,076,142	51	319,746		319,797
October 16, 2015 - Common stock issued for services				5,414,552	54	313,990		314,044
October 27, 2015 - Common stock issued for services				5,245,347	52	293,687		293,739
October 28, 2015 - Preferred K stock converted to common	(200,000)	(2)		200,000	2			-
October 28, 2015 - Preferred K(P) stock issued for subscriptions payable			45,226,427	452		2,306,096	(2,306,548)	
November 3, 2015 - Common stock issued for services				8,460,237	85	854,399		854,484
November 10, 2015 - Common stock issued for services				3,506,184	35	273,447		273,482
November 17, 2015 - Common stock issued for services				5,000,008	50	304,950		305,000
November 17, 2015 - Common stock issued for services				3,846,153	38	234,577		234,615
November 24, 2015 - Preferred K(P) stock issued for services			300,000	3		17,097		17,100
December 2, 2015 - Common stock issued for services				200,000	2	11,198		11,200
December 2, 2015 - Common stock issued for services				200,000	2	11,198		11,200
December 2, 2015 - Preferred K converted to Common	(1,500,000)	(15)		1,500,000	15			
December 2, 2015 - Common stock issued for services				5,139,019	51	287,734		287,785
December 17, 2015 - Common stock issued for services				3,700,278	37	186,827		186,864
December 23, 2015 - Common stock issued for services				8,000,000	80	399,920		400,000
December 24, 2015 - Common stock issued for services				50,000	1	2,575		2,575

The accompanying notes are an integral part of these statements

December 24, 2015 - Common stock issued for services							50,000	1	2,575				2,575
December 24, 2015 - Common stock issued for services							50,000	1	2,575				2,575
December 24, 2015 - Common stock issued for services							50,000	1	2,575				2,575
December 24, 2015 - Common stock issued for services							100,000	1	5,149				5,150
December 24, 2015 - Common stock issued for services							100,000	1	5,149				5,150
Rounding							(4)	1	12	(1)			
Debt converted to subscriptions payable											2,050,236		2,050,236
Other comprehensive income/(expense)	-	-	-	-	-	-	-	-	-	-	(245,328)	-	(245,328)
Income (Loss) for the year ended	-	-	-	-	-	-	-	-	-	-	-	(9,536,373)	(9,536,373)
Balance - December 31, 2015	51,555,578	516	168,556,064	1,686	45,526,427	455	457,645,809	4,577	26,254,548	2,498,710	(5,338,213)	(18,617,783)	4,804,497
January 8, 2016 - Common stock issued for services							8,695,652	87	356,435				356,522
January 19, 2016 - Common stock issued for services							1,000,000	10	31,490				31,500
January 20, 2016 - Common stock issued for services							14,159,292	142	444,460				444,602
January 26, 2016 - Common stock issued for services							11,611,032	116	359,826				359,942
February 11, 2016 - Common stock issued for services							1,700,000	17	64,413				64,430
February 11, 2016 - Common stock issued for services							1,000,000	10	37,890				37,900
February 11, 2016 - Common stock issued for services							1,700,000	17	64,413				64,430
February 11, 2016 - Common stock issued for services							1,000,000	10	37,890				37,900
February 17, 2016 - Common stock issued for services							1,000,000	10	37,990				38,000
March 7, 2016 - Common stock issued for services							7,079,646	71	261,876				261,947
March 8 - Preferred K converted to Common			(10,000)	0			10,000	0					
March 8, 2016 - Common stock issued for services							7,922,654	79	297,020				297,099
March 16 - Preferred stock converted to common	(6,800,000)	(68)					1,700,000	17	51				-
March 8 - Preferred K converted to Common			(8,704,222)	(87)			8,704,222	87					
March 18, 2016 - Common stock issued for services							50,000	1	2,145				2,145

The accompanying notes are an integral part of these statements

March 18 - Preferred K converted to Common	(2,406,414)	(24)		2,406,414	24		
March 22, 2016 - Common stock issued for services				14,285,714	143	714,143	714,286
March 28, 2016 - Common stock issued for services				14,513,274	145	915,642	915,787
Debt converted to subscriptions payable						161,759	161,759
April 1, 2016 - Common stock issued for services				5,200,000	52	267,748	267,800
April 8, 2016 - Preferred K converted to Common	(4,000,000)	(40)		4,000,000	40		
April 20, 2016 - Common stock issued for services				17,832,079	178	793,350	793,528
April 20, 2016 - Preferred K(P) stock issued for services			2,400,000	24		1,067,976	1,068,000
April 20, 2016 - Preferred K(P) stock issued for services			63,200	1		28,123	28,124
April 22, 2016 - Preferred K(P) converted to Common			(5,000,000)	(50)	50,000,000	500	(450)
May 2, 2016 - Common stock issued for services				12,531,328	125	497,369	497,494
May 12, 2016 - Common stock issued for services				250,000	3	11,723	11,725
May 25, 2016 - Common stock issued for services				10,619,469	106	469,275	469,381
May 31, 2016 - Common stock issued for services				20,000,000	200	863,800	864,000
June 9, 2016 - Preferred K converted to Common	(118,476)	(1)		118,476	1		
June 27, 2016 - Common stock issued for services				27,752,989	278	962,751	963,029
June 27, 2016 - Common stock issued for services				27,800,000	278	964,382	964,660
June 27, 2016 - Common stock issued for services				21,739,130	217	754,131	754,348
July 13, 2016 - Common stock issued for services				9,000,020	90	260,911	261,001
August 1, 2016 - Common stock issued for services				9,400,000	94	281,906	282,000
August 9, 2016 - Preferred K(P) converted to Common			(1,200,000)	(12)	12,000,000	120	(108)
August 10, 2016 - Common stock issued for services				12,050,000	121	408,375	408,495
August 16, 2016 - Common stock issued for services				573,909	6	19,794	19,800

The accompanying notes are an integral part of these statements

August 16, 2016 - Common stock issued for services					17,711,504	177	610,870		611,047
August 23, 2016 - Common stock issued for services					8,622,519	86	249,967		250,053
August 25, 2016 - Common stock issued for services					19,115,044	191	544,588		544,779
August 30, 2016 - Common stock cancelled					(5,200,000)	(52)	52		0
September 9, 2016 - Common stock issued for services					20,408,163	204	593,674		593,878
September 21, 2016 - Common stock issued for services					16,300,000	163	438,307		438,470
October 5, 2016 - Preferred K converted to Common			(3,000,000)	(30)	3,000,000	30			
October 5, 2016 - Preferred K converted to Common			(400,000)	(4)	400,000	4			
October 7, 2016 - Common stock issued for services					17,500,000	175	489,825		490,000
October 14, 2016 - Preferred K(P) converted to Common				(100,000)	(1)	1,000,000	10	9	
October 14, 2016 - Common stock issued for services					21,238,938	212	619,965		620,177
October 19, 2016 - Preferred K converted to Common			(100,000)	(1)	100,000	1			
October 20, 2016 - Common stock issued for services					15,000,000	150	449,850		450,000
October 20, 2016 - Preferred K(P) stock issued for services				500,000	5		149,995		150,000
October 26, 2016 - Common stock issued for services					28,250,000	283	1,183,393		1,183,675
October 27, 2016 - Common stock issued for services					14,159,292	142	512,425		512,566
October 31, 2016 - Preferred K converted to Preferred and Preferred A	8,400,000	84	30,873,416	309	(85,583,538)	(856)		(463)	
October 31, 2016 - Preferred K(P) converted to Common					(300,000)	(3)	3,000,000	30	27
October 31, 2016 - Preferred K(P) converted to Common					(4,522,643)	(45)	45,226,430	452	407
November 2, 2016 - Common stock issued for services					14,513,274	145	623,926		624,071
November 7, 2016 - Common stock issued for services					21,190,000	212	866,459		866,671
November 10, 2016 - Common stock issued for services					14,867,257	149	402,754		402,903
November 10, 2016 - Preferred K(P) converted to Common					(100,000)	(1)	1,000,000	10	9

The accompanying notes are an integral part of these statements



November 10, 2016 - Preferred K(P) converted to Common										(200,000)	(2)	2,000,000	20	18			
November 16, 2016 - Preferred converted to Common	(166,667)	(2)										41,666	0	(2)		-	
November 16, 2016 - Preferred K converted to Common										(41,668)	(0)	41,668	0				
November 16, 2016 - Preferred K(P) converted to Common										(200,000)	(2)	2,000,000	20	18			
November 17, 2016 - Common stock issued for services												15,221,239	152	477,795		477,947	
November 18, 2016 - Preferred K(P) converted to Common										(200,000)	(2)	2,000,000	20	18			
November 18, 2016 - Preferred K converted to Common										(400,000)	(4)	400,000	4				
November 21, 2016 - Common stock issued for services												27,330,000	273	786,831		787,104	
November 25, 2016 - Preferred K(P) converted to Common										(1,200,000)	(12)	12,000,000	120	108			
December 2, 2016 - Common stock issued for services												21,238,938	212	636,956		637,168	
December 5, 2016 - Preferred K(P) converted to Common										(300,000)	(3)	3,000,000	30	27			
December 8, 2016 - Preferred K(P) converted to Common										(100,000)	(1)	1,000,000	10	9			
December 9, 2016 - Common stock issued for services												3,000,000	30	85,470		85,500	
December 9, 2016 - Common stock issued for services												3,000,000	30	85,470		85,500	
December 9, 2016 - Common stock issued for services												3,000,000	30	85,470		85,500	
December 16, 2016 - Common stock issued for services												29,330,000	293	806,282		806,575	
December 16, 2016 - Preferred K(P) converted to Common										(250,000)	(3)	2,500,000	25	23			
December 16, 2016 - Preferred K(P) converted to Common										(300,000)	(3)	3,000,000	30	27			
December 20, 2016 - Common stock issued for services												2,500,000	25	68,725		68,750	
December 23, 2015 - Preferred K(P) stock issued for subscriptions payable										88,682,307	887			2,659,582	(2,660,469)		
December 29, 2016 - Preferred K(P) converted to Common										(2,500,000)	(25)	25,000,000	250	225			
Other comprehensive income/(expense)	-	-								-	-	-	-	-	(605,865)	(605,865)	
Income (Loss) for the year ended	-	-								-	-	-	-	-	-	(22,383,795)	(22,383,795)
Balance - December 31, 2016	8,400,000	84	44,588,911	446	30,873,416	309	63,791,746	639	120,699,291	1,207	1,232,057,041	12,321	50,960,374	(0)	(5,944,078)	(41,001,578)	3,893,121

The accompanying notes are an integral part of these statements

**Hemp, Inc. and Subsidiaries**  
**Statements of Cash Flows**  
(Unaudited)

	For the Year Ended December 31,	
	2016	2015
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income (loss)	\$ (22,383,795)	\$ (8,825,325)
Adjustments to reconcile net income (loss) to net cash from operating activities:		
Depreciation and amortization	-	-
Issuance of stock for services	19,846,985	6,305,593
Changes in Operating Assets and Liabilities:		
Inventory	(317,666)	321
Receivables	-	(80,781)
Prepaid interest	3,878,826	(435,885)
Accounts payable and accrued liabilities	(21,519)	(62,749)
Net cash from operating activities	1,002,831	(3,098,826)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Securities held for sale	(64,178)	2,038,881
Property, plant, and equipment	(3,456,806)	(1,143,616)
Net cash from investing activities	(3,520,984)	895,265
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Advances from related parties	30,303	39,300
Notes payable	-	
Subscriptions payable	2,734,314	2,140,760
Net cash from financing activities	2,764,617	2,180,060
NET CHANGE IN CASH	246,464	(23,501)
CASH AT BEGINNING OF PERIOD	59,982	83,483
CASH AT END OF PERIOD	\$ 306,446	\$ 59,982
<b>SUPPLEMENTAL CASH FLOW DISCLOSURES</b>		
Cash paid for interest	\$ 905,501	\$ -
Cash paid for income taxes	\$ -	\$ -
<b>NON-CASH INVESTING AND FINANCING ACTIVITIES</b>		
Preferred K shares issued for debt	\$ -	\$ -
Common stock issued for prepaid interest	\$ -	\$ -
Warrants issued for prepaid interest	\$ -	\$ -

The accompanying notes are an integral part of these statements

HEMP, INC.  
NOTES TO UNAUDITED FINANCIAL STATEMENTS  
DECEMBER 31, 2016

**Note 1 - Organization and Basis of Presentation**

***Organization and Line of Business***

The "Company" was incorporated on January 16, 2008 in Colorado as Preachers Coffee, Inc. and was given the trading symbol PCIO. On November 11, 2009 the Company changed its name to Marijuana, Inc. On October 10, 2011 the trading symbol was changed to HEMP. Subsequently the name was changed to Hemp, Inc.

Initially, the Company launched a comprehensive network of information, services and products focused on the rapidly emerging medical and recreational marijuana industries and movements. The Company has assembled the components of all encompassing educational, social networking, affinity programs, and distribution networks through internal development, mergers and acquisitions, and joint ventures. These components are being seamlessly integrated into a process designed to take the consumer from curious, to knowledgeable, to a satisfied and loyal community member with a lasting relationship with the Company through education, information, social networking, and product purchases.

After the name change, from Marijuana, Inc. to Hemp, Inc., the company's primary focus shifted to industrial hemp and the myriad of clean, green sustainable products that industrial hemp offers to the world.

**Basis of Presentation**

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America.

**Note 2 - Summary of Significant Accounting Policies**

**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. Actual results could differ from those estimates.

**Principles of Consolidation**

These consolidated financial statements include the accounts of the Company's wholly owned subsidiaries. All significant intercompany transactions have been eliminated.

**Cash and Cash Equivalents**

Cash and cash equivalents include cash in hand and cash in time deposits, certificates of deposit and all highly liquid debt instruments with original maturities of three months or less.

**Securities Held for Sale**

On August 15, 2011, ten million five hundred thousand (10,500,000) freely trading shares of Medical Marijuana, Inc., ("MJNA") were exchanged for 307,537,500 shares of the Company's common stock. As of December 31, 2013, all MJNA shares had been sold and any gains or losses had been recognized.

During the Quarter ended March 31, 2014 for services rendered to eight corporate customers the Company received OTC listed equity securities classified as held for sale. The equity securities were recorded by the Company at the closing quotations for an aggregate of \$5,308,115.

On May 21, 2014, the Company entered into a Stock Sale and Purchase Agreement with Bioadaptives Inc. through its wholly owned subsidiary BioSwan, Inc., pursuant to which, the Company agreed to purchase 200,000,000 shares of restricted stock of CleanPath Resources Corp., ("CleanPath") in exchange for 1,057,362 shares of the Company's restricted common stock. The transaction was recorded at the closing price of the CleanPath shares which was lower than the market value of the Company shares on that date. The CleanPath shares were received on that date. The Company issued Preferred K shares in lieu of the common shares called for in the agreement.

### **Deposits**

Deposits are the balances outstanding that have not been redeemed as of the date of the Financial Statements.

### **Accounts Receivable/Other Receivable**

Accounts Receivable are amounts due to the company from sales or services rendered.

### **Notes Receivable**

Notes Receivable are executed contractual obligations to the Company reflecting amounts due for sales or services rendered by the Company.

### **Property and Equipment**

Property and equipment are stated at cost. Expenditures for maintenance and repairs are charged to earnings as incurred; additions, renewals and betterments are capitalized. When property and equipment are retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the respective accounts, and any gain or loss is included in operations. Depreciation of property and equipment is provided using the straight line method over their useful lives.

### **Inventory**

Inventory has been recorded at the lower of cost or fair market value.

### **Revenue Recognition**

The Company's revenue recognition policies are in compliance with SEC Staff Accounting Bulletin ("SAB") 104.

### **Stock-Based Compensation**

The Company accounts for its stock-based compensation in accordance with SFAS No. 123R, "ShareBased Payment, an Amendment of FASB Statement no. 123." The Company recognizes in the statement of operations the grant-date fair value of stock options and other equity-based compensation issued to employees and non-employees.

### **Income Taxes**

The Company utilizes the SFAS No. 109, "Accounting for Income Taxes," which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred income taxes are

recognized for the tax consequences in the future years of differences between the tax bases of assets and liabilities and their financial reporting amounts at each period and based on enacted tax laws and statutory tax rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amount expected to be realized.

### **Basic and Diluted Earnings per Share**

Earnings per share are calculated in accordance with the SFAS No. 128 ("SFAS No. 128"), "Earnings per Share." Net earnings per share for all periods presented have been restated to reflect the adoption of SFAS No. 128. Basic earnings per share is based upon the weighted average number of common shares outstanding. Diluted earnings per share is based on the assumption that all dilutive convertible shares and stock options were converted or exercised. There are convertible shares as discussed in Note 8. There are no options or warrants. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. At this time there are no stock options granted.

### **Note 3 - Going Concern**

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles in the United States of America, which contemplates continuation of the Company as a going concern.

### **Note 4 - Accounts Payable**

Accounts payable represent amounts owed to vendors for products and/or services rendered but not yet paid for in full.

### **Note 5 - Notes Payable**

Notes payable was incurred for plant, property, equipment and inventory financing. The president of the Company pledged 23,500,000 shares of the Company's Preferred K stock to further secure this financing. The Company recorded \$951,150 in additional interest expense related to this collateral pledge.

On May 25, 2015 the lender exercised its right to foreclose on a 4,000,000 share Preferred K certificate pledged by the president which triggered debt assumption by the president.

Subsequently issued working capital notes payable were issued pursuant to a continuing financing agreement and are classified as non-current due to repayment characteristics.

The President and major shareholder has entered into a series of personal loans and has advanced the loan proceeds to the Company. He has personally guaranteed these loans and has pledged personal assets to collateralize these loans. Loan proceeds have been used by the Company to purchase the property, plant, and equipment located in North Carolina and to fund the ongoing operations of the Company. The terms of the loans are so draconian the President is continuing to be in "technical default" and as such the Lender immediately forecloses on the President's pledged assets. The advances to the Company classified as Subscriptions Payable as directed by the President.

The Company has continued to use borrowings to fund its business activities through a series of loans with differing terms. The funds advanced against the notes are discounted and the notes bear interest at a stated rate of 12%.

### **Note 6 - Loans To/From Officers**

Loans are stated at par and are represented in aggregate. Such sum represents the loan of funds and/or withdrawal of funds by officers and is not considered revenue to the company, not income to individual officers.

The President and major shareholder has entered into a series of personal loans and has advanced the loan proceeds to the Company. He has personally guaranteed these loans and has pledged personal assets to collateralize these loans. Loan proceeds have been used by the Company to purchase the property, plant, and equipment located in North Carolina and to fund the ongoing operations of the Company. The terms of the loans are so draconian the President is continuing to be in "technical default" and as such the Lender immediately forecloses on the President's pledged assets. The advances to the Company classified as Subscriptions Payable as directed by the President.

#### **Note 7 - Stock Options and Warrants**

Pursuant to the financing agreement(s) for the purchase of the decortication plant, land, and equipment the Company issued 10,000,000 Warrants.

#### **Note 8 - Preferred Shares**

The company has several types of preferred shares; Preferred A, Preferred, New Preferred, Preferred K, Preferred K(P), and Preferred Q.

#### **Note 9 – Potential Conflicts of Interest**

From time to time members of management and or stakeholders may enter into financial arrangements that must be examined to determine if such arrangements pose a conflict of interest that would precipitate the Company intervention.

On the 17<sup>th</sup> day of April, 2013 Bruce Perlowin (BP) personally entered into a verbal agreement with Diversified Investments, LLC (DI) for software development and analysis of strategic business opportunities, technologies, and products that could be beneficial to Bruce Perlowin. The Company had no involvement whatsoever in the agreement. The agreement called for BP to pay DI 40,000,000 shares of the Company's common stock for the services with the shares fully earned by October 17, 2013. DI completed its obligations under the agreement within the specified time frame and BP completed his obligation under the agreement with the issuance of 40,000,000 shares of HEMP common on April 7, 2014. An examination of this of this arrangement was determined to not pose a conflict of interest.

On December 10, 2014 BP and DI entered into a subsequent consulting agreement for software development and analysis of strategic business opportunities, technologies, and products that could be beneficial to Bruce Perlowin. The Company has no involvement whatsoever in this consulting agreement. The agreement calls for BP to pay DI 10,000,000 shares of the Company's common stock monthly for each month services are rendered. Shares are to be paid in advance and considered fully earned on the first day of each month. An examination of this of this arrangement was determined to not pose a conflict of interest.

#### **Note 10 – Dividends**

The Company has not declared or distributed any cash dividends. However, during the year ended December 31, 2013 the Company declared a non-cash dividend in the form 2,000,000 shares of the Common Stock of BioAdaptives, Inc. ("Bio"), held for sale by the Company. Company shareholders received one share of Bio common stock for every 923 shares of Hemp common stock they held as of the record date for the distribution. Bio agreed to issue an additional 5,000 shares as may be required to avoid issuance of fractional shares. The record date for the distribution corresponded to the effective date of the S-1 registration statement filed by Bio which was January 13, 2014.

The Company is considered an “underwriter” within the meaning of the Securities Act of 1933 in connection with this distribution of Bio common shares to its shareholders. The shareholders of the Company receiving shares in the distribution may also be considered underwriters within the meaning of the Securities Act of 1933 in connection with the resale of the distributed shares.

As at the distribution date there was no public market for Bio securities. Since then Bio under the symbol BDPT now trades on the OTC Market.

#### **Note 11 – Decortication Plant**

On May 12, 2014, the Company purchased decortication equipment for processing kenaf, a fibrous plant used in industrial, commercial, and consumer applications, and for the anticipated future processing of hemp. On August 7, 2014 the Company acquired a 70,000 square-foot North Carolina factory building on 8 acres to house the decortication equipment along rolling stock and forklifts. The Company’s CEO advanced the \$17,000 to open escrow on the purchase. The Company borrowed \$1,600,000 to finance the purchase of the land, building, equipment and to provide working capital on a long term convertible note payable. The land, building, equipment, and 8,000,000 Preferred K shares are pledged as collateral against the Note. The CEO supplied the 8,000,000 Preferred K shares from his own personal portfolio. The Note further required the Company to issued 5,000,000 Common shares, 10,000,000 five year \$0.10 Common stock warrants, and six amortizing payments of \$296,667 for a total of \$1,760,000 beginning on May 12, 2015. The Note is convertible to Common stock at the election of the Company. The 5,000,000 Common shares issued pursuant to the terms of the Note were recorded as prepaid interest at \$286,000, the closing price of the shares. The Company used the Black Scholes method to calculate the derivative cost of the 10,000,000 Common stock warrants at \$565,771 and was also recorded as prepaid interest.

The President and major shareholder has entered into a series of personal loans and has advanced the loan proceeds to the Company. He has personally guaranteed these loans and has pledged personal assets to collateralize these loans. Loan proceeds have been used by the Company to purchase the property, plant, and equipment located in North Carolina and to fund the ongoing operations of the Company. The terms of the loans are so draconian the President is continuing to be in “technical default” and as such the Lender immediately forecloses on the President’s pledged assets. The advances to the Company classified as Subscriptions Payable as directed by the President.