

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Real American Capital Corporation

74725 Joni Drive -- Suite A
Palm Desert, CA 92260

310-289-5000
<http://www.rlabusa.com>
Julian@rlabusa.com
SIC Code: 0721

Quarterly Report

For the period ending June 30, 2023 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

26,656,835 as of June 30, 2023

26,656,835 as of December 31, 2022

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 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: ☒

Change in Control

Indicate by check mark whether a Change in Control⁵ of the company has occurred over this reporting period:

⁵ "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.

Yes: ☐ No: ☒

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.

a) Hitech Resource Corporation, established in Delaware in Feb.1999
b) Name changed to Billy Martin's USA, Inc. in Nov. 2001 -- Address is 37 Lafayette Drive, Rancho Mirage, CA 92270
c) Name changed to Real American Brands, Inc. in Jan. 2008 -- No change in address
d) Name changed to Real American Capital Corporation in June 2011 -- No change in address until Oct. 2019.
e) Current name continues to be Real American Capital Corporation -- New address (as of Jan. 1, 2022) is
74725 Joni Drive, Suite A, Palm Desert, CA 92260

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):

Delaware: The issuer is active, and in good standing.

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:

74725 Joni Drive, Suite A -- Palm Desert, CA 92260

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

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

They are the same.

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

No

2) Security Information

Transfer Agent

Name: Securities Transfer Corporation
Phone: 469-633-0101
Email: info@stctransfer.com
Address: 2901 Dallas Pkwy - Suite 3980, Plano, TX 75093

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>RLAB</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>75583Q109</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>500,000,000</u>	as of date: <u>12/31/20</u>
Total shares outstanding (See Note A*)	<u>26,656,835*</u>	as of date: <u>3/31/23</u>
Number of shares in the Public Float ⁶ :	<u>5,511,993</u>	as of date: <u>3/31/23</u>

*Note A: The 26,656,835 (common) includes 10,000,000 shares issued in April 2021 to four directors (Decierdo, Konstantine, Frowd and Dougal) predicated on their agreement to provide long-term services to RLAB which they have been unable to perform. Until such time as all 10 million certificates are returned for cancellation, an Administrative hold has been placed on them by RLAB's transfer agent.

Total number of shareholders of record: 130 as of date: 6/30/23

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Trading symbol:	<u>RLAB</u>	
Exact title and class of securities outstanding:	<u>Preferred Class A</u>	
CUSIP:	<u>75583Q109</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>20,000,000</u>	as of date: 12/31/20
Total shares outstanding:	<u>19,818,000</u>	as of date: 6/30/23

Trading symbol:	<u>RLAB</u>	
Exact title and class of securities outstanding:	<u>Preferred Class C</u>	
CUSIP:	<u>75583Q109</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>5,000,000</u>	as of date: 12/31/20
Total shares outstanding:	<u>250,000</u>	as of date: 6/30/23

Trading symbol:	<u>RLAB</u>	
Exact title and class of securities outstanding:	<u>Preferred Class D (See Note B below)</u>	
CUSIP:	<u>75583Q109</u>	
Par or stated value:	<u>.0001</u>	
Total shares authorized:	<u>25,000,000</u>	as of date: 12/31/20
Total shares outstanding: (See Note B)	<u>10,000,000</u>	as of date: 6/30/23

⁶ "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.

Note B: The 10,000,000 (Class D preferred) includes 4,800,000 shares (cert #105) issued to a former director and board member who left the company in January 2022) in consideration of his transfer of his invention of a "state-of-the-art", patent pending, lighting system to RLAB, and for other consideration which was not received by RLAB. As a result, in 2022, RLAB directors Julian Decierdo and Jon Dougal asked RLAB's transfer Agent to place administrative hold until the 4.8 million Class D certificate is returned for cancellation.

Note: As shown above, there are only three classes of Preferred stock: A, C and D. There is no Class B stock authorized or outstanding..

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

No such rights exist

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Preferred A, C and D shares have voting rights of 200 votes per share; 1000 votes per share, and 1 vote per share respectively. They also have rights to be converted into Common stock equal to 1 share for Preferred A; 1000 shares for Preferred C, and one share for Preferred D.

3. Describe any other material rights of common or preferred stockholders.

No other material rights exist, other than those cited above.

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

No material modifications have occurred.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any 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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/21</u> Common: 26,556,835 Preferred: <u>30,168,000</u>			*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 *You must disclose the control person(s) for any entities listed	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

<u>6/17/19</u>	<u>New issue</u>	<u>250,000</u>	<u>Pref C</u>	<u>.02</u>	<u>No</u>	<u>Julian Decierdo</u>	<u>Serves on board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
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<u>6/17/19</u>	<u>New issue</u>	<u>250,000</u>	<u>Pref C</u>	<u>.02</u>	<u>No</u>	<u>Roy Moffett</u>	<u>Served on board resigned 11/17/19</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>10/14/19</u>	<u>New issue</u>	<u>5,000,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Dean Konstantine</u>	<u>Served on board, no longer CEO as of Jan. 1. 2022.</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>10/14/19</u>	<u>New Issue</u>	<u>5,000,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Jon Dougal</u>	<u>Serves on board</u>	<u>Restricted</u>	<u>4(a)(2)</u>
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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 *You must disclose the control person(s) for any entities listed	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>10/14/19</u>	<u>New issue</u>	<u>1,000,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Edward Frowd</u>	<u>Served on board (issue 1 of 2); no longer on board</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>10/22/19</u>	<u>New issue</u>	<u>200,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Mitch McKnight</u>	<u>Serves as Science officer</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>10/22/19</u>	<u>New issue</u>	<u>4,000,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Edward Frowd</u>	<u>Served on board (issue 2 of 2); no longer on board</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>10/22/19</u>	<u>New issue</u>	<u>250,000</u>	<u>Pref A</u>	<u>.02</u>	<u>No</u>	<u>Andrew Coldicutt</u>	Gift for legal services	<u>Restricted</u>	<u>4(a)(2)</u>

<u>3/16/20</u>	<u>New issue</u>	<u>1,000,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Josh Heller</u>	<u>Served Short time in IR capacity.</u>	<u>Restricted Admin.Hold</u>	<u>4(a)(2)</u>
<u>10/7/20</u>	<u>New issue note: will be returned to treasury or placed on admin hold.(See note below)</u>	<u>5,000,000</u>	<u>Pref D</u>	<u>.02</u>	<u>No</u>	<u>Dean Konstantine</u>	<u>Served on board; shares issued in part consideration of transferring "state-of-art" lighting system to RLAB</u>	<u>Restricted Note: Admin.Hold has been placed on 4.8 million</u>	<u>4(a)(2)</u>
<u>12/23/20</u>	<u>New issue Note: shares issued for trademarks + on going services,</u>	<u>5,000,000</u>	<u>Pref D</u>	<u>.02</u>	<u>No</u>	<u>Chance Newton</u>	<u>Transfer / gift from father, Doug Newton</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>70,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Gregory Haak I</u>	<u>To purchase interest in IHH (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Jason E. Johns</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Mark Kernen</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12/14/20</u>	<u>New issue</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Aaron Kuehn</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>20,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Aruna Marathe</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>30,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Anthony Mayor</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>12/14/20</u>	<u>New issue</u>	<u>22,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Arthur Steedle</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>30,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Anthony Capolino</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>12/14/20</u>	<u>New issue</u>	<u>50,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Henry Carey</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>2/17/21</u>	<u>New issue</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Al Lakomskis</u>	<u>Ditto (Payment 1 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>4/20/21</u>	<u>New issue</u> <u>Note:</u> <u>shares will</u> <u>be returned</u> <u>or placed on</u> <u>admin hold</u>	<u>4,000,000</u> <u>Note:</u> <u>issued 1.5</u> <u>million and</u> <u>2.5 million</u> <u>on 4/20 +</u> <u>4/30/21</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Dean</u> <u>Konstantine</u>	<u>Served on board</u> <u>Assumed CEO</u> <u>position of IHH;</u> <u>no longer</u> <u>affiliated with</u> <u>companies.</u>	<u>Restricted</u> <u>Note:</u> <u>Admin.Hold</u> <u>placed on 4</u> <u>million on</u> <u>Oct 5, 2022</u>	<u>4(a)(2)</u>
<u>4/20/21</u>	<u>New issue</u>	<u>2,000,000</u> <u>Note:</u> <u>issued 1.5</u> <u>million and</u> <u>2.5 million</u> <u>on 4/20 +</u> <u>4/30/21</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Julian Decierdo</u>	<u>Serves on RLAB</u> <u>board / designs</u> <u>new warehouse</u>	<u>Restricted</u> <u>Note:</u> <u>Admin.Hold</u> <u>placed on 2</u> <u>million on</u> <u>Oct 5, 2022</u>	<u>4(a)(2)</u>
<u>4/20/21</u>	<u>New issue</u>	<u>2,000,000</u> <u>Note:</u> <u>issued 1.5</u> <u>million and</u> <u>500K on</u> <u>4/20 +</u> <u>4/30/21</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Jon Dougal</u>	<u>Serves on board</u> <u>Assumes new</u> <u>video duties i</u>	<u>Restricted</u> <u>Note:</u> <u>Admin.Hold</u> <u>placed on 2</u> <u>million on</u> <u>Oct 5, 2022</u>	<u>4(a)(2)</u>
<u>4/20/21</u>	<u>New issue</u> <u>Note:</u> <u>shares will</u> <u>be returned</u> <u>or placed on</u> <u>admin hold</u>	<u>2,000,000</u> <u>Note:</u> <u>issued 1.5</u> <u>million and</u> <u>500K on</u> <u>4/20 +</u> <u>4/30/21</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Edward Frowd</u>	<u>Served on board</u> <u>Headed Healthy</u> <u>Living Soil Co.</u> <u>but no longer</u> <u>affiliated with</u> <u>companies</u>	<u>Restricted</u> <u>Note:</u> <u>Admin.Hold</u> <u>placed on 2</u> <u>million on</u> <u>Oct 5, 2022</u>	<u>4(a)(2)</u>
<u>4/20/21</u>	<u>New issue</u>	<u>1,500,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Roy Moffett</u>	<u>Served on board</u>	<u>Restricted</u>	<u>4(a)(2)</u>

Continued below:

*Right-click the rows below and select "Insert" to add rows as needed.

<u>Date of Transaction</u>	<u>Transaction type (e.g. new issuance, cancellation, shares returned to treasury)</u>	<u>Number of Shares Issued (or cancelled)</u>	<u>Class of Securities</u>	<u>Value of shares issued (\$/per share) at Issuance</u>	<u>Were the shares issued at a discount to market price at the time of issuance? (Yes/No)</u>	<u>Individual/ Entity Shares were issued to</u> <u>*You must disclose the control person(s) for any entities listed</u>	<u>Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided</u>	<u>Restricted or Unrestricted as of this filing.</u>	<u>Exemption or Registration Type.</u>
<u>6/2/21</u>	<u>New issue</u>	<u>350,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Aaron Kuehn</u>	<u>To Purchase Interest in IHH (payment 2 of 2)</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>6/2/21</u>	<u>New issue</u>	<u>350,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Mark Kernen</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>350,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Alan S. Lakomskis</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>350,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Jason E. Johns</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Henry Carey</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>70,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Gregory Haak</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>30,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Anthony Capolino</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>30,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Anthony Mayor</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>22,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Arthur Beynon Steedle</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>20,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Aruna Marathe</u>	<u>Ditto</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>25,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Jason Fendo</u>	<u>Ditto (new)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/2/21</u>	<u>New issue</u>	<u>25,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Ryan Lilvengren</u>	<u>Ditto (new)</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/1/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>Yes</u>	<u>Jon Hoffman c/o Alto</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/1/21</u>	<u>New issue</u>	<u>200,000</u>	<u>Common</u>	<u>.035</u>	<u>Yes</u>	<u>Kenneth Frowd</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/1/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Janice E. Sweeny</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/1/21</u>	<u>New issue</u>	<u>300,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Mark Kernen</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>6/1/21</u>	<u>New issue</u>	<u>300,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Kyra Cypress</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>300,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Jason E. Johns</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>200,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Royal G. Engel</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Patrick J. Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Ron McMaster</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Crystal Osmer</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Noreen Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>200,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Sean Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Genia Sklute</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Kevin Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Mary Ellen Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>140,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Michael K. Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Terrance Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/7/21</u>	<u>New issue</u>	<u>100,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Thomas J. Burke</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>8/25/21</u>	<u>New issue</u>	<u>200,000</u>	<u>Common</u>	<u>.035</u>	<u>No</u>	<u>Joseph M. McKnight</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>

<u>11/30/21</u>	<u>New Issue</u>	100,000	<u>Common</u>	<u>.035</u>	No	<u>Paul K. Chin</u>	<u>Purchase from RLAB treasury</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>7/22/22 **</u>	<u>New Issue</u>	100,000	<u>Common</u>	<u>.035</u>	No	<u>Stephen Stoffler **</u>	<u>For sales and services per Jon Dougal</u>	<u>Restricted</u>	<u>4(a)(2)</u>
<u>**Mr. Stoffler has indicated his desire to donate this back to the company.</u>									
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>6/30/23</u> Common: <u>26,656,835</u>									
Preferred: <u>30,068,000</u>									

Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

Note Additional Details: During JFM 2022, board members Julian Decierdo and Jon Dougal signed agreements, prepared by attorney hired and paid by former CEO Dean Konstantine, acknowledging the cancellation of 10 million shares of Restricted Common stock that had been issued by Konstantine to all four directors (Decierdo, Dougal, Frowd and himself) on April 20, 2021 and April 30, 2021. (This consisted of 4 million shares issued to himself, and 2 million to each of the other three directors, for a total of 10 million shares.)

To date, however, signed cancellation agreements from Konstantine and Frowd have not yet been received by either the company's transfer agent, or the Co-ceo's, Decierdo and Dougal who replaced Konstantine.. Hence, until such time as all 10 million Common shares are returned for cancellation, the company, and its transfer agent, will continue to include them as part of the 26,656,835 Common, and 30,068,000 Preferred "Shares Outstanding on Date of This Report."

As indicated previously, the Common shares given to all four Board members were issued in consideration of specific duties being performed, and due to be performed for the subsequent 24 months; which did not and now cannot take place, in as much as both Konstantine and Frowd are no longer associated with the company. The other relatively large issuance of Common shares (restricted) made in 2021 was due to the decision made by Konstantine -- without full board approval -- to instruct RLAB's transfer agent to issue stock to the principals of the "In Home Harvest" company, a California LLC per the terms of a 12 month option purchase agreement which Konstantine chose to exercise early (in June 2021) under which Konstantine wanted In Home Harvest LLC to become a subsidiary of RLAB.

Note: In addition to the aforementioned *Common* stock issuances, former CEO Konstantine was issued 5 million shares of Class D preferred shares on Oct. 7, 2020 predicated on certain conditions which have not been met. On Dec. 15, 2020, Konstantine gave 200,000 of these shares to others leaving him with 4.8 million Class D preferred shares. It is anticipated that these 4.8 million shares will be returned to RLAB by Konstantine for cancellation. On May 16, 2022 and Sept. 11, 2022, directors Decierdo and Dougal, respectively signed a Corporate Resolution authorizing RLAB's transfer agent to place an Administrative stop on these 4.8 million shares until they are physically delivered to the Transfer Agent for cancellation.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$) (at 6/30/23)	Principal Amount at Issuance (\$)	Interest Accrued (\$) @ 5%	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder You must disclose the control person(s) for any entities listed	Reason for Issuance (e.g. Loan, Services, etc.)
1/1/13	\$84,248 *The note holder has extended due date to 1/1/24	\$50,000	\$34,248	1/1/24* Note new due date is 1/1/24	Lesser of 10 cents / share or 80% of the average closing bid price for common stock on the five trading days prior to conversion	Jean Champagne (wife of founder, former CEO, Doug Newton who stepped back in as Co- CEO in July 2022.	Funds loaned to company throughout 2010- 2014

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. (Please ensure that these descriptions are updated on the Company's Profile on www.otcm Markets.com).

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations".)

RLAB's business operations during 2022 were focused on 1) identifying new product and / or joint-venture or merger opportunities relating to licensing; vertical farming partnerships; value added agriculture, water conservation initiatives, and eco-friendly regeneration and sustainability practices; and 2) enlisting new accomplished personnel, on a volunteer basis, to join RLAB's Strategy Review Board for purposes of considering possible new directions and positioning for the company.

One such opportunity identified by RLAB's new management was to work with the AlgEternal Technologies company of La Grange, TX in the marketing of its proprietary ElixEarth soil amendment product, while seeking to develop new formulas for growing plants, fruits, vegetables and other food sources both in soil and hydroponically, calling upon the expertise and technology of companies such as AlgEternal, and its founder, David Ramjohn.

<https://www.otcm Markets.com/stock/RLAB/news/Real-American-Capital-to-Assist-Marketing-of-ElixEarth-Plant-Food-Brand?id=380063>.

Strategy Review Board members include Doug Newton, Kate Blum, Jon Dougal, Burt Blum, Julian Decierdo, Tricia Duval, and Jermaine Wright. New strategy board members added during AMJ 2023 are Rob Aston of Blitz Marketing, and Roland Ticman.

B. List any subsidiaries, parent company, or affiliated companies.

RLAB's subsidiaries (the Healthy Living Soil Company; Supra Algae USA, LLC; and In-Home-Harvest LLC (IHH) the latter having been acquired in late May 2021) have been inactive during all of 2022 and to date. RLAB's management has held preliminary talks with two key founders of IHH, Jason Johns and Aaron Keuhn concerning IHH's business future, but no decision has been reached as to IHH's future business operations.

Given Jon Dougal's reduced schedule, owing in part to covid, and his later long-term hospitalization, the Strategy Review Board recommended that RLAB's subsidiary company, Healthy Living Soil Company hold off in its plans to negotiate the U.S. distribution rights to market Karyon Organic Fertilizer and related "value-added" products and services, and instead focus on the ElixEarth fertilizer and Resurgent brands.

Since July 1, 2022, the primary contact person(s) for RLAB and any subsidiary company is Doug Newton (doug@rlabusa.com) or Julian Decierdo (julian@rlabusa.com). They may be reached via text or telephone at 310-289-5000. RLAB's principal place of business is at 74725 Joni Drive -- Suite A-- Palm Desert, CA 92260

C. Describe the issuers' principal products or services.

As noted above, RLAB's principal product today is RESURGENT (registration #6103695), a concentrated probiotic plant food scientifically formulated to rejuvenate and resurge the soil, for healthier and heartier growth of plants, vegetables, fruits and other produce. This product's formula was originally developed and / or worked on by Jon Dougal and educators in New Mexico, under different brand names including, "Supra Algae".

In August 2022, following test-marketing and research, principally done by RLAB's environmental and microalgae guru, Jon Dougal, it was concluded that the best soil amendment and plant food on the market today is a brand, ElixEarth, made by AlgEternal Technologies company in La Grange, TX, headed by David Ramjohn and Deekie Ramlochan.

Accordingly, during the remainder of 2022 and to date, RLAB and AlgEternal have been exploring possible joint-venture opportunities, based on their belief that microalgae represents a highly under-utilized bio-renewable resource with highly profitable and sustainable economic applications in food, feed, agriculture, nutraceuticals, cosmetics and ecosystem services.

Since Aug. 2022, all ElixEarth pint, quart and gallon containers ordered for RLAB customers carry a label identifying that ElixEarth is an RLAB approved brand whose natural organic ingredients are "100% born and bred in the USA."

One additional new product recommended by the Strategy Review Board is a 100% plant-based powdered protein formula, made of plants nourished by ElixEarth and / or Resurgent. The formula itself has been developed by a prominent epigenetic scientist and PhD, who is currently the chief science officer of a public company specializing in the development of functional foods and nutraceutical ingredients. RLAB's Julian Decierdo shares a Philippine heritage with this distinguished scientist with whom RLAB anticipates entering into a licensing agreement during fall or winter 2023.

Other than marketing a plant food and soil enhancement product (under the brand names Resurgent and/or Elix Earth, RLAB has ownership of the following US Trademarks which management believes can be sold or licensed, including "Born & Bred in the USA", "Billy Martin's", "Rising Harvest", "Green Blues", and two new marks as yet unregistered: "Big & Rich" and "GoProtein."

5) 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.

In mid-2021, RLAB's CEO made decision to move the company's executive offices, research & development, production and shipping facilities to one leased building consisting of 3900 sq. ft. at 19345 N. Indian Canyon Rd. Palm Springs, CA

In December 2021, a majority of shareholders and directors, Dougal and Decierdo determined the cost of this space was not warranted, and identified a new facility for all RLAB operations at one-fifth the cost, at 74725 Joni Drive -- Suite A-- Palm Desert, CA 92270, with a portion of this space shared with the general contracting business owned by RLAB director, and Co-CEO Julian Decierdo. Since January 2023, director and co-ceo Decierdo agreed to provide on-going office space to RLAB and its other co-ceo at no cost to the company, or any of its shareholders.

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, 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.

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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.

Name of Officer/Director and Control Persons	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	Names of Control Persons(s) if a corporate entity Note: there are no corporate entities in control Position Additional info:
<u>Dean Konstantine</u>	<u>Former CEO, and Director</u> *See note above concerning Admin. Hold placed on these common and preferred shares	<u>Palm Springs, CA</u>	<u>5 million</u> <u>4.8 million* Preferred</u> <u>4 million* Common</u>	<u>Series A Preferred</u> <u>Series D Preferred</u> <u>Common</u>	<u>25%</u> <u>25%</u> <u>15.1%</u>	Owens 25% of 20 million Class A Owned 25% of 20 million Class D but will be canceled Owned 15.1% of 26,656,835 Common shares but will be canceled
<u>Jon Dougal</u>	<u>Co-CEO and Director until July 1, 2022, then Doug Newton will step in.</u>	Lake Forest, CA	<u>5 million</u> <u>2 million* Common</u>	<u>Series A Preferred</u> <u>Common</u>	<u>25%</u> <u>7.6%</u>	Owens 25% of 20 million Class A shares authorized Owned 7.6% of 26,656,835 but will be canceled
<u>Edward Frowd</u>	<u>Former Director and Officer</u> *See note above concerning possible admin. Hold of 2 million common shares	<u>Mission Viejo, CA</u>	<u>5 million</u> <u>2 million* Common</u>	<u>Series A Preferred</u> <u>Common</u>	<u>25%</u> <u>7.6%</u>	Owens 25% of 20 million Class A shares authorized Owned 7.6% of 26,656,835 Common but will be canceled
Jean Champagne	<u>Owner*</u> *Wife of former and former and Current co-ceo. Doug Newton	<u>Rancho Mirage, CA</u>	<u>4 million (see note p. ____)</u>	<u>Series A Preferred</u>	<u>20%</u>	Owens 20% of 20 million Class A shares authorized
<u>Estate of Roy 'Moffett</u>	<u>Owner (former Director)</u>	<u>Cranford, NJ</u>	<u>1,500,000</u>	<u>Common</u>	<u>5.7%</u>	Owens 5.7% of 26,656,835 Common
<u>Julian Decierdo</u>	Co-CEO and Director	<u>Palm Desert, CA</u>	<u>250,000</u>	<u>Series C Preferred</u> <u>Common</u>	<u>5%</u>	Owens 5% of 5 million Class C shares authorized Owned 7.6% of

			<u>2,000,000*</u>		<u>7.6%</u>	26,656,835 Common but are due to be canceled
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<u>Chance Newton</u>	Owner ** **Son of Doug Newton	<u>Henderson, NV</u>	<u>5 million</u>	<u>Series D Preferred</u>	<u>20%</u>	Owns 20% of 25 million Series D
<u>Doug Newton</u>	<u>Co-CEO</u>	Rancho Mirage, CA	100,000	<u>Common</u>	Less than 5%	Less than 5%, but Note his wife and son own RLAB stock as shown above

7) Legal/Disciplinary History

A. 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 (see note below)

Note that although the word "None" is shown above pertaining to the past 10 years, RLAB's co-ceo Doug Newton was convicted following a federal trial in May 2012, of securities fraud in connection with Miami-based SEC and DOJ joint-sting initiative: Newton declined to admit guilt or wrongdoing at trial, in which no persons or entity (fictitious or otherwise) were harmed or incurred any financial loss of any kind.. For full details, see Miami Case Nos. 11-61455 and 11-CR-60150. Newton was fined \$2,000 by Judge Marcie Clarke.

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;

See note below:

In connection with the same Miami-based DOJ and SEC sting operation, Newton signed a Consent on Oct 26, 2012 agreeing to be permanently enjoined from violating Section 17(a) of 1933 act, and Section 10(b) of 1934 act, and barring him from participating in any offering of penny stock. While he has not participated in any offering, "there is no provisions regarding any officer and director bar" according to SEC counsel documentation dated Oct. 26, 2012. For full details, see Miami Case No 0-11-CV-61455 dated June 30, 2011.

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. Note: there is none, other than the 2012 SEC-Miami DOJ cases cited above.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters)

Name: Jeff Turner
Firm: Attorney at Law
Address 1: 897 W. Baxter Drive
Address 2: South Jordan, UT 84095
Email: Jeff@jdt-legal.com

Accountant or Auditor

Name: Pam Weekley, MBA, ED
Firm: Pam Weekley & Associates
Address 1: 36665 Palmdale Road
Address 2: Rancho Mirage, CA 92270
Phone: 888-804-5438
Email: pam@pwtaxandaccounting.com

Investor Relations

Name: Julian Decierdo
Firm: Real American Capital Corporation
Address 1: 74725 Joni Drive
Address 2: Palm Desert, CA 92260
Phone: 310-289-5000
Email: julian@rlabusa.com

All other means of Investor Communication:

Twitter: N/A
Discord: N/A
LinkedIn: N/A
Facebook: N/A
[Other] N/A

Other Service Providers

Provide the name of any other service provider(s) that assisted, advised, prepared, or provided information with respect to this disclosure statement. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

The issuer's co-ceo, Doug Newton, was assisted in the compilation and writing of this disclosure by RLAB's co-ceo, Julian Decierdo.

Name: Julian Decierdo
Firm: Real American Capital
Nature of Services: Assisted in Compiling and writing
Address 1: 74725 Joni Drive -- Suite A -- Palm Desert, CA 92260
Phone: 310-289-5000
Email: doug@rlabusa.com

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)⁷:

Name: Pam Weekley, MBA, ED
Title: Pres. Pam Weekley & Associates
Relationship to Issuer: Accountant to Issuer

Describe the qualifications of the person or persons who prepared the financial statements: **Statements were prepared by issuer's independent account, Pam Weekley, MBA, ED**

Provide the following financial statements 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.

- a. Audit letter: Not included, as statements are not-audited
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

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, Doug Newton, Co-CEO certify that:

1. I have reviewed this Disclosure Statement for Real American Capital 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

⁷ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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.

August 11, 2023

CEO /s/ Doug Newton

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

Principal Financial Officer

I, Doug Newton, Principal Financial Officer certify that:

1. I have reviewed this Disclosure Statement for Real American Capital 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.

August 11, 2023

/s/ Doug Newton

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

Real American Capital Corporation

Balance Sheet

	06/30/23	06/30/22
ASSETS		
Current Assets		
Checking/Savings		
Checking	500	0
Total Checking/Savings	500	0
Accounts Receivable		
Accounts Receivable	49,940	49,940
Total Accounts Receivable	49,940	49,940
Other Current Assets		
Inventory	10,089	8,500
Total Other Current Assets	10,089	8,500
Total Current Assets	60,529	58,440
Other Assets		
Accumulated Amortization	-38,025	-29,575
Goodwill, Trademarks, BM Brand,	75,000	75,000
Total Other Assets	36,975	45,425
TOTAL ASSETS	97,504	103,865
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		
Accrued Wages	150,000	30,000
Accrued Expenses	9,980	9,980
AP	5,000	5,000
Total Other Current Liabilities	164,980	44,980
Total Current Liabilities	164,980	44,980
Long Term Liabilities		
Loans from Shareholders		
LP - Dean & Ted & Jon & Julian	82,586	82,586
LP - Doug Newton	171,964	149,911
Total Loans from Shareholders	254,550	232,497
Total Long Term Liabilities	254,550	232,497
Total Liabilities	419,530	277,477
Equity		
Additional Paid in Capital	35,964	35,964
Paid in Capital in Excess of Par	102,097	102,097
Common Stock	1,446,358	1,446,358
Retained Earnings	-1,821,765	-1,725,072
Treasury Stock	-16,815	-16,815
Net Income	-67,865	-16,144
Total Equity	-322,026	-173,612
TOTAL LIABILITIES & EQUITY	97,504	103,865

Real American Capital Corporation

Profit & Loss

	Apr - Jun 2023	Apr - Jun 2022
Ordinary Income/Expense		
Income		
Total Income	0	0
Cost of Goods Sold	0	0
Total Product Purchases	0	0
Total COGS	0	0
Gross Profit	0	0
Expense		
Advertising and Promotion	300	
Equipment and Parts	0	1,500
Payroll Expenses		
Salary Expense	30,000	0
Total Payroll Expenses	30,000	0
Professional Fees		
Accounting		300
Legal Expense	800	3,500
Total Professional Fees	800	3,800
Rent Expense	0	2,154
Taxes - CA FTB		800
Total Expense	31,100	8,254
Net Ordinary Income	-31,100	-8,254
Other Income/Expense		
Other Expense		
Amortization Expense	2,350	1,875
Total Other Expense	2,350	1,875
Net Other Income	-2,350	-1,875
Net Income	-33,450	-10,129

Real American Capital Corporation

Statement of Cash Flows

	Apr - Jun 2023	Apr - Jun 2022
OPERATING ACTIVITIES		
Net Income	-33,450	-10,129
Adjustments to reconcile Net Income to net cash provided by operations:		
Inventory	-297	0
Accrued Wages	30,000	0
Net cash provided by Operating Activities	-3,747	-10,129
INVESTING ACTIVITIES		
Goodwill, Trademarks, BM Brand	0	
Accumulated Amortization	2,350	1,875
Net cash provided by Investing Activities	2,350	1,875
FINANCING ACTIVITIES		
Loans from Shareholders:LP - Dean & Ted & Jon & Julian	0	2,500
Loans from Shareholders:LP - Doug Newton	1,397	5,754
Net cash provided by Financing Activities	1,397	8,254
Net cash increase for period	0	-0
Cash at beginning of period	500	0
Cash at end of period	500	-0

Real American Capital Corporation
Statement of Change in Stockholders' Equity
3 Months Ending 06/30/23 and 06/30/22

	06/30/23	06/30/22	Change
APIC	\$ 35,964	\$ 35,964	\$ -
Paid in Capital in Excess of Par	\$ 102,097	\$ 102,097	\$ -
Common Stock	\$ 1,446,358	\$ 1,446,358	\$ -
Treasury Stock	\$ (16,815)	\$ (16,815)	\$ -
Retained Earnings	\$ (1,821,765)	\$ (1,725,072)	\$ 96,693
Net Income	\$ (67,865)	\$ (16,144)	\$ 51,722
		\$	\$ -
Total Equity	\$ (322,026)	\$ (173,612)	\$ 148,414

REAL AMERICAN CAPITAL CORPORATION
NOTES TO UNAUDITED FINANCIAL STATEMENTS
For AMJ Quarter 2023
(Ending June 30, 2023)

NOTE 1 -- ORGANIZATION AND BASIS OF PRESENTATION

Real American Capital Corporation (RLAB) was incorporated in the State of Delaware on February 17, 1999 as Hitech Resource Corporation. Since November 2001, its business focused on the retail sale of apparel, footwear, belts, jewelry and American western-themed brands, including Justin, Lucchese, Stetson, Tony Lama, and Billy Martin's.

Since January 2008, the Company's name has undergone two name changes: from Real American Brands, Inc. as of January 2008, until assuming its present name, Real American Capital Corporation as of June 2011 to date. Its trading symbol, however, has remained the same: RLAB.

These name changes occurred at the same time the Company began to shift its long-term positioning from a brick-and-mortar retailer to a brand management holding company, and as a developer and marketer of eco-friendly goods and services via wholesale accounts and internet sales exclusively.

Since October 2019, RLAB's management team was headed by its CEO and US Marine veteran Dean Konstantine, and other board members, Ted Frowd of Mission Viejo, CA; Julian Decierdo of Palm Desert, CA; and Jon R. Dougal, of Lake Forest, CA, a pioneer in sustainable farming products and practices, and founder of the bio-stimulant company, Supra Algae USA, a wholly owned subsidiary of RLAB.

In December 2021, effective with a vote of a majority of RLAB shareholders, both Messrs. Konstantine and Frowd left the company, and their positions were filled on interim basis by directors Dougal and Decierdo, who agreed to serve as Co-CEO's on an interim basis. See press release issued March 17, 2022: <https://www.accesswire.com/693530/Real-American-Capital-Announces-Management-Changes-for-2022>

In late May 2021, owing to health reasons, Jon Dougal tendered his resignation as interim Co-CEO and board member to be effective on July 1, 2022, at same time expressing his recommendation, which Julian Decierdo also supported, that former CEO and RLAB founder, Doug Newton, who had been serving as creative director, serve as co-CEO also effective on July 1st. On June 7, Newton agreed to same with proviso that Jon Dougal, pending health considerations, "remain active in the company for the year ahead, at a minimum." A press release citing these changes is cited on OTC Markets website: <https://www.otcm Markets.com/stock/RLAB/news/Real-American-Announces-Top-Position-for-Doug-Newton?id=360298>

NOTE 2: BUSINESS OVERVIEW -- PRODUCTS AND SERVICES:

In keeping with RLAB's positioning -- to develop and market innovative, inter-related, eco-friendly goods and services -- the Company's focus has been to identify brands offering a high degree of customer affordability, technological superiority, and genuine competitive uniqueness and value.

RLAB's signature brand is **Resurgent**, a concentrated probiotic all-natural plant food, formulated to invigorate and "*resurge*" the soil. The company also owns and /or has access to select US trademarks, including "Born & Bred in the USA", "Green Blues", "Healthy Living Soil", "Rising Harvest", and "Billy Martin's" -- the latter named after the former NY Yankee manager who along with his agent, Doug Newton, founded the successful western apparel retail business of the same name.

Beginning in early 2022 and to date, RLAB has sought to focus on three revenue sectors: 1) the microalgae plant food and soil enhancement sector, represented by US trademarked brands "Resurgent" and "ElixEarth"; 2) the use of scientifically grown plant and seed proteins for use in nutraceutical products; and 3) developing marketing and licensing opportunities with companies whose goods and / or services play a positive role in the health, safety and sustainability of the environment.

NOTE 3 -- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES / TAXES

Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions affecting the amounts reported and disclosed in the consolidated financial statements and accompanying notes. Such estimates include, but are not limited to, allowance for doubtful accounts and valuations of intangible assets, among others. Actual results could differ from those estimates.

RLAB's management regularly reviews its estimates utilizing currently available information, changes in facts and circumstances, historical experience and reasonable assumptions. After such reviews, and if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

Cash and Cash Equivalents

As of June 30, 2023, RLAB had a cash balance at its sole Bank of America account of \$500. Inventory is valued at \$10,089 while RLAB's trademarks and goodwill continue to be valued at \$75,000, which management believes is a conservative estimate. Cash equivalents are generally comprised of certain highly liquid investments with original maturities of three months or less, but RLAB has no such equivalents.

Receivables and Payables

Accounts receivable anticipated to be received by the company as of June 30, 2023 continue to be \$49,940. Note: In April 2022, RLAB's new Co-CEO's, Decierdo and Dougal determined that RLAB was due this accounts payable from an entity named Greenline BDC with whom RLAB's prior CEO had an agreement. To date, however, management has been unable to collect any of this "receivable" -- or receive information concerning same from RLAB's prior CEO -- and believes it may not be collectible. Any future revenue will be recognized as the net amount received after deducting estimated amounts for discounts, trade allowances and returns of damaged or potentially out-of-date products. Trade accounts payable and other accounts payable are stated at nominal value.

Concentrations and Credit Risk

Financial instruments that could subject RLAB to concentrations of credit risk consist primarily of cash and accounts receivable. RLAB seeks to minimize its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. At no time has RLAB's cash balance exceeded federally insured limits.

Risks and Uncertainties

As RLAB has transitioned from retail sales in brick-and-mortar stores to establishing new wholesale accounts, there will be increased risks in obtaining trade accounts receivable on a timely basis. It is anticipated that revenues will be affected by discounts and trade allowances which the Company may offer customers in its efforts to gain market share.

RLAB's future revenues may be subject to risk and uncertainties including financial, technological advances, regulatory and other risks, as well as local and state regulations that may change from time to time.

NOTE 4: GOING CONCERN

The Company's financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The financial statements do not include any adjustments relating to the recovery of the recorded assets or the classification of the liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 5: INTANGIBLE ASSETS

RLAB assets include its trademarks, its URL's, and an "intangible" amount of goodwill which management has valued at \$75,000. As noted above, management believes this is conservative based on the strength of the US trademark "Born & Bred in the USA™", and the company's right to make use of several other viable trademarks, including "Billy Martin's", "Green Blues", "Healthy Living Soil", and "Resurgent".

On Nov. 29, 2022, co-CEO and former RLAB creative director, along with Strategy Review Board member, Burt Blum, successfully obtained a trademark for "Rising Harvest" (class IC 044. US 100 101 for Agriculture and horticulture services #97184565) for use relating primarily to vertical-farming.

In the agriculture field, in addition to RESURGENT™ #6103695. Healthy Living Soil™ #6284126, and Rising Harvest, RLAB owns the US trademark for Supra Algae (#5683563). On Nov. 2, 2022, RLAB's co-ceo, Doug Newton applied for US Trademark for "GoProtein" (serial #97659923) for use in connection with new product(s) containing protein delivery and other attributes from a new formulation in clinical trials now.

RLAB also owns and / or has the exclusive use of the following URL (domain) names: RisingHarvest.net, GrowHealthyFoods.com; GrowHealthySoil.com; ClimateFriendlySoil.com; GrowBestPlants.com; and RLABusa.com.

Income Taxes

RLAB is current with the filing of all its Federal and State income taxes, and has no past due tax obligations.

State Taxes

RLAB is current with the filing of its Franchise tax obligations in the State of Delaware, and is in good standing in Delaware where it has been domiciled to date since its incorporation in February 1999.

NOTE 6 --STOCKHOLDERS' EQUITY

Since the Company's disclosure statements filed for the years 2019, 2020, 2021, 2022 and thus far in 2023 (through June 30, 2023) there has been no change in the total number of shares which the Company is authorized to issue, to wit: 550 million shares. Of this amount, 500 million is authorized for Common stock with a par value of \$0.0001, while 50 million is authorized for Preferred stock with a par value of \$0.0001. As noted above, there are three classes of Preferred stock: Class A, Class C and Class D. (There is no Series B preferred stock authorized or issued.)

Common Stock

As of this report for the quarter AMJ 2023, there were 26,656,835 common shares issued. This amount included the issuance of 10 million common shares issued to RLAB's four board members by RLAB's former CEO, including 4 million to its CEO, in consideration of their working for next 24 months. It also included an additional 1.7 million shares issued on June 2, 2021 to fund RLAB's acquisition of In-Home-Harvest LLC. As noted above, management has taken steps to cancel, or put an administrative hold on, or otherwise retire all 10 million common shares to the treasury, leaving an effective common share base of 16,656,835.

During the year 2021, common shares were offered by the CEO to select family and friends at a purchase price of .035 in reliance on Section 4(a)(2) of the Securities Act of 1933, as amended,

allowing for private placement of securities without registration. During the year 2022 and to date, only one new stock issuance was made: 100,000 was issued to an independent contractor, at request of interim-CEO, Jon Dougal.

All issuances of new stock, whether common or preferred, are subject to approval of all board members, and the company's long-standing Transfer Agent. All issuances of common stock made during last three years have been restricted, as it is the Company's desire to maintain a relatively small float on the number of free-trading common shares available for sale in the open market, estimated to be less than 5 million free trading shares as of Dec. 31, 2022.

RLAB's transfer agent for over 15 years had been Action Stock Transfer Company of Salt Lake City. On Dec. 2, 2022, Action announced "the successful transition of Action Stock Transfer's accounts [including RLAB] to Securities Transfer Corporation" (STC), headquartered in Plano, TX. As of March 31, 2023, there are 131 share holders of RLAB listed on STC's books.

As stated in prior OTC reports, management advises that while its common share base is significantly less than the Company's authorized level of 500 million, management anticipates issuing new shares of common stock in order to make acquisitions for the parent company, raise working capital to fund the expansion and marketing of its goods and / or services and to provide for a reasonable salary level for its full-time personnel.

Preferred Stock.

As of June 30, 2023, there are 30,068,000 Preferred Shares issued, of which 19,818,000 are Series A shares;; 250,000 are Series C shares; and 10 million are Series D. shares. Holders of Preferred shares have voting rights of 200 votes and 1000 votes for every share of Preferred A and C shares, respectively. While each share of Class A Preferred stock may be converted at any time into Common stock at a ratio of one to one, the holders of each Class C share may convert his or her shares into 1000 shares of common stock, upon unanimous approval of the Company's CEO and board of directors.

On August 25, 2020, RLAB designated a new Class of Preferred stock, Class D, with voting rights of one share of Class D equal to one share of Common stock. Such Class D shares are convertible into Common stock on a one-to-one basis, but must be held for minimum of 24 months before conversion. On Oct. 7, 2020, the board approved issuing 5million shares of Class D Preferred stock to its CEO in consideration of his agreement a) to continue to serve as CEO for minimum of two years; b) to transfer his ownership of a "state-of-the-art" growing light system to RLAB; and c) to continue to be responsible for providing office and warehouse space, by a motion signed by the CEO on Sept. 25, 2020. Given these conditions cannot be met, these Preferred shares will be canceled by the board and returned to the treasury or an Administrative hold will be placed on them until they are physically returned to the company.

On March 28, 2015, RLAB's founder, Doug Newton entrusted 4 million shares of Preferred Series A stock to a person who sought to transfer said shares to a new purchaser. The transaction was never completed and no consideration was ever received by the original shareholder who subsequently signed over his ownership of this stock to his wife. Since said certificates were never returned, the board of directors has resolved to cancel the Preferred certificates, and issue new ones in their place, but as with all other new share issuances, this

issuance is subject to approval of the Company's transfer agent, and its current board of directors.

Board of Directors

Since October 2019, the Company's 4-person board of directors consisted of CEO Dean Konstantine, along with Jon Dougal; Edward Frowd; and Julian Decierdo. The company's Investor Relations duties were being handled by Dean Konstantine (dean@rlabco.com) and by Edward "Ted" Frowd (ted@healthylivingsoil.com), with any and all investor funds being raised or sought after exclusively by Mr. Konstantine.

Effective as of January 1, 2022, Messrs. Konstantine and Frowd have left the company, with their former positions being taken over by Co-CEO's Jon Dougal and Julian Decierdo on an interim basis. The company's founder, Doug Newton, continued to work in the capacity as Creative Director of RLAB; on March 17, he agreed to head up RLAB's new Strategy Review Board; and on June 7, he agreed to step back in as Co-CEO of RLAB replacing Jon Dougal, with an effective take over date of July 1, 2022.

NOTE 7: STOCKHOLDER PAYABLE

There are no Notes Payable or Warrants or options of any kind, other than one note, dated Jan. 1, 2013 in the principal amount of \$50,000, at 5% per annum, which may be converted, at the option of the Company, into common stock in RLAB, which note was due and payable on January 1, 2023. The "Conversion price", at the option of the Company, shall be the lesser of 10 cents per share, or at 80% of the average closing bid price for Common stock on the five trading days immediately prior to a Purchase Notice of Conversion. The Company has option to pre-pay the note at any time on a pro-rata basis at 110% of the outstanding principal balance. At the January due date, the Note holder agreed to extend the note's due date to January 1, 2024.

NOTE 8: CAPITALIZATION

The Company does not anticipate that additional capital is needed to continue its current operations, at least for the foreseeable future through the balance of 2023. However, Upon turn over of RLAB's books to its bookkeeper in January 2022, it was noted by new Co-CEO's Dougal and Decierdo, that there was not sufficient capital to fund essential expenses. As a result, two shareholders, Julian Decierdo and Doug Newton have agreed to provide working capital and other consideration from their personal holdings at least through 2023, or until a Reg A+ offering or other source of working capital or revenues can be obtained by the company.

NOTE 9: KEY SUBSEQUENT EVENTS

We evaluated subsequent events after the balance sheet date through the date the financial statements were issued. We did not identify any additional material events or transactions occurring during this subsequent event reporting period that required further recognition or disclosure in these financial statements.

As noted in previous Quarterly filings, in January 2022, Dean Konstantine's duties as CEO were assumed by new Co-CEO's Dougal and Decierdo who agreed to serve on an interim basis. At Konstantine's request, a confidential Settlement Agreement and General Release was drafted by a securities attorney selected by Konstantine, who was paid \$2500 in legal fees from RLAB's bank account, providing in part for the transfer of certain RLAB assets to Konstantine, including his "state-of-the-art" Grow light technology, and the Wickie Planter new product invention, and the return of common and preferred shares in Konstantine's name to RLAB, as well as common stock previously issued to his assistant, Ted Frowd.

The Agreement and Release were signed by directors Dougal and Decierdo on Feb. 16, 2022 and Feb. 17, 2022, respectively, but have not been signed by the other two directors, Konstantine and Frowd. While Dougal and Decierdo have approved their give-back and cancellation of the shares (which Konstantine issued to them on April 20, 2021, and April 30, 2021) per the terms of the Agreement and Release, neither Konstantine nor Frowd have as yet returned their Settlement and Release documents or the share certificates previously issued to them by Konstantine.

While the Company's transfer agent has placed an Administrative hold on various share issuances made to the directors, as described more fully above, it may be necessary and desirable for the company to obtain a court order before canceling such unreturned stock issuances on the books of the Company.

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