UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K

(Mark One)
[X] ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended July 31, 2020

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number 000-54546

AMERI METRO, INC.
(Exact name of registrant as specified in its charter)

Delaware	**45-1877342**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

2575 Eastern Blvd. Suite 101
York, Pennsylvania 17402
(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: **717-434-0668**

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Exchange Act:

Common Stock, $0.000001 par value per share
(Title of class)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act
[ ] Yes [X] No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act.
[ ] Yes [X] No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
[X] Yes [ ] No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Section 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

[X] Yes [ ] No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (Section 229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

[X] Yes [ ] No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer", "accelerated filer", "non-accelerated filer", "smaller reporting company" and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large Accelerated filer [ ]   Accelerated filer [ ]

Non-accelerated filer [X]   Smaller reporting company [X]

Emerging growth company [ ]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

[ ] Yes [X] No

State the aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter.

$0

Indicate the number of shares outstanding of each of the registrant's classes of preferred stock and common stock as of the latest practicable date.

Class	**Outstanding at November 11, 2020**
Preferred Stock, par value $0.000001	1,800,000 shares
Class A Common Stock, par value $0.000001	1,684,000 shares
Class B Common Stock, par value $0.000001	3,892,037,844 shares
Class C Common Stock, par value $0.000001	191,045,680 shares
Class D Common Stock, par value $0.000001	96,000,000 shares

EXPLANATORY NOTE

We are filing this amendment to amend text in Item 1 of the July 31, 2020 Form 10K, expanding Company description. This amended text has no material impact on the financial statements.

AMERI METRO, INC.

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PART I

FORWARD-LOOKING STATEMENTS

This Annual Report on Form 10-K and the documents incorporated by reference, include "forward-looking statements" that involve risks and uncertainties, as well as assumptions that, if they prove incorrect or never materialize, could cause our results to differ materially and adversely from those expressed or implied by such forward-looking statements. Examples of forward-looking statements include, but are not limited to any statements, predictions and expectations regarding our earnings, revenues, sales and operations, operating expenses, anticipated cash needs, capital requirements and capital expenditures, needs for additional financing, use of working capital, plans for future products, services and distribution channels, anticipated growth strategies, planned capital raises, ability to attract distributors and customers, sources of net revenue, anticipated trends and challenges in our business and the markets in which we operate, the impact of economic and industry conditions on our customers and our business, customer demand, our competitive position, the outcome of any litigation against us, critical accounting policies and the impact of recent accounting pronouncements. Additional forward-looking statements include, but are not limited to, statements pertaining to other financial items, plans, strategies or objectives of management for future operations, our financial condition or prospects, and any other statement that is not historical fact. Forward-looking statements are often identified by the use of words such as "may," "might," "intend," "should," "could," "can," "would," "continue," "expect," "believe," "anticipate," "estimate," "predict," "potential," "plan," "seek" and similar expressions and variations or the negativities of these terms or other comparable terminology.

These forward-looking statements are based on the expectations, estimates, projections, beliefs and assumptions of our management based on information currently available to management, all of which is subject to change. Such forward-looking statements are subject to risks, uncertainties and other factors that are difficult to predict and could cause actual results to differ materially from those stated or implied by our forward-looking statements. We undertake no obligation to revise or update publicly any forward-looking statements to reflect events or circumstances after the date of such statements for any reason except as otherwise required by law.

The information contained in this Form 10-K is not a complete description of our business or the risks associated with an investment in our common stock. We urge you to carefully review and consider the various disclosures made by us in our Quarterly Report, and this Annual Report on Form 10-K for the year ended July 31, 2019 and in our other reports filed with the U.S. Securities and Exchange Commission (the "SEC").

ITEM 1. BUSINESS

Ameri Metro, Inc. ("Ameri Metro" and the "Company") is multifaceted emerging growth critical infrastructure and economic development company. Company under the master construction agreement with twenty (20) related and non-related parties has over $510 Billion (USA) in construction contracts and or agreement/MOUs to construct projects, for various governments and states throughout the United States of America. Unaudited results of entity operations estimate Comprehensive Income of $1.068T as further described on page 79 of this 10-K. Management has not recorded these results in the financial statements.

The Company and its 20 related entities were formed to engage primarily in High-Speed Rail for passenger, freight transportation, and ancillary infrastructure projects such as inland ports, deep water seaports, airports, airline, toll roads, toll bridges, energy, utilities, power grid, telecommunications, technologies, housing, insurance services, media, and as mortgage banker for infrastructure projects and related transportation projects.

Since its incorporation, the Company has developed its business plan, appointed officers and directors, engaged initial project consultants, and had meetings with certain agencies and groups related to potential future projects. As disclosed in the "Current Potential Projects" section, the Company has entered into agreements with related and non-related parties. The Company's business model and proceeds raised from financings will allow the Company to begin the ATFI Roadway and Port Trajan project as well as other current potential projects.

The Company Founder, Shah Mathias, has organized and established three related non-profit corporations and is an independent consultant of a fourth non-profit (ATFI) for the purpose of funding current potential projects of the Company identified by Transportation Economics Management Systems (TEMS), TEMS, a transportation/rail/sea vessel consulting firm working for and with the Company has completed preliminary studies on behalf of the end user both public and private. The Company can introduce related and non-related entities to the four non-profit entities for the purpose of funding projects they have.

These are the 4 Non-Profit entities with the ability to officiate Master Bond Indentures when sponsored by a state end user:

1. Alabama Toll Facilities, Inc. (ATFI) (A Non-Related Party)
2. Hi Speed Rail Facilities, Inc. (HSRF)(A Related Party)
3. Hi Speed Rail Facilities Provider, Inc. (HSFP)(A Related Party)
4. Global Infrastructure Finance & Development Authority (GIF&DA)(A Related Party)

These three non–profit related entities will play a vital role in financing. The non-profits statutes provide a vehicle to issue bonds and help secure infrastructure potential projects. The non-profit entities have the discretion to turn over the infrastructure of potential projects to the state, or the governing body after it has successfully developed and paid for the potential projects.

With the funding raised from financings, the Company will then be able to consult the end users, related and non-related entities, and non-profits (who will sponsor bond offerings to fund the projects) and to contract with one or more of the largest construction firms in the United States who will carry out the actual construction management on the large projects we plan on building. The Company does not have the work force, nor expertise to perform the actual physical work from start to finish. However, the Company anticipates engaging the largest construction management and construction firms in the industry, such as AECOM, to meet the project's needs. AECOM, as noted in its filings with the SEC, has over thirty years of experience undertaking similar projects and produced $20 billion in revenue in 2018. They operate with a capacity of 87,000 employees, and provide planning, consulting, architectural, and engineering design services to commercial and governmental clients across 7 continents. AECOM also offers construction services, including building construction and energy, infrastructure and industrial construction. In addition, they can provide program and facility management which entails maintenance, training, logistics, consulting, technical assistance, systems integration, and information technology services.

The Company anticipates these firms will want to be involved due to the scale of each project the Company has under contract, and those potential projects the Company can engage in as a result of their relationship with the non-profit entities.

The Company also believes the economic studies performed by TEMS will confirm that the cost of the projects will be supported by the usage and revenues generated by the project. This will allow the Company, and the associated construction firms contracted with, to sustain profit. The types of projects the Company is proposing to build have generally been successful in the United States over the last 200 years and will attempt to improve the way passengers and freight are transported around the United States.

On December 1, 2010, the Company formed its wholly-owned subsidiary, Global Transportation & Infrastructure, Inc. ("GTI"). GTI was formed to provide development and construction consulting services for Alabama Toll Facilities, Inc. "ATFI" is a non-related, non-profit company supported by the State of Alabama, to act as the exclusive entity, as set forth in House Joint Resolutions, H.J.R 459 and H.J.R. 456, to finance the development of the 357 mile Alabama Toll Road (starting on the coastline of Alabama and running northward to the boarder of Tennessee).

Pursuant to the executed agreement with ATFI, "Assignment Agreement For Construction," GTI will act as the consultant for such a toll road, including implementation of the financing mechanism for the design, planning, engineering and related costs for its construction, and to engage in the construction of freight transportation and related transportation projects by contracting with some of the largest construction firms in the industry. ATFI is a non-related entity, and along with other related entity projects that are supported by the ATFI 357 mile toll road in Alabama, the Company intends to act as the conduit to bring the ATFI toll roadway to completion. The ATFI toll roadway and other related potential projects stemming from the ATFI toll roadway project, are at different stages, of a six-stage process supported by agreements and contracts.

The Company has a six stage process for potential future project opportunities:

1. Management's Decision to take on a project
2. Enter into Letters of Intent, Agreements, Construction Contracts
3. Obtain State(s) sponsorship of the project through legislative actions (where applicable)
4. Engineering and Design Studies, Architectural Design, Feasibility Studies
5. Raise Capital through Bond Financing and/or Company stock offerings or other borrowings
6. Management of the physical construction as a general contractor

The Company's current list of potential project opportunities is contained in the Business Plan Section. The common thread with all these future opportunities is that the Company has not yet started Stage 5 or Stage 6, but continues to spend time, effort, and resources to advance each current potential project. Each current potential project requires the raising of capital, which we expect to be accomplished through one or more of the non-profit entities mentioned on the previous page.

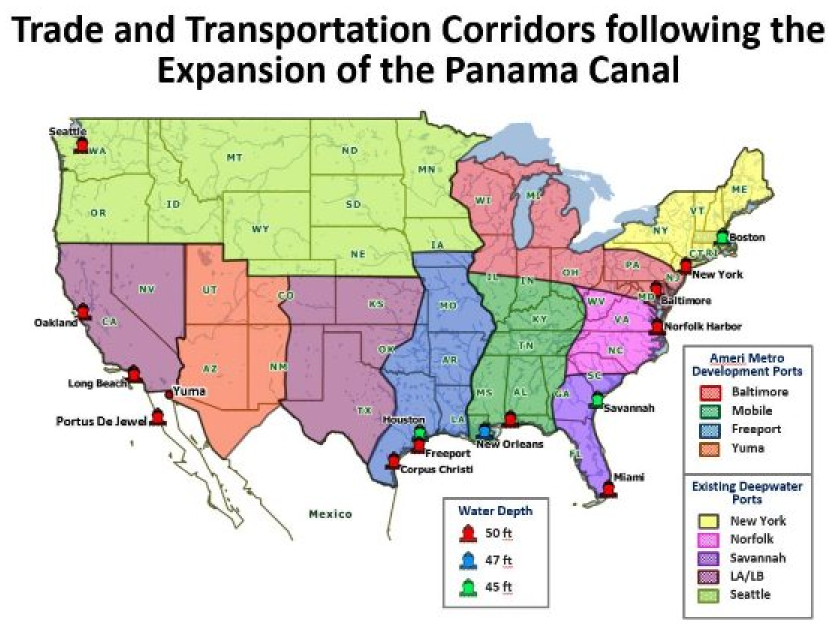
With the Alabama legislation Joint Resolution HJR 459 and HJR 456 signed by the Governor, the ATFI current potential project along with the ancillary projects are designed to support the sustainability and to ensure the success of the ATFI current potential project. The Company, pursuant to the construction agreements, is acting as Master General Contractor for the building of the toll road. The Company will also build ancillary projects and related transportation systems, including but not limited to rail and toll bridges, upon the successful issuance of the bond offering. The Company plans to improve port operations and cargo facilities while building a 357 mile toll road from the coast of Alabama to the southern border of the State of Tennessee.

The contracts between ATFI and the Company are in full force and effect under the House Joint Resolution HJR 459 and 456 unless new legislation is issued to rescind the current HJR 459 and HJR 456. The related and non-related party contracts are in full force and effect in association with the current potential projects.

The Company makes no guarantee we will succeed in our business plan to help the United States by improving the infrastructure and changing the way cargo and the population travel, but according to the United States Government it is a high priority to improve states' infrastructure without taxing the American public. The Company's business model and ATFI legislative rights that are in place stand a reasonable chance of making a difference.

As Super Cargo ships increase in size, studies show that the US ports do not have the sufficient water depth of fifty feet to berth these mega ships. The map below shows the Alabama Port which ties to the ATFI toll road have the sufficient water depth of fifty feet.

There are current studies taking place by US ports on how they will solve the problem. The new challenge to US ports stems from the Panama Canal being widened and deepened to accommodate such ships. Most US ports shown in the map below still lack the water depth to receive such ships substantiated by public reports found on the ASCE American Society of Civil Engineers website under "Report Card For America's Infrastructure". The Panama Canal studies below were completed by TEMS:



The Company's first current potential project "Port Trajan" is directly connected to our current Alabama port potential project "Port De Claudius, Inc." through the new Alabama Toll Road ("ATFI") connecting to Route 81 in Knoxville Tennessee, which today is a major shipping corridor from Tennessee to Maine with South Central Pennsylvania (the location of Port Trajan) becoming one of the current distribution locations for the north east. We believe that the ports of Mobile and Baltimore, each with 50 feet of water depths, stand to be the ports used in making cargo movement to the north east corridor more efficient as the size of cargo ships continues to increase. These ports, based on studies performed by TEMS, have the ability to be deepened and the cost to do so will be offset by the economic impact they create according to studies performed to date by TEMS.

The Company's funding plans include stock offering and non-related and related parties officiating bond offerings to fund the current potential projects identified.

The major elements of the infrastructure for the current potential projects as part of the Company's planned activities are stated below:

Trade and Transportation Corridors

- Development of container ports for Class C, D and E ships
- Development of inland transportation corridors including new greenfield highways and railroads
- Building of inland ports and multimodal transportation centers
- Development of new urban centers along the new infrastructure
- Development of ancillary facilities including airport (express service), distribution centers, and logistics centers.

High Speed Rail

- Development of modern rail equipment operating at speeds exceeding 250 mph
- Use rail to connect rural, small urban and major metropolitan areas
- Track improvement, including replacement and upgrades, additional sidings, signal and communications systems, and grade-crossing improvements
- Building of new greenfield routes
- Construction or improvement of railroad grade crossings and passenger stations
- Acquiring new train equipment including train sets and spares

Transportation Infrastructure

Development of new road systems to accommodate driverless cars and trucks, including electric cars and infrastructure to support the highway and rail systems that will be used in Trade and Transportation Corridors and the High Speed Rail Systems.

Supporting Ancillary Development

- Development or expansion of a feeder bus system linking outlying areas to railroad stations
- Operation of a "hub-and-spoke" passenger rail system providing service to and through one or more major hubs to locations throughout the United States
- Provision of multi-modal connections to improve system access, hotels, retail, parking garages, sorting facilities / distribution facilities

Supporting Transportation Systems

- Ancillary development opportunities, airports, inland ports, sea ports, toll roads and technology parks

As the US and World populations are rapidly increasing, infrastructure is becoming inadequate and dilapidated as stated on the American Society of Civil Engineers website. Government authorities are unable to keep up with preventative maintenance and replacement work because of the lack of funding. Studies have consistently shown that the development of infrastructure promotes economic growth. However, the global financial crises have sent governments into restructuring their budgets and reduced the possibility for funding new infrastructure development.

The Company's management team has recognized the need for a solution to limit the financial burden on governments and taxpayers alike. The Company plans to use Private Public Partnerships to fund some or all of the capital requirements for the current potential project opportunities. The Company's use of proceeds from the offering will potentially make it possible for the Company to fulfill its consulting agreements with ATFI and Related Parties to begin immediately the feasibility studies and investment grade studies needed to officiate the bond offerings, specifically for the "Port Trajan" current potential project as detailed in the "current potential project" section.

Once TEMS completes feasibility and environmental studies, it will be the Company's goal, through the financial markets to raise capital from bond offerings.

In order to support the functionality of financial structure between the end user, whether public or private, and the non-profit, whether related or non-related, Shah Mathias created the twenty related entities listed below of which the Company owns 25% of eighteen (plus 10% of one and 2% of one) via non-voting common shares, with the remaining 75% of eighteen (plus 90% of one and 98% of one) and

100% voting control owned by Mr. Mathias. The Company acting in its Master Consulting role will be the conduit between one or more of the related entities who will secure by contract the project from the end user and approach the non-profits for bond offering of the project. The construction management services will be performed by one or more of the largest construction management firms in the United States by utilizing existing well-established construction firms in or near the project location to perform the physical work on each project. The Company's consulting staffing needs are already in place and any additional needs can be met easily. Once a project is started, the consulting management team of the Company would rely heavily on the work force of some of the largest construction management firms in the country. The seventeenth related entity, HSRF Trust, was created to place the bond offering revenue in trust managed by agreements with ING (now Voya).

1. HSR Freight Line, Inc.
2. HSR Passenger Services, Inc.
3. HSR Technologies, Inc.
4. HSR Logistics, Inc.
5. KSJM International Airport, Inc.
6. Port of Ostia, Inc.
7. Port of De Claudius, Inc.
8. Atlantic Energy & Utility Products, Inc.
9. Malibu Homes, Inc.
10. Ameri Cement, Inc.
11. Lord Chauffeurs LTD.
12. Penn Insurance Services LLC
13. Cape Horn Abstracting
14. Eastern Development & Design, Inc.
15. Slater & West, Inc.
16. Platinum Media Inc.
17. Susquehanna Mortgage Bankers Corp.
18. Natural Resources LLC
19. Dutch East India Logistics Co.
20. Ann Charles International Airport, Inc.,
21. HSRF Trust

These entities play a vital role in terms of becoming the entity that builds and owns the potential project while the bond debt is being paid back. The ultimate beneficial owner of the project could be one of these entities or in the case of State projects, the State would become the beneficial owner of the project built once the bond debt is retired. This business model will control cost over runs and allow for more tightly managed projects during construction and then management of the operations of the project until the debt is paid back.

<u>In summary and for clear understanding of the process:</u>

The State who has a project to build would be able to have the project built by sponsoring the bond offering on behalf of one of the related entities below. The related entities would build and manage the project, assume the liability of the debt and then return the project back to the State upon retirement of the bond debt. In the case of non-State projects, the related entity could be the beneficial owner of the project at the end of the bond debt retirement.

1) **HSR Freight line, Inc.** This company will handle all services related to the use of track time, train sets leases and freight forwarding services. HSR Freight Line, Inc. intends to offer high speed rail, freight forwarding and parcel handling services to existing national and global carriers. As opposed to independently developing a freight corridor, carriers will be able to lease train sets with their trade logos and slogans in their own color schemes at various rates depending on the time frames, in addition to toll fees for track time. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

2) **HSR Passenger Services, Inc.** This company will handle all ticketing, booking, reservations, food & beverage services, hotel booking and car rental booking services. HSR Passenger Service Inc. will offer concession space at the travel plazas, technology parks and develop motels, hotels, fast food restaurant establishments and convenience stores. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

3) **HSR Technologies, Inc.** This company will handle all build to suit manufacturing facilities for train sets and centralized signalization services along the rail road tracks and train stations. Within the technology parks HSR Technologies, Inc. will be a sole provider of all fiber optics, telecommunication and all related technologies services including equipment maintenance.

A. Maintenance for train engines, rail cars and rail track through a maintenance agreement with equipment lease holders.
B. Total maintenance for all Industrial sites for assembly plants, train stations, train terminals, manufacturing plants, parts distribution centers, rail roads, rail crossings, rail yards, cargo terminals, parking lot, parking garages, hotel, motels, food and beverage vending machines, all retail shopping centers, office complexes and all on/off site improvements.
C. The airline industry is congested throughout existing terminal space. The proposed KSJM International Airport in Alabama will offer services to eliminate burden on existing terminal space for airline carriers. Federal Aviation Administration (FAA) certified inspection stations will service the airline industry. This company will also provide marine services, oil platforms and petro chemical industry services due to proximity to the Gulf of Mexico.

The Company interfaces with the entity, in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

4) **HSR Logistics, Inc.** This company will handle coordination, delivery and movement of all machinery equipment, material goods and will operate all warehousing facilities.

The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

5) **KSJM International Airport, Inc.** This company formed to serve as a master airport facility. It will provide four types of airport terminals and one international airline inspection service terminal operated by HSR Technologies Inc.:

a) Passenger Terminals, operated by HSR Passenger Services Inc.

b) Air Cargo Terminals, operated by Port of Ostia, Inc.

c) Corporate Jet Center Terminal

d) International Airline, FAA inspections maintenance service terminals, operated by KSJM International Airport, Inc.

e) Domestic Airline FAA inspection maintenance service terminals, operated by HSR Technologies Inc.

The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

6) **Port of Ostia, Inc.** This company will handle foreign and domestic Air Cargo, and while supporting ground services such as freight forwarding services will be provided by HSR Freight Line, Inc. and air and ground logistics will be provided by HSR Logistics, Inc. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

7) **Port of De Claudius, Inc.** This company will handle foreign and domestic inbound / outbound sea container inland port operation and warehouse distribution center. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

8) **Atlantic Energy & Utility Products, Inc.** This company will provide electric, gas, water, sanitary sewer service, trash removal, cable TV, Dish network and internet services. Petroleum products and services will also be provided during and after construction, along with fuel services on the toll road, all industrial and technology parks, including the airport, inland ports and incoming and outgoing vessels. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

9) **Malibu Homes, Inc.** This company will provide residential home building services. The Company interfaces with the entity, in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

10) Ameri Cement, Inc. This company handles all cement needs for building (357 miles four lane) Alabama Toll Road "ATFl" and others future projects. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

11) **Lord Chauffeurs LID.** This company operates all passenger ground transportation car service for passengers such as limo and taxi, as well as the corporate jet center. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

12) **Penn Insurance Services LLC.** This company provides all insurance services to all entities and risk management services for all entities, but not limited to the entities. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

13) **Cape Horn Abstracting.** This company provides all-land title examination services for all entities to insure against any pre -closing and post-closing claims of ownership or deed restriction. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

14) **Eastern Development & Design, Inc.** This company provides all civil engineering and architectural services with strong cost control measures thereby reducing engineering and architectural cost over runs. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

15) **Slater & West, Inc.** This company provides contract administration services and handles all work force human resource matters, including background checks, loss prevention services, vendor invoice verification against goods and services provided, and to clear invoice for payment. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

16) **Platinum Media, Inc.** Designed to provide all media related services. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for a fee, Stage 2 interface – as consultant for construction services for a fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

17) **Susquehanna Mortgage Bankers Corp.** Established in 1994, the entity was fully licensed by the Pennsylvania Banking Commission and HUD, as a lender. The entity is in the process of reactivating with the State of Pennsylvania to become a licensed Commercial & Residential lender, an entity supervised by the state banking commission. It has applied for a Fintech Commercial & Residential lender with the U.S. Office of Currency Control to become a licensed lender under the U.S. Federal Reserve system. SMBC is expected to have eight times borrowing power from the Federal Reserve. The Company has a 2% noncontrolling interest, sharing in entity assets and pre-tax profits.

18) **Natural Resources, LLC** This company provides oil, gas and mineral extraction services, timber harvesting, agricultural and related food production services associated with the operation of large-scale development projects. The Company owns 25% noncontrolling interest, sharing ownership of the asset and operations revenue.

19) **Dutch East India Logistics Co.** Designed to provide international cargo services in Yuma Arizona. The Company interfaces with the entity in three separate stages: Stage 1 interface - as consultant for fee, Stage 2 interface – as consultant for construction services for fee and Stage 3 interface – as a 10% non-controlling interest shareholder, sharing in post construction operations revenue.

20) **Ann Charles International Airport, Inc.** Designed to provide airport services and cargo break facilities in Port Freeport and the Brazoria Fort Bend Rail District Project. The Company interfaces with the entity in three separate stages: Stage 1 interface – as consultant for fee, Stage 2 interface – as consultant for construction services for fee and Stage 3 interface – as a 25% non-controlling interest shareholder, sharing in post construction operations revenue.

21) **HSRF Trust.** This company is a statutory trust administrator of private and public funds and will safeguard the bondholder's interest. No money moves to any parties without trust authorization.

The Company anticipates the following will occur by a regional or local municipalities upon the adoption and implementation of Trade, Transportation and a High-Speed Rail Systems as part of the Company’s current potential projects. To date, the Company has not developed any rail systems.

The Company will engage TEMS to provide feasibility and investment grade studies, engage some of the largest construction management firms in the United States, and locate well-established construction contractors and manufacturers to provide cost estimates on completing the current potential projects. The Company in its Trade and Transportation corridors will use technology well known to US contractors, however, because high-speed rail travel is already in-place in much of Europe and Asia, the Company anticipates working with European companies to furnish the high-speed rail equipment, such as locomotives and passenger cars.

The Company will furnish project proposals with supporting feasibility study, appraisals, and cost/benefit analysis prepared by TEMS. The Company will then provide those tools to a related entity or related non-profit entity so they can present such project proposals to the municipalities (state or local) as a complete and finished project. The local or regional municipality will then independently analyze and discuss the Company's proposal.

The two related non-profit entities created for Trade and Transportation and High Speed Rail projects are:

Hi Speed Rail Facilities, Inc.

In 2010, the Company entered into an agreement with HSRF (one of the Company's related non-profit companies) Pursuant to the agreement, the Company will be responsible for the construction of projects while the non-profit will be responsible for financing the construction and operating various high speed rail and related projects across the United States. HSRF is designed to focus on the building of train tracks and stations. Pursuant to the agreement between the Company and HSRF, the Company will act as the agent and representative of HSRF to perform all required tasks and actions to develop and construct such projects by utilizing a large well-established construction management firm. The Company anticipates that having this agreement in place and by having HSRF already organized will expedite the process of commencing a project once the Company raises funds. Material aspects of the agreement are presented below in the "Business Plan" section.

Hi Speed Rail Facilities Provider, Inc.

In 2010, the Company entered into a written agreement with HSRFP (one of the Company's related non-profit companies). The Company will be responsible for the construction of projects while the nonprofit will be responsible for financing construction and operating various high speed rail and related projects across the United States. Pursuant to the agreement, the Company was appointed as the agent and representative of HSRFP to perform all required tasks and actions to develop and construct such projects by utilizing a large well-established construction management firm. HSRFP was organized to provide a vehicle to issue bonds and help secure infrastructure projects for the Company, focusing on facilities ancillary to the high speed rail, such as rail yards, rail assembly plants maintenance facilities. The Company anticipates that having this agreement in place and by having HSRF already organized will expedite the process of commencing a project once the Company raises funds. Material aspects of the agreement are presented below in the "Business Plan" section.

ING Investment Management

Each of the non-profits has entered into an investment management agreement with ING Investment Management ("ING") whereby ING will manage any funds raised in bond offerings and provide investment advisory services. This non-binding agreement would only take effect upon the raising of revenue bonds. ING would serve to invest, reinvest and supervise the management of any such funds raised, for any project in the future, while such funds were held in an investment account and until use for the intended funds are needed for project purposes. The Company and the non-profits have not commenced raising funds through any bond offerings.

Supporting Information

The United States Census Bureau predicts that the American population will reach 420 million by 2050, a trend that will overwhelm our nation's transportation infrastructure according to the information provided on their website.

Current estimates suggest that overall freight demand will double over the next 40 years from 15 billion tons today to 30 billion tons. The number of trucks on the road is also expected to double. Already under unsustainable strain, the nation's freight transportation infrastructure and highways will face even greater challenges as the total volume of freight increases.

Extensive infrastructure expansion, such as new ports, trade corridors and high-speed rail (HSR), is critical to help mitigate problems associated with rising fuel costs, crowded highways, and greenhouse gas emissions. Population growth and development in the U.S. have made our nation increasingly reliant on rail and highway infrastructure to transport people and freight.

Clearly, a strong, efficient freight transportation system is vital to the nation's economy. Our nation's already strained and outdated railways must be upgraded to handle the projected increases in freight shipping to relieve congestion on our highways. We believe that new trade corridors are needed to support the additions of new ports and infrastructure in marine shipping. New high speed rail routes will also increase connectivity between US cities to support the emerging new economy.

Business Plan

The Company, as a consultant through its Master Consulting role along with TEMS has collectively identified current potential projects worth five hundred and six billion dollars. The Company has therefore approached the related non-profits for master bond indentures for each project, to meet the need of the related and non-related end users of each current potential project.

The Company acting as a Master Consultant, and Master General Contractor through agreements with the related and non-related non-profits, and the related entities will perform construction management services and consulting services for a fee (see material aspects of agreements below). The related and non-related non-profits provide a source of capital through bond indentures upon TEMS providing investment grade studies that will confirm the potential project revenue and will support the debt on behalf of the beneficial owner of a given project.

The contractual agreements and material aspects of the agreements are presented below:

Master Agreement For Construction with the Four Non-profits

The Company is in contractual, "Master Agreement For Construction", agreements with High Speed Rail Facilities Inc., High Speed Rail Facilities Provider Inc., Global Infrastructure Finance & Development Authority, Inc. and Alabama Toll Facilities Inc., all four are nonprofit entities referred to as the "Cartel" who could issue bonds on behalf of government, civilian and commercial end user projects directly, or on behalf of the affiliate entities listed below. **The material aspects of the "Master Agreement For Construction" are as follows:**

1. AMERI as the agent and representative of CARTEL shall perform all required tasks and actions to develop and construct the Project as agent and representative of CARTEL without limitation by taking such actions as necessary to secure the first and future phases of the financing applicable to the design, planning, engineering and related soft and hard costs of the construction of the Project and related activities. The specifications, designs, construction standards, subcontractor agreements, insurance requirements, hiring and employment policies and similar items shall be developed by AMERI, subject to approval by CARTEL, and as necessary offered for review and approval by appropriate governmental and regulatory agencies.

2. AMERI shall assure that the Project is constructed according to specifications and requirements imposed by the Federal Railroad Administration (FRA). The work done by AMERI through itself, its contractors, subcontractors, agents, employees and affiliated organizations, shall be subject to inspections as mandated by law to demonstrate compliance with all applicable standards. AMERI shall be responsible for coordinating all construction of the Project including construction work performed by subcontractors and others. AMERI shall supervise all phases of the construction of the Project, and it shall be responsible to CARTEL for all acts or omissions of its employees, subcontractors, agents, consultants and other parties under its control. AMERI shall contract with all subordinate parties in its own name and behalf and not in the name of or on behalf of CARTEL unless later agreed upon by the parties. AMERI shall provide to CARTEL, on an on-going basis, a list of all subcontractors and others engaged by AMERI for work on the project, together with correct and complete copies of all contracts and agreements with such parties.

3. The engagement of any subcontractor or subordinate parties for work on the project shall not excuse AMERI from complying in all respects with this contract. AMERI shall have full responsibility for every portion of the construction of the Project furnished or performed by any subcontractor or subordinate party and every act or omission (whether willful, negligent or otherwise) of AMERI's employees, subcontractors and their employees, and all other parties engaged for work upon the Project. All construction, acts and omissions of any party participating in the construction of the Project shall be deemed those of AMERI for the purposes of this agreement. AMERI shall be responsible for assuring that the construction of the Project is performed in a good and workmanlike manner and in accordance with the highest standards of care for the industry. AMERI shall take all reasonable precautions to prevent injury, damages or loss to persons or property throughout the Project, including especially issues of environmental protection.

4. The term of this Agreement shall continue until the completion of the Project and thereafter unless and until terminated by mutual agreement of CARTEL and AMERI and it may continue into if not so terminated.

5. The parties agree that the face amount of the contract between them for CARTEL to complete the Projects shall be determined by the face amount of each Master Trust Indenture less unrelated construction and land cost at cost plus forty percent (40%), plus two percent (2%) over the adjustment for the increase in inflation regardless of the cost to AMERI to perform the required services hereunder.

In no event will the profits to AMERI from the projects be less than forty percent (40%), plus two percent (2%) over the adjustment for the increase in inflation. Construction contract is based upon 97% of the face amount of each Master Trust Indenture over the course of the construction period. Amounts payable by CARTEL shall be due fifteen (15) days from the date of the submission of invoices from AMERI to CARTEL, time being of the essence. For any payments received after the fifteenth (15^{th}) day, a late fee of five percent (5%) of the unpaid amount if paid within ten (10) days thereafter; and any amounts paid after said ten-day period shall accrue late fees at the rate of eighteen percent (18%) per annum plus a collection fee of three percent (3%) and attorney's fees of five percent (5%) of the unpaid balance. A deposit of Ten Dollars ($10.00) shall be paid by CARTEL to AMERI upon the execution of this agreement; with a subsequent payment of three percent (3%) of the face amount of the contract upon the bond funding for the initial phase of the project; and a subsequent payment of an additional two percent (2%) of the face amount of the contract upon mobilization of the project. These percentages shall apply to the first phase and to all subsequent phases of the project.

6. The parties agree that this Agreement is not intended to create, nor shall it create, a partnership between them or any business relationship other than that specifically created by the terms hereof. Likewise, no partnership or other business relationship shall be created between CARTEL, AMERI and any subcontractors or subordinate parties contracted to work on the Project.

7. The business and affairs of the Project shall be controlled by AMERI without the requirement that the approval of CARTEL be obtained for any actions taken, subject only to the submission of such reports and accountings being furnished by AMERI to CARTEL as the parties may agree from time to time. Detailed and complete records of all aspects of the Project shall be kept by CARTEL and AMERI for their use and for inspection by any third parties, agencies, regulators or others authorized by law or agreement to access them.

8. AMERI may conduct the business of the Project from such location or locations as it may elect, whether in the State of Delaware, the Commonwealth of Pennsylvania, or elsewhere. However, as stated below, Pennsylvania law shall govern this agreement.

9. AMERI may act through such subagents and subcontractors, attorneys and representatives as it deems necessary in its sole discretion; and to compensate such parties under such terms as it may agree.

10. The funding for the Project shall be raised through the issuance of bonds through a marketing plan determined by AMERI, and all proceeds thereof shall be deposited in custodial accounts administered by fiduciaries and according to such terms as CARTEL TRUST shall institute for the safekeeping and distribution according to sound business practices. AMERI shall act as Sponsor for the CARTEL Direct Offering and Bond Issuer.

The Company will provide consulting services for a fee according to contractual agreements between all four nonprofit entities and affiliate entities listed below. The contractual agreements and material aspects of the agreements are presented below:

The Company is in contractual, **"Consulting Agreement"**, agreements with High Speed Rail Facilities Inc., High Speed Rail Facilities Provider Inc., Global Infrastructure Finance & Development Authority Inc., and Alabama Toll Facilities Inc. All four are nonprofit entities, who have the capability to fund government, civilian, and commercial end user projects directly or on behalf of the affiliate entities listed below. **The material aspects of the "Consulting Agreement" are as follows:**

1. HSRF hereby appoints AMERI as its agent and representative to perform all required tasks and actions to develop and construct the Project as agent and representative of HSRF without limitation by taking such actions as necessary to secure the first and future phases of the financing applicable to the design, planning, engineering and related soft and hard costs of the construction of the Project and related activities.

2. AMERI hereby accepts such appointment and agrees to perform as agent and representative of HSRF as specified.

3. The term of this Agreement shall continue until the completion of the Project and thereafter until terminated by mutual agreement of HSRF and AMERI, and it may continue into if not so terminated.

4. AMERI shall be compensated for arranging financing and developing the sponsorship mechanism for the Project by a specific fee equal to one and one half percent (1.5%) of the face amount of the master indenture. Additionally, services other than arranging financing that are performed by AMERI for HSRF financing shall be compensated in accordance with separate agreements addressing other aspects of the Project. In addition to the payment of fees for its services AMERI shall be entitled to prompt reimbursement of all costs and expenses advanced or incurred by it in

furtherance of its duties hereunder. All fees are deemed earned upon delivering of a bond indenture document, HSRF is responsible for additional financing fees to direct or indirect financiers, a mortgage banker, or financing facilitator.

5. The parties agree that this Agreement is not intended to create, nor shall it create, a partnership between them or any business relationship other than that specifically created by the terms hereof.

6. The business and affairs of the Project shall be controlled by AMERI without the requirement that the approval of HSRF be obtained for any actions taken, subject only to the submission of such reports and accountings being furnished by AMERI METRO to HSRF as the parties may agree from time to time.

7. AMERI may conduct the business of the Project from such location or locations as it may elect, whether in the UNITED KINGDOM, the Commonwealth of Pennsylvania, or elsewhere.

8. AMERI may act through such subagents and subcontractors, attorneys and representatives as it deem necessary in its sole discretion; and to compensate such parties under such terms as it may agree.

9. The funding for the Project shall be raised through the issuance of bonds through a marketing plan determined by AMERI, and all proceeds thereof shall be deposited in custodial accounts administered by fiduciaries and according to such terms as AMERI METRO shall institute for the safekeeping and distribution according to sound business practices. AMERI shall act as Sponsor for the HSRF Direct offering and Bond Issuer, stock offering.

10. AMERI shall maintain current and complete records of all aspects of its performance on behalf of HSRF and in furtherance of the Project, with such records being available to HSRF and to other parties as legally required. Such records shall be examined and audited by independent auditors and accountants selected by AMERI, with such statements of account being rendered as required by good accounting practices.

11. AMERI shall comply with all legal requirements of all applicable agencies and jurisdictions for the project, including but not limited to labor and hiring practices, compensation of subcontractors and workers, and taxes and insurance. In order to assure such compliance, AMERI may employ attorneys and advisors as it may in its sole discretion determine, securing such legal advice and opinions as will reasonably protect the Project and the parties thereto.

12. AMERI shall maintain during and after the completion of the Project all records of the Project, and they shall be available for inspection as required by law and the agreement of the parties.

Additionally, the agreements between the other related and non-related non-profits are the same.

The Company has been in joint meetings with related entities and private, public municipalities and regional governmental agency end users concerning current potential projects that have had studies completed in differing stages. The Company and related entities met with and made presentations to these parties. The scope of work associated with current potential projects consist of development relating to sea ports, airports, rail corridors, toll roads, inland ports, intermodal facilities, sewer, water and power grids, all being anticipated to be revenue producing projects. However for the Company to proceed on any of these current potential projects, a substantial amount of capital must be raised through officiating bond funding through one or more of the related and non-related non-profits. The following is a result of meetings and negotiations over the last 6 years, bringing the Company to the stage of raising capital to operate and fulfill its business objectives. The result of our activities over the years are the current potential projects listed below.

Brief Descriptions of Current Potential Projects

Current Potential Project ***(according to priority)***

Throughout all Current Potential Projects, when we refer to one or more of the largest construction firms in the United States we are identifying construction management firms such as one of the largest firms in the country with 87,000 employees, seventeen billion in generated revenue for 2016 and 30 plus years of experience providing all of the services each of our current potential projects would require**. For clarity and disclosure the Company has not engaged any firm at this time**, but it is our business model to do so upon completed studies prior to bond offering. The Company's current executive team along with consulting firms such as TEMS and fee based legal teams we have identified, working together with financial market underwriters who have the experience to bring the potential project to a point of starting through bond offering, is reason for the Company to call these "Current Potential Projects" There are a number of large construction management, engineering, architectural firms that we will engage to commence project build out. **We will rely heavily on firms to perform, while we stay within our Master Construction and Master Consulting role. The Company is making no guarantee construction firms or construction management firms will contract with the Company, but it is our business model to utilize the well-established firms within the country to fulfill our business plan.**

Current Potential Project 1

Port Trajan – Is directly affected by Alabama Toll Facilities, Inc. "ATFI", which is responsible for building a new toll road. ATFI is a non-related, non-profit company with a project supported by the State of Alabama legislation and signed by Governor Bob Riley, according to House Joint Resolutions, H.J.R 459 and H.J.R. 456. The Company will be responsible for building the 357 mile toll road. Port Trajan is complimented by the ATFI roadway, and are mutually dependent of one another. The new Alabama Toll Road, when built, will provide a faster way to reach Interstate 81 in Knoxville, Tennessee. It will eventually connect to Port Trajan in Pennsylvania, which travels north to the state of Maine.

As cargo ships increase in size and the need for deeper water at US ports on the east coast increase (substantiated by TEMS studies) the Company's projects, Port De Claudius, Inc. (PDC) (current potential project #6) and Port Ostia (current potential project #7), support the movement of cargo from the Alabama coast line by utilizing the ATFI roadway to the north east distribution center of Port Trajan. The Company will build Port Trajan immediately upon bond financing because the land under agreement is connected to the existing Norfolk and Southern intermodal port, which is presently receiving cargo containers by rail. Also, the intermodal port is located in south central Pennsylvania, connecting a population of 50 million people. The Company will generate immediate revenue from the Port Trajan build out, and permits are ready to be issued for 4.2 million square feet of warehousing. These are the reasons Port Trajan will be the first project in our current project list. The feasibility and economic impact studies will be performed by TEMS. The state will sponsor the bonds, GIF&DA will officiate the bond offering, the Company will act as the consultant to bring the entire project to a starting point, and the large construction management firm will perform all management and construction related steps.

On January 9, 2013, the Company signed a letter of intent with Jewel Real Estate 10-86 Master LLLP, a related party to purchase land to develop for future sale.

On January 13, 2013, the Company entered into a letter of intent with Port De Claudius, Inc., a related party trading as Port Trajan. The Company is contracted to provide services for the build out of the Port Trajan's five terminals, along with the sale of real property together with development rights for a fee.

The Company was unable to meet the deposit requirements of the Jewel Real Estate 10-86 Master LLLP related party contract, and so in November 2013 the deposit requirements were amended to require a cash deposit of $1,000 to hold the purchase option open for the Company until a bond offering is acquired. Future plans are to issue in excess of 10,000,000 shares of common stock to aid funding the land purchase. As of January 31, 2016, the $1,000 deposit requirement outlined above, has been deposited on this contract.

On August 8, 2016, the Company entered into a material definitive agreement for construction ("Construction Agreement") with Port De Claudius, Inc. ("PDC"). Pursuant to the Construction Agreement, the Company shall engage one or more firm to perform all tasks and actions required to develop and construct the Port Trajan Pennsylvania commercial properties (the "Project"). Furthermore, to secure the first and future phases of the financing applicable to the design, planning, engineering, and related soft and hard costs of the construction of the Project. Pursuant to the Construction Agreement, the specifications, designs, construction standards, subcontractor agreements, insurance requirements, hiring and employment policies and similar items shall be developed by the Company, subject to approval by PDC. The Company shall assure that the Project is constructed according to specifications and requirements imposed by the Pennsylvania Department of Transportation (PADOT) and the Federal Highway Administration. The Company shall supervise all phases of the construction of the Project, and it shall be responsible to the PDC for all acts or omissions of its employees, subcontractors, agents, consultants and other parties under its control. The Company shall be responsible for assuring that the construction of the Project is performed in a good and workmanlike manner, and in accordance with the highest standards of care for the industry.

On September 11, 2016, the Company consolidated all memorandums of understanding, letters of intent, and agreements into one agreement called the "sales agreement". As a result of the September 11, 2016 consolidation, an agreement for the assignment of assets took place.

For Phase One (the "Sale Agreement") with Jewel's Real Estate 10-86 Master LLLP (the "Seller"), Global Infrastructure Finance & Development Authority, Inc., division of Hi Speed Rail Facilities Inc. (the "Financier"), PDC, and HSRF Statutory Trust as Trustee (the "Trustee"), as dictated by the Construction Agreement, the Sale Agreement that was thereafter amended on September 13, 2016, an amendment was signed for the closing date of the transaction to October 14, 2016. Pursuant to the "Sale Agreement", Jewel's Real Estate 10-86 Master LLLP (the "Seller/Assignor") to the Company (Assignee) assigned together all rights, title and interest in and to any contractual agreements to Port De Claudius, Inc. (PDC) on completion of Phase One.

The Project consists of two phases, Phase One consists of land purchase and onsite /offsite improvement. A dry closing with no funds being disbursed was originally scheduled for September 21, 2016. The dry closing was later changed by amendment to October 14, 2016, and the closing took place on that date. Phase Two is to take place on or before December 1, 2018 and consists of vertical construction of buildings and apparatuses.

The estimated cost for both Phases is Two Billion Dollars ($2,000,000,000) at cost plus forty percent (40%), and plus two percent (2%) for the increase in inflation regardless of the cost to the Company to perform the required services. In no event will the profit to the Company from the amount paid by PDC be less than Eight Hundred Million Dollars ($800,000,000). A mobilization fee of $2,729,514 shall be due and payable by PDC to the Company upon the closing of Bond offering for Phase One. The cost of Phase One is $950,000,000 and the net Phase One revenue to the Company shall be $66,719,514. We are identifying Port Trajan as the priority project that will provide the capital to begin investment grade studies for other current potential projects. Economic and environmental studies performed by TEMS will be paid for by profits of the Company from Port Trajan. These funded studies will then lead to officiating a bond offering through one of the related non-profits on behalf of one of the related entities in the Company's role as consultant, awarding the work to a one or more of the largest construction and construction management firms. There are currently no contractual agreements with any of these firms. However, agreements could be put in depending upon the firm's years of experience, work force, and proven processes and systems. It is our opinion that large construction and construction management firms will welcome the opportunity to be awarded these projects.

The changing character of marine transportation means that with the opening of the Panama Canal, only three ports on the East Coast will be able to receive Class C, D, and E container vessels that require 50 feet of water. Baltimore is one of the three East Coast Ports that can accommodate such ships, and therefore has strong potential for developing a Trade and Transportation corridor that can provide inland distribution of containers(according to TEMS completed studies). A key part of the development of the Baltimore Trade and Transportation Corridor is the Port Trajan Project, which will be an important Inland Port for the Port of Baltimore.

Port Trajan Project

The Port Trajan project is a transportation project located in the Antrim Township, Greencastle, Pennsylvania on the Interstate 81 corridor and the railroad. The railroad, or "Crescent Corridor", is an existing 2,500 mile network of rail and terminals. An intermodal facility is an existing active rail-truck facility in this corridor and the State of Pennsylvania that provided forty six million dollars of the one hundred million dollars that developed this facility. This intermodal facility is an existing facility, and Port Trajan will be enhancing this shipping corridor by fulfilling its development objective. Port De Claudius, Inc. intends to develop 2,700 acres of land next to this corridor, which has been designated the "Port Trajan Project". Port De Claudius, Inc. an affiliate entity, anticipates that it will construct a distribution center consisting of 5 terminals, and a rail line between the main rail tracks to the highway for the transition of shipping containers from the rail line to waiting trucks. The distribution center will provide the facility for repackaging the shipments, to be transported to the final destination by truck, by constructing over time, up to thirty million square feet of warehouse space on 2,700 acres. The 2,700 acres is part of the January 9, 2013 letter of intent with Jewel Real Estate 10-86 Master LLLP a related party. The permitting for 4.2 million square feet of warehousing to be built on part of the 2,700 acres is ready to be issued.

Port De Claudius, Inc. anticipates that such project will be completed in phases, the first of which is the purchase of an initial 345 acres at $350,000 per acre. The purchase price will include all on-site horizontal improvements, off-site improvements will be acquired at an additional $20,000,000. The land is currently owned by a related company and Port De Claudius, Inc. and has entered into a letter of intent for its purchase with the Company.

Port De Claudius, Inc. trading as Port Trajan has engaged with Inchcape Shipping Services (ISS) to manage and act as port agent at Port Trajan. Inchcape Shipping Services (ISS) is a global operation that directs traffic from sea and air cargo to and from the ports. They have been in business since 1875.

As part of the development of the Port of Baltimore Trade and Transportation Corridor, the development of inland ports such as Port Trajan is critical. However, since the Harrisburg-Hagerstown corridor is already a major logistics center for the Northeast USA, the development of Port Trajan can begin immediately and even before the Baltimore Trade and Transport Corridor is developed.

A Master Trust Indenture through Global Infrastructure Finance & Development Authority, Inc., with the cooperation of HSRF Statutory Trust, as trustee relating to Port De Claudius, Inc., trading as Port Trajan of Pa., can offer to raise $8,000,000,000 billion of revenue bonds. The Company plans to act as Consultant awarding the general contractor scope of work to an existing, well established firm as the horizontal and vertical site improvements general contractor for Port De Claudius, Inc.

The Company intends to assist to begin bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete within the ninety day period, an investment grade study that will make it possible through bond rating agencies, to officiate a bond offering for this project. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving the entity, is still in full force and effect, related to both the "Master Agreement For Construction" and "Consulting Agreement" described above within the "Business Plan". To clarify for purposes of this project, Port De Claudius Inc. and Port of Ostia, Inc. are related entities for this project.

The Company will engage contractors by paying the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to insure the completion of the construction to protect the bond holders.

The Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. The Company will than realize revenue to sustain its continued growth and ability to get other projects started by using its revenue as initial capital investment while always being reimbursed from the bond proceeds that follow other projects. As discussed earlier the sources of realized revenue for the Company are as follows: Construction Management fees, Consulting Fees, and twenty five percent profit sharing from each of the related entities who are responsible for contracting by agreement. The Company will oversee the well-established firm awarded the contract while they perform all scopes of work on the related entity(s) behalf for each project they secure.

The Company is not in the real estate development business, it is a Super General Contractor and consultant to related and non-related parties for a fee, and partner with each related entity receiving twenty five percent profit sharing per project. In this project the Company will work for Port De Claudius, Inc., an affiliate entity, and engage some or all of the other affiliate entities to act as project overseers /managers for the project, putting out for bids and awarding local, well-established national and international firms to perform each specific scope of work on the project, ensuring it is completed on time and within budget. This also includes all of the following current potential projects.

<u>The Company's (current) Six Stage Process for Port Trajan:</u>

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	N/A
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	Est. 90 days after effective S-1

Footnotes:

1) There are 4.2 million sq. ft. of warehouse space approved to date with permits available today.

<u>Current Potential Project 2</u>

Alabama Toll Road-Mobile Trade and Transportation Corridor (ATFI Alabama Toll Road Facility Inc.)

The Company's current project "Port Trajan" is directly connected to our current Alabama port project "Port De Claudius, Inc." through the Alabama Toll Road Inc. (ATFI) project, connecting to Interstate 81 in Knoxville Tennessee Interstate 81is a major shipping corridor from Tennessee to Maine, and South Central Pennsylvania (location of Port Trajan) is now operating as one of the distribution locations for the northeast. The port of Mobile and Baltimore with 50 foot water depths stand to be the ports used in making cargo movement to the northeast corridor more efficient as the size of cargo ships continue to increase. These ports have the ability to be deepened and the cost to do so will be offset by the economic impact they create, according to studies performed by TEMS.

As its first step, Alabama Toll Facilities, Inc. (ATFI) was created and obtained status as a nonprofit corporation pursuant to Section 501(c)(3) of the Internal Revenue Code. As a nonprofit corporation, ATFI is allowed to officiate bond offerings in order to finance the cost of acquisition and construction and equipping of the toll road project, Alabama Toll Road.

In 2007, the toll road project was presented to the Alabama legislature which on June 7, 2007, adopted Act no. 2007-506 entitled "Expressing Support for the Alabama Toll Road Project". This Act stated that it recognized the need to utilize other financial resources to meet the needs of that highway and other infrastructure items such as that offered by ATFI. The Act urged approval of the bonds offered by ATFI as special revenue bonds with the project eventually vesting to the state upon retirement of the bonds. The Act further supports designating ATFI as the exclusive entity for creation and development of the toll road project. ATFI has full approval by the state of Alabama to officiate the bond offering.

As a second step, on September 23, 2009, Penndel Land Company ("Penndel"), a company wholly owned by Mr. Shah Mathias, entered into an agreement with ATFI by which Penndel was appointed as the agent and representative of ATFI to perform all required tasks and actions to develop and construct the toll road. This agreement was established prior to the formation of the Company.

Thirdly, on December 1, 2010, the Company formed a wholly-owned subsidiary, Global Transportation & Infrastructure, Inc. ("GTI") in the state of Delaware to provide development and construction services for the Alabama highway project and to include securing financing for the design, planning, engineering and related costs of construction.

In December 2010, Penndel assigned its agreements with ATFI to GTI. As such the Company, through its subsidiary, GTI, has the development rights for such toll road. Under the terms of the agreement, GTI will provide development and construction services. GTI will also act as an agent and representative of ATFI who is sponsored by the state of Alabama according to House Joint Resolutions, H.J.R 459 and H.J.R. 456, to take actions necessary to secure the first and future phases of the financing applicable to the design, planning, engineering and related soft and hard costs of the construction of a toll road in the state of Alabama and related activities.

In 2010, the Company was developing this project at the time of the merger with Yellowwood. The planned toll road is designated as a 357 mile 4-lane road designed to be built from Orange Beach, Alabama to the Tennessee state line with the intent of connecting various rural sections of Alabama to Tennessee and more urban areas.

Alabama Indenture Agreement- On December 1, 2010, ATFI nonprofit entered into a Master Trust Indenture agreement with as HSRF Statutory trust as a Trustee, which has agreed to serve as the trustee for the bond offering of up to $7,000,000,000 of ATFI Revenue Bonds once it determines to effect such an offering. The Alabama Indenture indicates that the developer for the project will be GTI. In April 2012 the Alabama Indenture was amended to reflect a Master Indenture of $20,000,000,000. The Master Agreement provides the basic terms and conditions of any bond issuance such as use of an escrow agent, rights of bond holders, sale of bonds, etc.

The Company acquired from Penndel Land Company (majority owned by Mr. Mathias) the contract rights to a construction agreement with ATFI, a non-profit company supported by the State of Alabama to act as the exclusive entity as set forth in H.J.R 459 and H.J.R. 456, as project developer for such a toll road and on which Mr. Mathias served as one of its four directors. Mr. Shah Mathias (the Founder, Head of Mergers and Acquisitions and Business Development, and non-board member of the Company) was one of the directors of ATFI and has subsequently resigned from his position.

When the Company secures financing, ATFI will effect a bond offering to purchase the land on which the toll road is to be located. The Company has envisioned long-range ideas and plans to develop currently undeveloped areas through which the planned Alabama Toll Road will traverse. These plans through its affiliates, include the development of an airport called Sarah Jewel Mathias International Airport (KSJM), sea shipping port called Port De Claudius, Inc., air cargo port called Port of Ostia and a high-speed rail line.

The Company will build seventeen hundred miles of railroad tracks in parallel with ATFI. The Company has plans, through its affiliates, to build four tracks north and south bound, two tracks for passenger services and two tracks for freight. Volkmann Railroad Builders has been engaged by the Company to construct and built the railroad. Volkmann is a thirty five year old company that has built railroads for NASA, the mining industry, oil and gas exploration and freight carriers.

In support of H.J.R. 459 and H.J.R.456 the following ancillary projects are being planned by the Company.

1. Design built inland port called Port De Claudius, Inc.;
2. Design built airport called Sarah Jewel Mathias International Airport (KSJM);
3. Design built air cargo port called Port of Ostia;
4. Design built railroad and train stations;
5. Design built Fiber Optic Lines;
6. Design built All Utilities underground or overhead;
7. Design built Power Grids;
8. Design built Cell Phone Towers;
9. Design built Motels, Travel Plazas, Fast Food Establishments;
10. Design built Outdoor Advertisements, Signage;
11. Design built Natural Gas Pipelines & Distillate Pipelines;

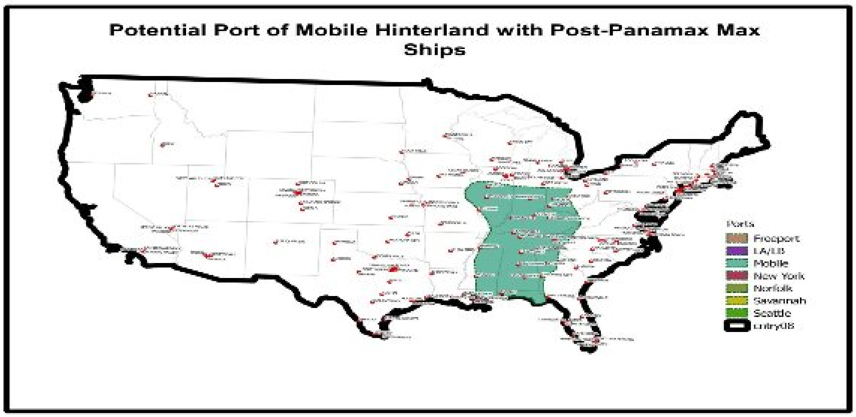
A recent preliminary analysis by TEMS suggested that the toll road would become part of a Mobile Trade and Transportation Corridor because of the opening of the Panama Canal, and because Mobile is one of the only two Gulf Ports that can facilitate the large container vessels that need 50 feet of water. As a result, an evaluation should be made of extending the corridor north along the west side of the Appalachian Mountains, (potential project-Appalachian Regional Commission) a region that is today served by West Coast Ports. To assist the Company in completing an investment grade study for the corridor, the following research/review team has been assembled to assess the analysis by Transportation Economics & Management Systems, Inc. (TEMS).

Mobile Intermodal Corridor, Research Review Team

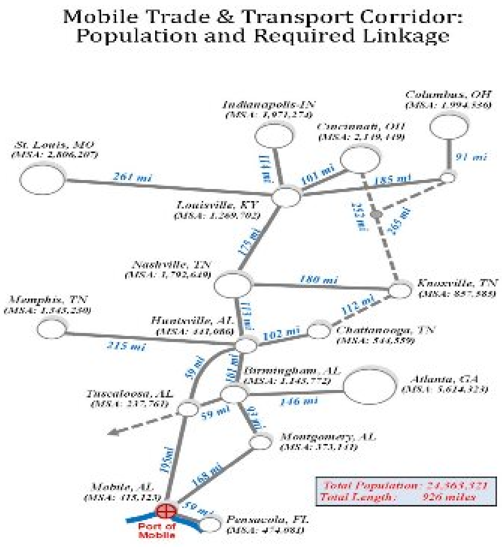
Team Member	Affiliation
Dr. Mark Burton, PhD	University of Tennessee
Dr. David Clarke, PhD	University of Tennessee
Mr. Rick Tucker	Port of Huntsville, AL
Mr. Jimmy Lyons	Port of Mobile, AL
Dr. Craig Phillip, PhD	Vanderbilt University
Dr. Ted Grossardt, PhD	University of Kentucky
Mr. Kent Sowards	Marshall University
Dr. Mike Hicks, PhD	Ball State University
Mr. Scott Hercik	Appalachian Regional Commission

The purpose of this investment grade study by TEMS is to evaluate the potential for developing the Mobile Trade and Transport Corridor, as an adjunct to Port Mobile to serve as a major container port for a hinterland corridor between the Appalachians in the east, and the Mississippi in the west, and stretching as far north as the markets of mid-America including Ohio, Indiana, and Illinois. The area is largely served today by West Coast Ports that rely on relatively expensive rail and truck shipments to these inland markets, but are low cost due to the large ships that can access West Coast Ports. With the opening of the Panama Canal, and the access of large ships to the Gulf of Mexico, the Mobile corridor has the potential to provide a less expensive and more effective way of serving these markets.

The reason for this is that the Port of Mobile is one of the very few ports on the gulf and the east coast of the US that can serve the very large ships (50 foot depth) that will be able to access the gulf and east coasts with the opening of the Panama Canal. Once the Port is dredged, this will reduce the Maritime costs to the Port of Mobile significantly (i.e., 50 percent) and shift the competitive balance from West Coast Ports to the Port of Mobile.



Potential Port of Mobile Hinterland with Post-Panamax Max Ships


Mobile Trade & Transport Corridor:
Population and Required Linkage
St. Louis, MO
Indianapolis-IN
Cincinnati, OH
Columbus, OH
261 mi
101 mi
185 mi
91 mi
Louisville, KY
175 mi
Nashville, TN
180 mi
Knoxville, TN
Memphis, TN
Huntsville, AL
102 mi
112 mi
Chattanooga, TN
215 mi
59 mi
Birmingham, AL
Atlanta, GA
146 mi
Tuscaloosa, AL
Montgomery, AL
195mi
168 mi
Mobile, AL
Total Length: 926 miles
Pensacola, FL
Port of Mobile

In carrying out its initial review, TEMS has already shown there is a prima facia case for the investment. However, the review was based on an analysis using existing data and models including the Panama Canal Route Choice model and the National Ports model. Both models need updating to 2015 to reflect the post 2008 recession economy and the latest changes in the development of the Panama Canal, US Ports, and marine economics.

In addition, the preliminary study made a number of assumptions about the institutional structures that would be adopted by the Port and Railroads. In the Business Plan phase these assumptions need to be evaluated and as appropriate adjustments made to accommodate the findings of direct discussions with the key stakeholders.

Finally, the upgraded market analysis and institutional assumptions will be used to develop a more detailed implementation plan, financial and funding plan, and economic cost benefit and impact plan. The financial and funding plan will develop the cash flows for the project, and the timing and sources of funds needed to complete the project. The economic analysis will show the benefits to the communities in the Trade and Transport Corridor. The analysis will produce both the Cost Benefit Analysis required by USDOT, as well as the economic impact for the region associated with job creation, increased income, property development, and tax base enhancement. This can be used to develop community outreach in communities along the Alabama Toll Road corridor and at local and state level, to explain the costs and benefits of developing the corridor.

For this Feasibility Study, TEMS will refine the more aggregate level of analysis that was used for the preliminary study. This will include updating the trade and traffic data that derives the forecasts, working to resolve institutional issues and ensuring the practicality of the proposed implementation process.

The Company will introduce the bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study that will make it possible, through bond rating agencies, to officiate a bond offering for this project. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving any related entity, is still in full force and effect, related to both the "Master Agreement For Construction" and "Consulting Agreement" described above within the "Business Plan". To clarify ATFI is a nonprofit non-related party to the Company and Global Transportation Inc. is a wholly owned subsidiary of the Company.

The Company will engage a large construction firm as identified earlier. The Company through use of proceeds identified in Operating Capital Reserves will pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to insure the completion of the construction to protect the bond holders.

The Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. The Company will than realize revenue, to sustain its continued growth and ability to get other projects such as ATFI started, by using its revenue as initial capital investment into projects, while always being reimbursed from the bond proceeds that follow other projects. As discussed earlier the sources of realized revenue for the Company are as follows, Construction Management fees, Consulting fees and twenty five percent profit sharing from each of the related entities who are responsible for contracting by agreement with the Company to do the work on the related entity(s) behalf per projects they secure.

The Company's (current) Six Stage Process for Alabama Toll Road Facility Inc. (ATFI):

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	Completed
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	Within 12 months of bond capital

Current Potential Project 3

Appalachian Regional Commission (ARC) -The Company along with TEMS acting as consultant for the Company have had discussions with ARC to help them over the next five years, advance current and emerging opportunities and to continue to close the gap between Appalachian communities and the nation on key socioeconomic indicators. ARC's mission is to innovate, partner, and invest to build community capacity and strengthen economic growth in Appalachia.

The Appalachian Regional Commission (ARC) is a regional economic development agency that represents a partnership of federal, state, and local government. Established by an act of Congress in 1965, ARC is composed of the governors of the thirteen Appalachian states and a federal co-chair, who is appointed by the President of the United States of America. Local participation is provided through multi-county local development districts. ARC invests in activities that address the five goals identified in the Commission's strategic plan:

Goal 1: Economic Opportunities

Invest in entrepreneurial and business development strategies that strengthen Appalachia's economy.

Goal 2: Ready Workforce

Increase the education, knowledge, skills, and health of residents to work and succeed in Appalachia.

Goal 3: Critical Infrastructure

Invest in critical infrastructure—especially broadband; transportation, including the Appalachian Development Highway System; and water/wastewater systems.

Goal 4: Natural and Cultural Assets

Strengthen Appalachia's community and economic development potential by leveraging the Region's natural and cultural heritage assets.

Goal 5: Leadership and Community Capacity

Build the capacity and skills of current and next-generation leaders and organizations to innovate, collaborate, and advance community and economic development.

Each year ARC provides funding for several hundred investments in the Appalachian Region, in areas such as business development, education and job training, telecommunications, infrastructure, community development, housing, and transportation. The Company has engaged in discussion with ARC to provide $34,000,000,000 in funding through Master Bond Indentures to fund these projects that create thousands of new jobs; improve local water and sewer systems; increase school readiness; expand access to health care; assist local communities with strategic planning; and provide technical and managerial assistance to emerging businesses.

ARC investments in infrastructure have helped reduce the Region’s isolation, spur economic activity, and improve public health and safety. In order to compete in the global economy, Appalachia must continue to develop and improve the infrastructure necessary for economic development, including broadband and telecommunications; basic infrastructure, such as water and wastewater systems; diversified energy; housing; and transportation, including the Appalachian Development Highway System (ADHS). ARC will also support investments in multi-modal transportation systems that strengthen connections to regional, national, and global markets.

ARC infrastructure investments will address local community needs as well as strategic, innovative approaches to economic development. ARC will provide leadership in helping communities develop long-term plans for effective development and deployment of the infrastructure needed to support economic competitiveness and quality of life. To create the greatest impact, ARC will leverage resources and bring together **government agencies** and the **private sector** to build the critical infrastructure needed to strengthen the Region’s economy, complete the Appalachian Development Highway System and construct local access roads to strengthen links between transportation networks and economic development.

Most recently a preliminary analysis by TEMS, of the Appalachian Development Highway System corridor suggested that because of the opening of the Panama Canal and because Mobile is one of the only two Gulf Ports that can facilitate the large container vessels that need 50 feet of water, the ATFI toll road would become part of a Mobile Trade and Transportation Corridor (Port Trajan) connecting to the Appalachian Development Highway System corridor. As a result, an evaluation should be made of extending the corridor north along the west side of the Appalachian Mountains, a region that is today served by West Coast Ports.

Investment in the Appalachian Development Highway System has significantly reduced the Region's isolation and opened up opportunities for economic growth. ARC will complete the remaining portions and constructing local access roads will further connect the region to strategic regional, national, and global economic opportunities. ARC will invest in **intermodal transportation** planning and infrastructure that builds on the ADHS and maximizes the region's access to domestic and international markets. In order to compete in a global economy, Appalachia must have reliable access to domestic and international markets. Connecting the ADHS to rail, waterway, and aviation routes can help link Appalachian businesses to regional, national, and international markets.

The Company in meeting with the ARC board has made available to them through Global Infrastructure Finance & Development Authority, Inc., $34,000,000,000 in funding to assist in meeting ARC strategic planning goals above.

A Master Trust Indenture through Global Infrastructure Finance & Development Authority, Inc. with cooperation of High Speed Rail Facility Inc. (HSRF) statutory trust, as trustee relating to any project forth coming out of the thirteen state region, through revenue bonds can offer to raise $34,000,000,000 to ARC and the related states, through HSR Freight Line Inc. and HSR Passenger Services Inc., related entities, for the Appalachian Regional Commission corridor projects.

The Company will introduce the bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study that will make it possible, through bond rating agencies, to officiate a bond offering for any project ARC would like to undertake. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving the entities, is still in full force and effect, related to both the "Master Agreement For Construction" and "Master Consulting Agreement" described above within the "Business Plan". To clarify for purposes of this project, HSR Freight Line Inc. and HSR Passenger Services Inc. are the related entities & Global Infrastructure Finance & Development Authority, Inc. a non-profit related to the Company.

The Company will engage a large construction firm as identified earlier. The Company through use of proceeds identified in Operating Capital Reserves will pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to insure the completion of the construction to protect the bond holders.

The Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. The Company will than realize revenue, to sustain its continued growth and ability to get other potential projects started, by using its revenue as initial capital investment into projects, while always being reimbursed from the bond proceeds that follow other projects. As discussed earlier the sources of realized revenue for the Company are as follows: Master Construction Management fees, Master Consulting fees and twenty five percent profit sharing from each of the related entities.

The Company's (current) Six Stage Process for Appalachian Regional Commission (ARC):

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Being Negotiated
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	TBD
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 4

Atlanta-Louisville-Birmingham-Jacksonville – The Company has received support for expansion of high speed rail, through House Resolution 948 of the Georgia House of Representatives, stating that nineteen members of this body express their support of high speed trains and encourage the creation of a high speed rail transit authority for Fulton, Carroll, and Douglas counties. The resolution specifically names the related party High Speed Rail Facilities, Inc. as the developer of high speed rail.

House Resolution 948 By: Representatives Waites of the 60th, Roberts of the 155th, Alexander of the 66th, Bruce of the 61st, and Yates of the 73rd

A RESOLUTION

Encouraging the creation of a high speed rail transit authority to operate in Fulton, Carroll, and Douglas counties; and for other purposes. WHEREAS, high speed trains are more energy efficient than cars and planes, decrease our dependence on foreign oil, and reduce air pollution that causes global warming and harms public health; and WHEREAS, at distances of less than 400 miles, high speed trains can deliver passengers downtown-to-downtown almost as fast as airplanes at a fraction of the cost, and can do so in virtually all weather; and WHEREAS, with wide seats, fax machines, places to plug in a laptop computer, and food service, high speed trains provide a convenient, productive alternative to cars and airplanes; and WHEREAS, a high speed rail network would pull together regional economies and promote intraregional business growth; and WHEREAS, ***Hi Speed Rail Facilities, Inc****., is looking to expand the use of high speed trains to Fulton, Carroll, and Douglas counties with the intention of expanding service throughout Georgia and into Alabama; and WHEREAS, the creation of a high speed rail transit authority is necessary for the success of a high speed rail system in Georgia. NOW, THEREFORE, BE IT RESOLVED BY THE HOUSE OF REPRESENTATIVES that the members of this body express their support of high speed trains and encourage the creation of a high speed rail transit authority for Fulton, Carroll, and Douglas counties. 15 LC 39 1039 H. R. 948 - 2*

BE IT FURTHER RESOLVED that the Clerk of the House of Representatives is authorized and directed to make appropriate copies of this resolution available for distribution to members of the public and the press.

The travel time is estimated at four to five hours between Atlanta and Dallas, which would have the train average at least 163 miles per hour. It would travel between Atlanta and Birmingham in about 90 minutes. That type of connectivity between Atlanta and Birmingham could have game-changing effects on several industries. It would be possible to live in Alabama and enjoy its lower property values and cost of living while working in Atlanta with its higher salaries.

The Company through its consultant TEMS has estimated the cost of the project at $3,000,000,000 on behalf of Hi Speed Rail Facilities, Inc. a non-profit entity related to the Company. Hi Speed Rail Facilities, Inc. has the legal right to develop this corridor as a high speed rail connection between the cities. The aim would be to provide high speed frequent rail service that would provide improved mobility for people and cargo and at the same time provide an operating profit. The project would be developed as either a freestanding enterprise or a public-private partnership (PPP) with an array of public and private support for the project.

Feasibility studies completed by TEMS for the corridor are noted below:

Georgia Department of Transportation: High-Speed Rail Planning Services: Atlanta-Louisville-Birmingham-Jacksonville

TEMS provided the Operating Plans and Costs along with the financial and economic analysis for three Georgia corridors, Atlanta-Birmingham, Atlanta-Louisville, and Atlanta-Jacksonville. TEMS supported HNTB Corporation (HNTB) and Parsons Brinckerhoff, a global engineering and professional services organization PB with the development of new alignments for both 110-mph and 220-mph steel wheel technology along with a Maglev corridor for the Birmingham-Louisville corridor. TEMS estimated operating costs considering cost drivers such as train miles, passenger miles, and fixed costs.

Once the ridership, revenue and capital costs were calculated, TEMS provided both the financial and economic analysis for each corridor and technology. TEMS completed a sensitivity analysis using high and low estimates of ridership and capital costs.

SERVICES PROVIDED: Operating Plans, Operating Costs, Financial and Economic Analysis

The purpose of this financial and economic analysis by TEMS is to evaluate the potential for developing the Atlanta-Birmingham, Atlanta-Louisville, and Atlanta-Jacksonville as an adjunct to Port Mobile to serve as a major container port for a hinterland corridor between Atlanta and the south eastern sea board markets. The area is largely served today by West Coast Ports that rely on relatively expensive rail and truck shipments to these inland markets, but are low cost due to the large ships that can access West Coast Ports. With the opening of the Panama Canal, and the access of large ships to the Gulf of Mexico, the Mobile corridor has the potential to provide a less expensive and more effective way of serving these markets.

The reason for this is that the Port of Mobile is one of the very few ports on the gulf and the east coast of the US that can serve the very large ships (50 foot depth) that will be able to access the gulf and east coast with the opening of the Panama Canal. Once the Port is dredged, this will reduce the Maritime costs to the Port of Mobile significantly (i.e., 50 percent) and shift the competitive balance from West Coast Ports to the Port of Mobile. This potential project is supported by other potential projects the Company is currently working on, specifically project no. 5 - Florida-Alabama TPO and project no. 6 - Port De Claudius, Inc. DBA Port Trajan, Atlanta Metro Area and the south east it will also be connected to intermodal ports located outside of Atlanta Georgia serviced by Port De Claudius, Inc. The Company continues to meet with economic development offices in both Morgan and Newton counties of Georgia, being well received, supporting the Company's business model of consulting the related entities and related non-profit entities to pursue additional intermodal port projects similar to Port Trajan in their counties, respectfully.

A Master Trust Indenture through Hi Speed Rail Facilities, Inc. a nonprofit related party with cooperation of HSRF Statutory Trust, as trustee, relating to, High Speed Rail and Ancillary Projects Revenue Bond through revenue bonds can offer to raise $20,000,000,000 through Hi Speed Rail Facilities, Inc. direct issuer of revenue bonds. The Company, as horizontal and vertical site improvement developer for High Speed Rail and Ancillary Projects.

The Company will introduce the bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study that will make it possible, through bond rating agencies, to officiate a bond offering for this project. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving any affiliate entities, is still in full force and effect, related to both the "Master Agreement For Construction" and "Consulting Agreement" described above within the "Business Plan". To clarify for purposes of this project, Hi Speed Rail Facilities, Inc. a nonprofit entity related to the Company will work with the state of Georgia on this project.

The Company will engage a large construction firm as mentioned earlier. The Company through use of proceeds identified in Operating Capital Reserves will pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees, and also pay for the performance bond to ensure the completion of the construction to protect the bond holders.

The Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. The Company will then realize revenue, to sustain its continued growth and ability to get other potential projects started, by using its revenue as initial capital investment into projects, while always being reimbursed from the bond proceeds that follow other projects. As discussed earlier, the sources of realized revenue for the Company are as follows: Master Construction Management fees, Master Consulting fees and twenty five percent profit sharing from each of the related entities.

The Company's (current) Six Stage Process for ATLANTA-LOUISVILLE-BIRMINGHAM-JACKSONVILLE

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Being Negotiated
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	Completed
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 5

Florida-Alabama TPO – FLORIDA DEPARTMENT OF TRANSPORTATION: FLORIDA HIGH-SPEED RAIL AUTHORITY–2002 REPORT TO THE LEGISLATURE, TEMS evaluated the potential for implementing a high-speed rail service to connect St. Petersburg with Orlando. The future extension of the service to Miami (Phase II) was examined at a lesser level of detail. TEMS provided ridership and revenue projections, as well as operating and maintenance estimates for four different technologies and nine route alternatives. TEMS also completed the financial and economic analyses and assessment of the feasibility of the system. TEMS' analysis served as the basis for the evaluation of high-speed rail in Florida by the state legislature and the governor.

SERVICES PROVIDED: Ridership and revenue forecasts, operations planning, financial and economic analysis.

The purpose of financial and economic analyses and assessment of the feasibility of the system by TEMS was also to evaluate the potential for developing distribution delivery systems as an adjunct to Port Mobile to serve as a major container port for a hinterland corridor between Mobile and the Florida market markets. With the opening of the Panama Canal, and the access of large ships to the Gulf of Mexico, the Mobile corridor has the potential to provide a less expensive and more effective way of serving the Florida markets.

The reason for this is that the Port of Mobile is one of the very few ports on the gulf and the east coast of the US that can serve the very large ships (50 foot depth) that will be able to access the gulf and east coasts with the opening of the Panama Canal. Once the Port is dredged, this will reduce the Maritime costs to the Port of Mobile significantly (i.e., 50 percent) and shift the competitive balance from West Coast Ports to the Port of Mobile. This project is supported by other potential projects the Company is currently working on, specifically project no. 6 - Port De Claudius, Inc. DBA Port Trajan, the Florida Market place will also be connected to and serviced by Port De Claudius, Inc. The Company continues to meet with economic development offices in both Morgan and Newton counties of Georgia, being well received, supporting the Company's business model as the Company is consulting the related entities and related non-profit entities to pursue additional intermodal port projects similar to Port Trajan in their counties respectfully.

The Master Trust Indenture through Global Infrastructure Finance & Development Authority, Inc. a nonprofit related to the Company, with cooperation of HSRF Statutory Trust, as trustee relating to, HSR Passenger Services Inc. an affiliate entity of the Company, relating to projects for Florida-Alabama TPO, through revenue bonds can offer to raise $1,500,000,000 through Global Infrastructure Finance & Development Authority, Inc. direct issuer of revenue bonds. The Company's wholly owned subsidiary, Global Transportation Infrastructure Inc. will act as Master General Contractor as horizontal and vertical site improvements developer for HSR Passenger Services Inc. for Florida-Alabama TPO projects.

The Company will introduce the bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study that will make it possible, through bond rating agencies, to officiate a bond offering for this project. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving any affiliate entities, is still in full force and effect, related to both the "Master Agreement For Construction" and "Master Consulting Agreement" described above within the "Business Plan". To clarify for purposes of this project, HSR Passenger Services Inc. a related entity of the Company while Global Infrastructure Finance & Development Authority, Inc. a non-profit entity related to the Company will work with Florida-Alabama TPO on this project.

The Company will engage a large construction firm as identified earlier. The Company through use of proceeds identified in Operating Capital Reserves will pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to insure the completion of the construction to protect the bond holders.

The Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. The Company will then realize revenue to sustain its continued growth and ability to get other potential projects started while always being reimbursed from the bond proceeds that follow. As discussed earlier the sources of realized revenue for the Company are as follows, Master Construction Management fees, Master Consulting fees and twenty five percent profit sharing from each of the related entities.

The Company's (current) Six Stage Process for Florida-Alabama TPO

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Being Negotiated
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	Completed
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 6

PORT DE CLAUDIUS, INC. (GREATER YUMA PORT) AUTHORITY AND TRADE CORRIDOR – has the developmental rights for a new port (Claudius) in Yuma County Arizona to establish a foreign trade zone within Yuma County Arizona, and developing business zones and the trade corridor through the Mexico-Arizona border in coordination with the Federal Authorities and agencies.

The Portus De- Jewel Mexico (current potential project no. 8), will be a new premier gateway for international commerce. It is located approximately 600 miles south of Yuma Arizona Intermodal Port (current project no. 6), along the Mexican coast line. The Portus De-Jewel Mexico port encompasses 176,000 acres of land and water along 26 miles of waterfront. It will feature 40 passenger and 384 cargo terminals, including automobile, breakbulk, container, dry and liquid bulk, multi-use, and warehouse facilities that handle billions of dollars' worth of cargo each year.

The west coast ports today are becoming obsolete as the cargo ships continue to increase in size and hauling capacities. Also the movement of cargo out of the ports have become congested with population growth over the last 100 years. The Company has secured the rights to build through the Mexico-Arizona border, in coordination with Federal Authorities, a rail system to move cargo from Portus De Jewel to Yuma Arizona Intermodal Port project.

Global Infrastructure Finance & Development Authority, Inc. ("GIF&DA"), a nonprofit entity related to the Company, with the cooperation of HSRF Statutory Trust, the trustee to Port De Claudius, Inc., a related entity of the Company, can raise $8,000,000,000 through the issuance of revenue bonds. The Company will act as Master General Contractor as horizontal and vertical site improvements developer for the project.

The Company will introduce bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete an investment grade study that for officiating a bond offering for this project. To date, no money has exchanged hands related to this transaction. The Company's contractual role related to both the "Master Agreement For Construction" and "Master Consulting Agreement" as described in the "Business Plan" section is still in full force and effect after assignments of agreements involving related entities, if any.

The capital raised from the offering will be used as the initial capital investment in the Yuma Arizona Intermodal Port project to engage a large construction firm as mentioned earlier, pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to ensure the completion of the construction to protect the bond holders.

Pursuant to the Master Consulting Agreement, the Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. Other sources of revenue include management fees from the Master Agreement for Construction and twenty-five percent profit sharing from each of the related entities. With the revenue recognized by the Company, the Company will then be able to sustain its continued growth and to commence other potential projects.

The Company's (current) Six Stage Process for Yuma Arizona Intermodal Port

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	Completed
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 7

SARAH JEWEL MATHIAS INTERNATIONAL AIRPORT (KSJM) & PORT OF OSTIA - Pursuant to the Master Constructing Agreement with KSJM International Airport, Inc., the Company will build a major new air cargo airport as part of the Mobile Trade and Transportation Corridor thereby increasing the capacity for the Southeast USA. This project will be developed with a major e-trade company like FedEx, Amazon or UPS. The e-trade market is expanding by 12-16 percent per year. It will follow the Alliance freight cargo airport development in Fort Worth, Texas.

The Sarah Jewel Mathias International Airport (KSJM) and Port of Ostia commercial airport will revolutionize logistics in the United States. The existing transportation and distribution infrastructure in the south has been identified as insufficient to meet the anticipated demand over the next several decades according to studies by TEMS. The Company, as consultant to Port De Claudius, Inc., Port Ostia , Inc. and KSJM International Airport, Inc., , has developed a plan to meet the demands of the future and to combat the existing distribution shortfalls by creating the most efficient multi-modal distribution system the world has ever seen.

The commercial airport will be located in west-central Alabama approximately half way between the Gulf of Mexico and the Tennessee border. High speed rail, freight rail and the Alabama Toll Road ATFI (current potential project no. 2) of the Company, will connect the commercial airport with the port in the south and connect to high density population centers in the north, specifically Port Trajan.

The Company has engaged Armstrong Consulting Inc. for the airport engineering and planning. Armstrong Consulting Inc. is an experienced airport planning and engineer design company. It will engineer and design according to standards from FAA AC150/5300-13 airport design and FAR PART 77.

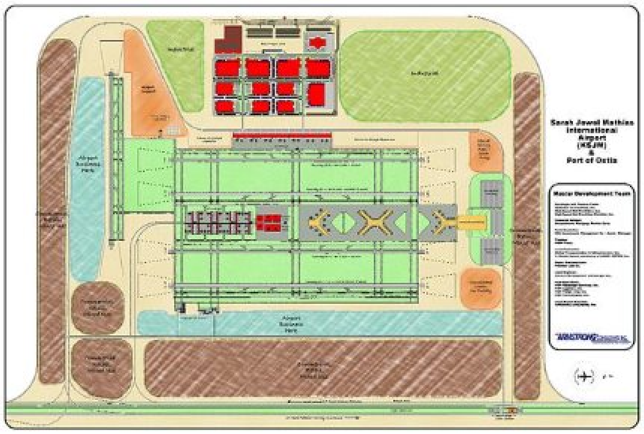
The Company has engaged Inchcape Shipping Services (ISS) to manage and act as port agent at Port Claudius and Port Of Ostia. Inchscape Shipping Services Inc. has a world of expertise and provides global strategic maritime, cargo and supply chain solutions to ship owners and operators who span all geographies, market segments, vessels and asset types. They perform 65,885 local port calls across 1,533 ports in 112 countries.

The Company has approached a major aircraft manufacturer to help launch air cargo operation at KSJM and Port of Ostia. A major aircraft manufacturer has indicated that the Company should move forward with its business plan.

The airfield component of the commercial airport has been envisioned to accommodate the next generation's mega-sized aircraft. Many airports around the world are finding it difficult to handle the largest aircraft that are currently in service, such as the Airbus A380. Most of the existing airports around the world are constrained by physical barriers that inhibit their ability to expand to accommodate the massive size of the aircraft that operate today. This will not be an issue at KSJM. The airport will have four parallel runways measuring 18,000 feet long and 250 feet wide as well as a crosswind runway measuring 12,000 feet long and 250 feet wide. Design criteria for the taxiway system, aircraft parking areas and the runways have been planned to accommodate new large aircraft of today as well as the next generation aircraft of tomorrow. Sarah Jewel Mathias International Airport (KSJM) and Port of Ostia commercial airport components:

- Four 18,000' x 250' Runways
- 24/7 Air Traffic Tower - No Curfew
- Unrestricted Airspace
- R & D Facilities
- 1,600-acre Inland Rail Port
- Town Center
- 2,300-acre Industrial Park
- Competitive Rates
- Incentives
- Greenfield Site
- Design/Build-to-Suit (Expandable)
- 1,800-acre Airport Business Park
- Shipping & Receiving (Logistics)
- State-of-the-Art Facilities
- Customer Reception Center
- Corporate Aircraft Ramp
- Nearby Residential/Retail/Hotel
- Aviation Maintenance
- Aviation Manufacturing
- Corporate Housing
- 24/7 U.S. Customs Port of Entry
- Full-Service Fixed-Based Operator
- Research & Development
- Flight Testing Facilities

Sarah Jewel Mathias International Airport (KSJM) and Port of Ostia Development Plan



Global Infrastructure Finance & Development Authority, Inc. (“GIF&DA”), a nonprofit entity related to the Company, with the cooperation of HSRF Statutory Trust, the trustee of the KSJM International Airport, Inc., a related entity of the Company can raise $15,000,000,000 through issuance of revenue bonds. The Company, as Master General Contractor, will act as horizontal and vertical site improvements developer for KSJM International Airport, Inc. (KSJM) a related entity of the Company.

The Company, will introduce the bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study for officiating a bond offering for this project. To date, no money has exchanged hands related to this transaction. The Company’s contractual role related to both the “Master Agreement For Construction” and “Master Consulting Agreement” described above within the “Business Plan” is still in full force and effect, after assignments of agreements involving affiliate entities, if any.

The capital raised from the offering will be used as the initial capital investment in the KSJM International Airport project to engage a large construction firm as identified earlier, pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to insure the completion of the construction to protect the bond holders.

Pursuant to the Master Consulting Agreement, the Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. Other sources of revenue include management fees from the Master Agreement for Construction and twenty five percent profit sharing from each of the related entities. With the revenue recognized by the Company, the Company will then be able to sustain its continued growth and commence other potential projects.

The Company’s (current) Six Stage Process for KSJM International Airport, Inc. (KSJM)

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	N/A
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 8

Portus De-Jewel Mexico - The Portus De- Jewel Mexico is the new premier gateway for international commerce. It is located approximately 600 miles south of the potential Yuma Arizona Intermodal Port (current potential project no. 6) along the Mexican coast line. The Portus De- Jewel Mexico encompasses 176,000 acres of land and water along 26 miles of waterfront. It will feature 40 passenger and 384 cargo terminals, including automobile, breakbulk, container, dry and liquid bulk, multi-use, and warehouse facilities that handle billions of dollars’ worth of cargo each year.

The Portus De-Jewel Mexico development plan consists of 64 shipping/receiving berths at lengths of 15,000 ft. each. The total number of ships berthed at one time would be 320 mega ships. The water depth would be constant at fifty five feet, the needed depth of water for mega cargo ships.

The Company estimates that Portus De-Jewel Mexico domestic economic impact overflow to the United States of America would be:

- 1.1 million jobs
- $89.2 billion trade value in trade corridors of Arizona and California
- $223 billion in U.S. trade value
- $5.1 billion in state tax revenue
- $21.5 billion in federal tax revenue
- Port customers will contribute about $760 million in ancillary trade value to Arizona and California

Economic Impact: The economic impact is approximately five hundred billion dollars per year to US domestic economy. Port customers will contribute approximately $27,800,000,000 per year to the local economy as well as to US domestic economy within the Portus De-Jewel Mexico complex. The Port contributes substantially to the economy, in part, through the following activities:

Port Industries: Port industries are businesses involved in the moving and handling of maritime cargo.

Dollars: For every dollar spent by port industries - another 97 cents is generated in indirect and induced sales in the region. Each dollar of spending for port user goods and services produces about 79 cents of additional industry sales in the region.

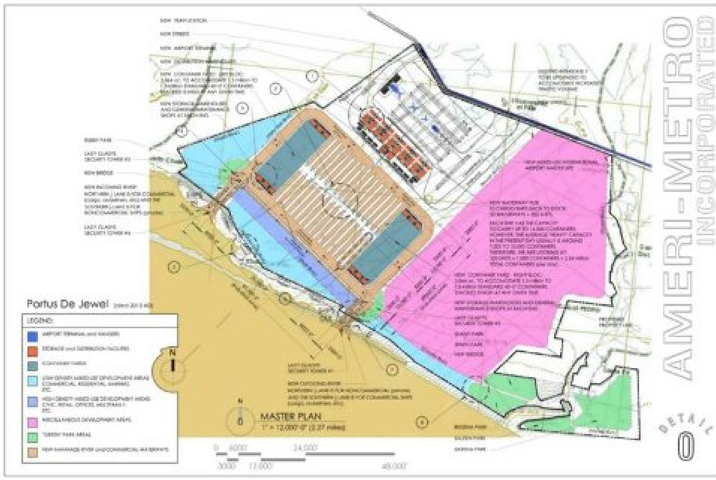
Jobs: Accounts for approximately 32,000 direct port industry jobs (85% of which are trucking and warehousing jobs).

Port Users: The biggest contributors to the economy are the port users who use the Port to receive imports or ship exports. Export manufacturers are major port users. Other port users include local manufacturers who process imported unfinished goods.

Port Customers: Port customers are the retail and other non-cargo businesses in the Port. They are most important to communities near the Port as a source of jobs, recreation and specialty consumer goods.

Jobs: Direct jobs associated with port customers numbered about 6,400 or roughly half of the jobs actually located in the Port. For every one of these port customer jobs, nearly 1.7 additional jobs are created elsewhere in the region.

Portus De Jewel



Global Infrastructure Finance & Development Authority, Inc. ("GIF&DA"), a nonprofit entity related to the Company, with the cooperation of HSRF Statutory Trust, the trustee of Portus De-Jewel Mexico, a division of Port of Ostia, Inc. and a related entity of the Company can raise $40,000,000,000 through the issuance of revenue bonds. The Company as Master General Contractor will act as horizontal and vertical site improvements developer for Portus De-Jewel Mexico.

The Company will introduce bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete, within the ninety-day period, an investment grade study to officiate a bond offering for this project. To date, no money has exchanged hands related to this transaction. The Company's contractual role, related to both the "Master Agreement For Construction" and "Master Consulting Agreement" as described in the "Business Plan" section is still in full force and effect after assignments of agreements involving any affiliate entities.

The capital raised from the offering will be used as the initial capital investment in the Portus De-Jewel Mexico project to engage a large construction firm as mentioned earlier, pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to ensure the completion of the construction to protect the bond holders.

Pursuant to the Master Consulting Agreement, the Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. Other sources of revenue include management fees from the Master Agreement for Construction and twenty five percent profit sharing from each of the related entities. With the revenue recognized by the Company, the Company will then be able to sustain its continued growth and to commence other potential projects. On June 29, 2019, the Company issued 20,000,000 shares of Class B common stock to acquire a 10% participating profits interest in this project.

The Company's (current) Six Stage Process for Portus De-Jewel Mexico

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	TBD
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Current Potential Project 9

HSR Technologies Inc. Manufacturing Site - In October 2014, HSR Technology, Inc. a related party and the equitable owner of four tax parcels located within West Manchester Township, York, PA, filed a request for landowner curative amendment with the local township with the intent of constructing facilities on the properties for the fabrication, assembly and welding of steel, aluminum and stainless steel assemblies with no foundry or casting operations. The use will include the fabrication and assembly of composite rebar, composite rail, bed liners and rail car assemblies received pre-prepared. The rail access is critical to the procurement of the land, as the products manufactured on site will be directly related to the Company's purpose of creating global economic development and promoting trade by bringing people together through innovative ideas and advanced technology. HSR Technology, Inc. proposes the initial construction of a transfer and storage building with a rail siding into the building. Manufacturing and assembly buildings would be added in stages, eventually employing up to 2,800 workers.

HSR Technologies, Inc. has chosen the properties in question for industrial development after an extensive search of York County properties. The property has 449+/- acres which meets the development needs and also provides future expansion capabilities. Rail service is critical to the HSR Technologies Inc. business model, which is based on rail use. The site in question has 3,600 linear feet of rail line traversing it and provides ample areas for siding access. Access to major roadways is a critical component of any manufacturing use. The subject properties have direct access to an arterial road, West College Avenue, a state road; a collector road, Hokes Mill Road, also a state road; and three local roads, offering many potential points of access. Also, the site is within 2200 feet of PA Route 462 and the Route 30 bypass.

Global Infrastructure Finance & Development Authority, Inc. ("GIF&DA"), a non-profit entity related to the Company, with the cooperation of HSRF Statutory Trust, the trustee of HSR Technologies Inc., a related entity of the Company can raise $25,000,000,000 through the issuance of revenue bonds. The Company as Master General Contractor will act as horizontal and vertical site improvements developer for HSR Technologies, Inc.

The Company, will wait until ninety days after the Registration Statement is effective before introducing bond offerings relating to the project. The Company will also work with its transportation consultant, TEMS, to complete an investment grade study for officiating a bond offering for this project. To date, no money has exchanged hands related to this transaction. The Company's contractual role related to both the "Master Agreement For Construction" and "Master Consulting Agreement" described above within the "Business Plan" is still in full force and effect after assignments of agreements involving related entities, if any.

The four manufacturing plants that will commence operations on this site after site build out are as follows:

HIGHWAY COMPOSITE REBAR - The Company has the right to use the new rebar product that can be used in its development of highways and rail route structures. Marshalls Composite Technologies LLC (MCT) has been engaged to manufacture the composite rebar, through HSR Technologies Inc. for the Company. HSR Technologies, Inc. would manufacture the rebar for use in projects like the Alabama Toll Road, and the Texas Trade Corridor, and Yuma Trade Corridor for the Company.

MCT is the original developer of the composite rebar technology. HSR Technologies Inc. will also sell the rebar to others for commercial use. Marshalls Composite Technologies LLC (MCT) offers a plant set up and licence agreement to manufacture the rebar and a contract for their technology to manufacture composite Re-bar (C RB).

U.S. Patent Numbers: 5,702,816; 5,763,042; 5,851,468; 5,876,553; 6,485,660 B1; and 6,493,914 B2

MCT is the only USA **composite C-Rebar** company that is federally certified to meet all federal specs for use in any government funded projects. Congress gave final approval of a $109-billion transportation funding bill. Included in the compromise legislation is a provision that calls for the use of total life-cycle cost analysis as part of the contract-awarding process for new federal projects. The result could be billions of dollars in new business for the composites industry. The fiber reinforced polymer (FRP) composites industry has long advocated for the U.S. Congress to require the states to employ a life-cycle cost assessment when issuing contracts for infrastructure construction.

As a practical matter, such a provision will save money because new infrastructure construction would take into account both the cost of installation and long-term upkeep, rather than awarding a contract solely on the basis of lowest initial cost. According to the new bill, the engineering analysis used by the State Departments of Transportation for awarding construction contracts for highway bridge projects, “shall be evaluated by the State ... on engineering and economic bases, taking into consideration acceptable designs for bridges ... and ... using an analysis of life-cycle costs and duration of project construction." This change paves the way for the use of composites and other high-performance materials in major infrastructure projects.

> *"These life-cycle cost analysis requirements should push the states toward the use of longer-life and lower-maintenance-cost designs, including projects that employ non-rusting and light-weight components such as Composite C- REBAR, girders, and deck systems," says the Senior Director of Government Affairs at the American Composites Manufacturers Association, John Schweitzer. "There are over 600,000 highway bridges in the U.S., making this a very large potential market for FRP composite products." For more information about the benefits of life Dee-cycle cost assessment read this white paper by transportation policy expert and three decade veteran of the Congressional Research Service, John W. Fischer.*

In February 2011, the Company issued an offer letter to HSR Technologies Inc. for purchase of future rebar products for cash of $4,750,000. The Company is also engaged in development of other transportation potential projects, specifically the development of a toll road in the State of Alabama. The Company is in need of 400 million feet of Composite C- Rebar for the toll road project in the State of Alabama. HSR Technologies, Inc. site will facilitate the manufacturing and distribution of Composite C- Rebar.

The management team advised the affiliate entity per the consulting agreement that it is in the best interest of the Company and the affiliate entity, to wait until ninety days after the S-1 Registration Statement becomes effective, before introduction of bond offerings relating to the project. The Company will also work with its transportation consultant TEMS to complete within the ninety day period an investment grade study for officiating a bond offering for this project. The Company advised to do this to preserve the quiet period of the pending S-1 Registration Statement. To date, no money has exchanged hands related to this transaction. The Company’s contractual role related to both the “Master Agreement For Construction” and “Master Consulting Agreement” described above within the “Business Plan” is still in full force and effect after assignments of agreements.

COMPOSITE RAILROAD TIES - HSR Technologies, Inc. entered into a memorandum of understanding on July 15, 2020 to acquire from NP&G Innovations, Inc., all of the intellectual property contained in the United States Patent No. 7,931,210, whether or not related to rail ties/sleepers, and any other inventions and discoveries for the exploitation of the Patent. The property to be acquired includes copyrights and trademarks, derivatives, imitations, adaptations, reproductions, and exploitations owned by NP&G Innovations, Inc. The production of rail ties will be used to build the railroad system in projects like Port Trajan and the Mobile Trade Corridor, Texas and Yuma Trade corridors. To date, HSR Technologies, Inc. has not paid the consideration related to this transaction.

US Patent Number: 5,996,901; 7,931,210

The management team advised the affiliate entity per the consulting agreement that it is in the best interest of the Company and the affiliate entity, to wait until ninety days after the S-1 Registration Statement becomes effective, before introduction of bond offerings relating to the project. The Company will also work with its transportation consultant TEMS to complete within the ninety day period an investment grade study that will make it possible through bond rating agencies to officiate a bond offering for this project. The Company advised to do this to preserve the quiet period of the pending S-1 Registration Statement. To date no money has exchanged hands related to this transaction. The Company’s contractual role, after any assignments of any agreements involving the entity, is still in full force and effect, related to both the “Master Agreement For Construction” and “Master Consulting Agreement” described above within the “Business Plan”. To clarify for purposes of this project, HSR Technologies, Inc. is a related entity.

RAILCAR/LOCOMOTIVE PRODUCTION FACILITY – *Hi Speed Rail Car Assembly Line:* RELCO Locomotives Inc., per agreements with HSR Technologies Inc. will manufacture train set parts to be assembled by HSR Technologies Inc. on the HSR Technologies Inc. manufacturing site. The manufacturing facility will be for the fabrication, assembly and welding of steel, aluminum and stainless steel assemblies and the use will include the fabrication of rail car assemblies received pre-prepared.

HSR Technologies, Inc. entered into an exclusive Technology use agreement with US Railcar for exclusive use of DMU rail technologies and use of its know-how for manufacturing of train sets meeting the 49 CFR Part 238 compliant DMU in current revenue service, that meets or exceeds new Federal Rail Administration (FRA) and American Public Transportation Association (APTA) structural safety specifications.

The Company has agreed to purchase US Railcar rights from HSR Technologies for $25,000,000. The Company intends to use train sets in the future rail projects when the projects are funded. The Company also has the right to exploit the sale of train sets in other world markets as well.

RELCO Locomotives Inc., has been engaged by HSR Technologies, to provide pre-prepared train set parts for assembly by HSR Technologies Inc. RELCO Locomotives Inc. is a fifty year old company and has provided services for Union Pacific, CSX Transportation, Burlington Northern Santa Fe, Kansas City Southern Railway, Canadian National and numerous others. The Company has engaged Volkmann Railroad Builders to construct the design built railroad. Volkmann is a thirty five year old company that has built railroads for NASA, the mining industry, oil and gas exploration and freight carriers.

The management team advised the affiliate entity per the consulting agreement that it is in the best interest of the Company and the affiliate entity, to wait until ninety days after the S-1 Registration Statement becomes effective, before introduction of bond offerings relating to the project. The Company will also work with its transportation consultant TEMS to complete within the ninety day period an investment grade study that will make it possible through bond rating agency's to officiate a bond offering for this project. The Company advised to do this to preserve the quiet period of the pending S-1 Registration Statement. To date no money has exchanged hands related to this transaction. The Company's contractual role, after any assignments of any agreements involving the entity, is still in full force and effect, related to both the "Master Agreement For Construction" and "Master Consulting Agreement" described above within the "Business Plan". To clarify for purposes of this project, HSR Technologies, Inc. is the affiliate entity.

DAMAR TRUCKDECK: On July 25, 2020, **HSR Technologies, Inc.,** entered into a Memorandum of Understanding with DAMAR Corporation, LLC for the acquisition of all of the intellectual property contained in the United States Patent US 82,10,591 B2, including bed tool boxes / bed liners, all copyrights and trademarks related to the patent, as well as derivatives, imitations, adaptations, reproductions and exploitations owned by DAMAR Corporation, LLC, all confidential information, trade secrets, industry contacts and goodwill associated with the patent. The Damar TruckDeck is a flexible truck deck storage and organization system with an integrated frame allowing the cargo deck to be used as a hauling surface. The system has many configurations to fit a wide variety of uses (hunting, construction, moving, hauling, etc.) in various truck deck sizes. The Damar TruckDeck primarily consists of lockable repositionable storage units.

The advantages of the Damar TruckDeck system are as follows:

1. Organize gear in removable containers with the DAMAR Load-N-Go™ containers, easily converting a truck's usage by quickly swapping containers.

2. Protect items in lockable hatches. Lockable, repositionable hatches protect items in the Load-N-Go™ containers from theft and weather while a rear hatch allows the full length of the bed to be used for securing longer materials.

3. Ability to haul large items. The recessed CargoDeck surface is built to support and haul large materials and equipment, and by maintaining some bed wall height there is no need to strap items down.

4. Can be installed or removed in minutes by one person with no tools and no drilling. The Damar Corporation has entered into contracts for sale of its Damar TruckDeck with Lowe's, The Home Depot, Advanced Auto Parts, Sam's Club, Costco and Meyer Distributing.

The intended use of these assets will equip the Company field construction vehicle fleets with the needed tool storage containment and hauling capabilities. The Company will also capitalize on the opportunity of marketing these products to the United States consumer market through existing relationships by Damar Corporation LLC and large big box retail chains.

To date, HSR Technologies, Inc. has not paid the consideration related to this transaction.

U.S. Patent Number: 8,210,592

Concerning all manufactured products on the HSR Technology Park:

The capital raised from the offering will be used as the initial capital investment in the HSR Technology Park potential project to engage a large construction firm as mentioned earlier, pay the mobilization fees to declare the contractors in the bond offering, pay for feasibility studies and investment grade studies, bond rating agency fees and also pay for the performance bond to ensure the completion of the construction to protect the bond holders.

Pursuant to the Master Consulting Agreement, the Company will receive compensation from the bond proceeds at bond closing to reimburse the Company for its initial capital investment into the project. Other sources of revenue include management fees from the Master Agreement for Construction and twenty five percent profit sharing from each of the related entities. With the revenue recognized by the Company, the Company will then be able to sustain its continued growth and to commence other potential projects.

The Company's (current) Six Stage Process for HSR Technologies Inc. Manufacturing Site

1.	Managements Final Investment Decision to take on a project	Completed
2.	Enter into Letter of Intents, Agreements, Construction Contracts	Completed
3.	To have the State(s) sponsor the project by legislative actions (where applicable)	N/A
4.	Engineer and design studies, Architectural Design, Feasibility Studies	Started
5.	Raising Capital through Bond Financing or Company stock offerings	S-1 submitted
6.	Management of the physical construction as a general contractor	TBD

Entry of the Company into the Market

The Company anticipates that it can offer a comprehensive, innovative approach to resolving the nation's transportation crisis, and it proposes doing so without the necessity of the government increasing taxes at any level, or in any manner. In short, the Company suggests replacing public financing with private funding.

The Company's innovative approach is to utilize the related and non-related non-profit entities to officiate bond offerings to finance infrastructure projects being identified around the country. A government entity can sponsor the bond offering since the bond proceeds benefit the public interest of their state, and the state is not burdened with the debt liability of the offering. The Company can then consult with one of the related entities to raise the needed capital through sponsored bonds, on behalf of the state citizenry. The reason we say we are "Pioneers" of Private Public Partnerships is that the finished debt free project will be sold back to the government entity for one dollar upon bond retirement, as the operations of the project are then managed for a fee, resulting in revenue profits going into the State treasury in future years.

Competition

The Company may face significant competition from other companies that may be developing competing transportation systems. The Company will also face competition in the allocation of monetary resources from governmental agencies, at the local, regional, state and federal levels. The Company believes that government agencies will endorse its proposed plan for high-speed regional rail systems, but believes that, given the economic environment, there may be few or no funds available for such development.

Due to expected U.S. federal budgetary constraints, project funding may need to come from private or public entities. On the heels of the Department of Transportation's recent request for high-speed rail proposals, its Federal Railroad Administration received 132 applications from 32 states totaling $8.8 billion. That was more than three times the $2.4 billion available. During the first round of awards in the fall of 2009, applicants submitted more than $55 billion in project proposals. That was nearly six times the initial $8 billion available from the American Recovery and Reinvestment Act. Unfortunately, due to federal budgetary setbacks, as of 2016, very little of this has come to fruition.

Trading Market

While there currently is no active market for the shares, the Company has a trading symbol ARMT from FINRA.

Employees

In addition to the Chief Executive Officer, the Company has been accruing salaries for its employees, President, CFO, COO, Treasurer, Secretary, Board Members, CLC, CRO and General Manager. The Company has also issued stock to individuals, for their consulting and professional services, the shares issued are part of the outstanding share total to date. At the time the Company launches its planned IPO, the Company will pay the accrued salaries to the employees. The Company has nine full-time employees.

Employees	Yearly Salaries:
Founder, Chief Executive Officer – Shah Mathias	$1,200,000 (increased to $1,500,000 on September 1, 2019)
Chairman, former Chief Executive Officer – Debra Mathias	$1,200,000
Vice Chairman – Shanjahan Mathias	$750,000
President – James Becker	$650,000
Secretary – Steve Trout	$600,000
Chief Financial Officer – Robert Choiniere	$375,000 (increased to $500,000 on September 1, 2019)
Chief Risk Officer – Robert Todd Reynold	$500,000
Chief Legal Counsel – John Thompson	$500,000
Chief Operating Officer – Bryan Elicker	$425,000 (increased to $500,000 on September 1, 2019)
Each Director	$150,000

Each Independent Director	$120,000

Subsidiaries

The Company has one subsidiary, Global Transportation & Infrastructure Inc. ("GTI") incorporated in the state of Delaware. GTI is a wholly owned subsidiary of the Company. The Company holds 25% ownership interest (non-voting) in 20 related entities of each of the affiliated companies listed in the section "Related Companies".

Reports to Security Holders

The Company is a reporting company pursuant to the Securities Exchange Act of 1934 and files with the Securities and Exchange Commission quarterly, annual, periodic and other reports. The Company intends to deliver a copy of its annual report to its security holders, and will voluntarily send a copy of the annual report, including audited financial statements, to any registered shareholder who requests one. The Company's documents filed with the Securities and Exchange Commission may be inspected at the Commission's principal office in Washington, D.C. Copies of all or any part of the registration statement may be obtained from the Public Reference Section of the Securities and Exchange Commission, 100 F Street N.E., Washington, D.C. 20549. Call the Commission at 1-800-SEC-0330 for further information on the operation of the public reference rooms. The Securities and Exchange Commission also maintains a web site at http://www.sec.gov that contains reports, proxy statements and information regarding registrants that file electronically with the Commission. All of the Company's filings may be located under the CIK number 0001534155.

ITEM 2. PROPERTIES

The Company's offices are located at 2575 Eastern Blvd. Suite 211, York, Pennsylvania 17402. Its telephone number is (717) 434-0668. The Company moved into these offices in February 2014. The lease at its prior location was canceled without penalty.

ITEM 3. LEGAL PROCEEDINGS

On September 14, 2017, the Company received a letter from Zimmerman & Associates, on behalf of J. Harold Hatchett, III and Ronald Silberstein, claiming breach of contract, wrongful termination, and wrongful violations of the Business Corporations Act, and knowingly inaccurate SEC Reporting against the Company and the board of directors. The Company believes that these claims are without merit, but plans to work amicably to come to a settlement.

The Company received lawsuit on June 13, 2017 by Estate of Robert A. Berry Esq. (decedent, Oct 22, 2015), plaintiff. The Plaintiff Estate asserted a claim for $50,000 and 11,000 common class "B" shares of Ameri Metro Inc. relating to shares and accrued stipend beginning 2015. The Company, in 2015, had previously, by resolution acknowledged and booked the liability of $50,000 and issued, the 11,000 shares of common class "B" stock of Ameri Metro Inc. to decedent Robert A. Berry Esq. However Mr. Berry's estate felt it appropriate to file a lawsuit in 2017 to collect the $50,000.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

On November 25, 2013, the Company filed with the Securities and Exchange Commission a registration statement on Form S-1/A for the offer and sale of 1,589,284 shares of common stock offered by the owners thereof offered at $3.75 per share. There is no current market for the securities and the price at which the Shares are being offered has been arbitrarily determined by the Company and used for the purpose of computing the amount of the registration fee in accordance with Rule 457(a).There is no public market for the Company's common stock. No assurances can be given that a public market will develop or that, if a market does develop, it will be sustained.

Company amended its Certificate of Incorporation to change its existing stock capitalization. Company authorized the total number of shares of stock which the corporation shall have the authority to issue is 12,207,000,000 (Twelve billion Two hundred and Seven million) shares, consisting of 12,007,000,000 (Twelve billion Seven million) shares of Common Stock having a par value of $0.000001 and 200,000,000 (Two hundred million) shares of Preferred Stock having a par value of $0.000001 per share.

The Company amended its Certificate of Incorporation to change its existing authorized preferred and common shares from the current shares to the following:

- Preferred Shares: 200,000,000 (Two hundred Million) par value .000001.
- Class "A" 7,000,000 (Seven Million Class "A" common shares) these shares have 40,000 : 1 voting right compared to all other Class of shares and have equal dividend rights as all other Class of shares, par value $0.000001.
- Class "B" 4,000,000,000 (Four Billion Class "B" common shares) with voting and dividend rights, par value $0.000001.
- Class "C" a/k/a Equity Participation Dividend Shares 4,000,000,000 (Four Billion Class "C" common shares) with no voting rights but with dividend rights, par value $0.000001.
- Class "D" a/k/a Equity Participation Shares 4,000,000,000 (Four Billion Class "D" common shares) with no voting rights and no dividend rights, par value $0.000001.

As of July 31, 2020 there were 3,181,748,579 shares of common stock issued and outstanding and 1,800,000 shares of preferred stock.

Recent Sales of Unregistered Securities

There were no recent sales of unregistered securities. As of July 31, 2020, the period covered by this Report, the Company had 3,181,748,579 shares of common stock outstanding.

ITEM 6. SELECTED FINANCIAL DATA

There is no selected financial data required to be filed for a smaller reporting company.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The Company was incorporated in the State of Delaware and merged with Ameri Metro 2010 on June 12, 2012. References to the financial condition and performance of the Company below in this section "Management's Discussions and Analysis of Financial Condition and Results of Operation" are to financial statements of the Company.

Management's Discussion and Analysis of Financial Condition and Results of Operations.

Since its incorporation, the Company has developed its business plan, appointed officers and directors, engaged initial project consultants and entered into negotiations and contracts for related and ancillary business. The Company is in the process of developing proposals for high-speed rail service.

In December 2019, an outbreak of a new strain of coronavirus ("COVID-19") began in Wuhan, Hubei Province, China. In March 2020, the World Health Organization declared COVID-19 a pandemic. The COVID-19 pandemic has negatively impacted the global economy, disrupted global supply chains and created significant volatility and disruption of financial markets. The extent of the impact of the COVID-19 pandemic on our ability to execute our business plans in the expected time frame and to secure funding, will depend on future developments, including the duration and spread of the pandemic, all of which are uncertain and cannot be predicted. The management team is closely following the progression of COVID-19 and its potential impact on the Company. Since the Company is not currently trading and has not begun full-scale operations, there is minimal impact on the Company's current financial condition.

The Company sees an opportunity for additional U.S. projects given the Administration's interest in advancing a $2 Trillion infrastructure package. Although the Company expects a significant reduction in GDP globally, the Company anticipates a return to growth later in the fiscal year 2021. Management will continue to monitor the situation and take appropriate actions when the Company is capitalized.

Ameri Metro, Inc. (the "Company") has an agreement with Alabama Toll Facilities Inc.(ATFI) to develop the Alabama Toll Project. Revenues from this and other projects will be disclosed after the project issues bonds and the Company begins earning fees.

- Currently in a design phase for road and bridges.
- Multi-Unit rail cars.
- Secured the technology to manufacture railroad ties.
- Relco for manufacturing train sets PRIVATE LABEL "AMERI METRO " TRAIN SETS BUILD IN AMERICA BY AMERICAN COMPANY
- Secured the technology to manufacture composite Rebar. (C RB).
- Secured NASDAQ Trading symbol "ARMT"
- Successfully Merged with public company
- Secured the technology to manufacture composite debar.

The Company is engaged in development of transportation complex which consist of toll road, inland port and airport.

1. Toll road: secured the construction contract to build 357 miles of toll road (ATFI).
2. Design build inland port called Port De Claudius.
3. Design build airport called Sarah Jewel Mathias International Airport (KSJM).
4. Design build air cargo port called Port of Ostia.
5. Design build railroad and train stations.

Since its inception, the Company has engaged Eastern Development and Design (ED&D) to do all the civil engineering work for the toll road, Port De Claudius, KSJM and Port of Ostia. ED&D is an experienced civil engineering company that has been operating since 1993. The Company has, via ED&D, engaged Armstrong Consulting Inc., for the airport engineering and planning. Armstrong Consulting Inc. is an experienced airport planning and engineer design company. It will engineer and design standards from FAA AC150/5300-13 airport design and FAR PART 77. The Company has approached Boeing Aircraft Manufacturer to help launch air cargo operation at KSJM and Port of Ostia. Boeing has indicated that the Company should move forward with its business plan. The Company has engaged HSR Technologies/Relco to provide exclusive use of DMU rail technologies and use its know-how for manufacturing of train sets meeting the 49 CFR Part 238 compliant DMU in current venue service that meets or exceeds new Federal Rail Administration (FRA) and America Public Transportation Association (APTA) structural safety specification. Relco is a fifty year old company and has provided services for Union Pacific, CSXT, VNSF, KCS, CN and numerous others. The Company will build seventeen hundred miles of railroad tracks in parallel with ATFI. The Company will build four tracks north and south bound, two tracks for passengers' services and two tracks for freight. The Company has engaged Volkmann Railroad Builders to construct the design built railroad. Volkmann is a thirty five year old company that has built railroads for NASA, the mining industry, oil and gas exploration and freight carriers. The Company has engaged consultants such as Transportation Economics Management System Inc. (TEMS). TEMS is a global transportation consulting firm. It is responsible for the transportation planning and system analysis, which includes the development of the passenger and freight forecasting models. The Company has engaged with Inchcape Shipping Services (ISS) to manage and act as port agent at Port Claudius and Port Of Ostia. ISS is a global operation from 65 counties, six hundred ports that directs traffic from sea and air cargo to and from the ports. They have been in business since 1875. The Company has engaged NP&G Innovations Inc. to manufacturer railroad ties for the company. NP&G is the original inventors of green technology railroad ties.

The Company has engaged HRS Technologies/Marshalls Composite Technologies LLC (MCT) to manufacture the composite rebar. MCT is the original developer of technology of the composite rebar. The Company will need approximately four hundred million linear feet of composite rebar to be use in building ATFI.

Future project financing via bond

There are four non-profit organizations:

1. Alabama Toll Facilities, Inc.
2. High Speed Rail Facilities Inc.
3. High Speed Rail Facilities Provider Inc.
4. Global Infrastructure Development & Finance Authority

High-Speed Rail Facilities, Inc. and High-Speed Rail Facilities Provider, Inc. take a comprehensive, intermodal approach to resolving the nation's transportation crisis. And they propose doing so without the necessity of increasing taxes at any level, or in any manner. In short, they replace pubic financing with private funding.

High-Speed Rail Facilities, Inc. and High-Speed Rail Facilities Provider, Inc. are prepared to assume a much larger role with the Company. Having brought together the necessary technical and industrial components to begin work immediately, the Company need not engage in costly, time-consuming “pilot programs.” Our team of experts is prepared to move expeditiously forward on the widest variety of fronts, from site selection, to trainset construction, to building cooperative ventures with ancillary components of the transportation and accommodation industries nationwide. The Company takes an intermodal approach to providing seamless service with a scale of economy. Specifically, the Company’s paradigm anticipates a fundamental change in the manner in which passenger rail service will be provided. The high-speed rail plan will utilize existing rail rights-of-way to connect several metropolitan areas and states serving expanding populations. The major elements of the plan would include:

- Use of existing rail rights-of-way to connect rural, small urban and major metropolitan areas;
- Operation of a "hub-and-spoke" passenger rail system providing service to and through one or more major hubs to locations throughout the United States;
- Introduction of modern trail equipment operating at speeds up to 110 mph;
- Provision of multi-modal connections to improve system access;
- Improvement in reliability and on-time performance;
- Development or expansion of a feeder bus system linking outlying areas to railroad stations;
- Acquiring new train equipment including train sets, including spares;
- Communications Systems, and grade-crossing improvements;
- Construction or improvement of railroad grade crossings and passenger stations. High-Speed Rail Facilities, Inc. and The High-Speed Rail Facilities Provider, Inc. are currently finalizing an arrangement with the Company.

As of July 31, 2020, the projects have not yet started and hence no funding has taken place or bonds issued.

Other Related Party Agreements

Shah Mathias, Founder of the Company, has established a series of corporations with which to effect the transactions and development of the projects envisioned by the Company including the Port Trajan Facility, high speed rail projects and the Alabama Toll Road. The Company has envisioned long-range ideas and plans to develop currently undeveloped areas through which the planned Alabama toll road will traverse. These plans include the development of an airport, sea shipping port and a high speed rail line.

Although these companies are not subsidiaries of the Company, they are related companies as they are all under common control of Mr. Mathias. Mr. Mathias has established these companies to basically serve as subcontractors for the operations of the planned transportation systems.

None of these companies has any operations or any revenues. Mr. Mathias (as president of each of these companies) has executed contracts between several of these companies and the Company. In each of these companies, Shah Mathias is the president and chief executive officer. No other officers or directors exist in any of these related companies. The Company owns 2% of one company, 10% of a second company, and 25% of the other companies with the remaining ownership held directly or indirectly by Mr. Mathias.

1) HSR Freight line, Inc. Designed to handle all services for use of track time and trains for freight and freight forwarding services.
2) HSR Passenger Services, Inc. Designed to handle rail ticketing booking, reservations, and food services.
3) HSR Technologies, Inc. Designed to handle all building of suites and manufacturing of trains and rail tracks and provide fiber optics, telecommunications, and related technologies services.
4) HSR Logistics, Inc. Designed to handle all purchasing functions.
5) KSJM International Airport, Inc. Designed to eventually create an airport facility in inland Alabama
6) Port Of Ostia, Inc. Designed to handle all air cargo if and when an airport facility is created.
7) Port of De Claudius, Inc. Designed to handle sea container and port operations.
8) AMERI Cement, Inc. Designed to handle cement needs for building Alabama toll road.
9) Lord Chauffeurs LTD: Designed to operate all passenger ground transportation.
10) Atlantic Energy & Utility Products, Inc. Designed to provide utility and maintenance service to above entities.
11) Penn Insurance Services LLC. Designed to provide insurance service to above entities.
12) Cape Horn Abstracting, Co. Designed to land title examination services.
13) Eastern Development & Design, Inc. Designed to provide all civil engineering and architectural service.
14) Slater & West, Inc. Designed to handle contract administration services and work force H R matters.
15) Malibu Homes, Inc. Designed to establish residential home building services.
16) Platinum Media, Inc. Designed to provide all media related services.
17) Susquehanna Mortgage Bankers Corp. Has applied for a Fintech Commercial & Residential lender with the U.S. Office of Currency Control to become a licensed lender under the U.S. Federal Reserve system.

18) Natural Resources, LLC To provide oil, gas and mineral extraction services, timber harvesting, agricultural and related food production services associated with the operation of large-scale development projects.

19) Dutch East India Logistics Co. Designed to provide international cargo services inYuma Arizona.

20) Ann Charles International Airport, Inc. Designed to provide airport services and cargo break facilities in Port Freeport and the Brazoria Fort Bend Rail District Project

The Company has entered into Letter of Intents with several of the above related companies for its future projects. On January 13, 2013 the Company entered into a Letter of Intent, which was later turned into an agreement, with a related party. The purpose being that the Company is contracting services for the build out of the Port Trajan 5 Terminals.

The following discussion is contingent on subsequent financing being obtained.

On August 8, 2016, Company entered into a Material Definitive Agreement for construction ("Construction Agreement") with Port De Claudius, Inc. ("PDC"). Pursuant to the Construction Agreement, the Company shall perform all tasks and actions required to develop and construct the Port Trajan Pa. commercial properties (the "Project") and to secure the first and future phases of the financing applicable to the design, planning, engineering, and related soft and hard costs of the construction of the Project. Pursuant to the Construction Agreement, the specifications, designs, construction standards, subcontractor agreements, insurance requirements, hiring and employment policies and similar items shall be developed by the Company, subject to approval by PDC. The Company shall assure that the Project is constructed according to specifications and requirements imposed by the Pennsylvania Department of Transportation (PADOT) and the Federal Highway Administration. The Company shall supervise all phases of the construction of the Project, and it shall be responsible to PDC for all acts or omissions of its employees, subcontractors, agents, consultants and other parties under its control. The Company shall be responsible for assuring that the construction of the Project is performed in a good and workmanlike manner and in accordance with the highest standards of care for the industry.

The Project consists of two phases, phase one closing to take place on or before September 21, 2016 ("Phase One") and phase two to take place on or before August 31, 2017. Phase One consists of land purchase and onsite /off site improvement and its estimated cost, for both phases, is Two Billion Dollars ($2,000,000,000), at cost plus forty percent (40%), plus two percent (2%) for the increase in inflation regardless of the cost to the Company to perform the required services. In no event will the profit to the Company from the amount paid by PDC be less than Eight Hundred Million Dollars ($800,000,000). A mobilization fee of $2,729,514 shall be due and payable by PDC to the Company upon the closing of Bond funding for Phase One.

On September 11, 2016, the Company entered into an agreement of sale and or assignment of assets in Phase One (the "Sale Agreement") with Jewel's Real-Estate 10-86 Master LLLP (the "Seller"), Global Infrastructure Finance & Development Authority, Inc., division of Hi Speed Rail Facilities Inc. (the "Financier"), PDC, and HSRF Statutory Trust as Trustee (the "Trustee"), as dictated by the Construction Agreement. The Sale Agreement was thereafter amended on September 13, 2016, in order to change the closing date of the transaction to October 14, 2016. Pursuant to the Sale Agreement, the Company and the Seller shall sell and assign all rights, title and interest in and to any contractual agreements to PDC on completion of Phase One, as governed by the Construction Agreement. The cost of Phase One would be $950,000,000. The net Phase One revenue to the Company would be $66,719,514.

Going Concern

The consolidated financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has not generated any revenues since inception. As at July 31, 2020, the Company has a working capital deficiency of $53,318,335 and has accumulated losses of $59,311,348 since inception. The ability of Ameri Metro to continue as a going concern is dependent on the Company generating cash from the sale of its common stock and/or obtaining debt financing and attaining future profitable operations.

Management's plans include selling its equity securities and obtaining debt financing to fund its capital requirement and on-going operations; however, there can be no assurance the Company will be successful in these efforts. These factors create substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustment that might be necessary if the Company is unable to continue as a going concern.

Critical Accounting Policies

The financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these financial statements requires making estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities. The estimates are based on historical experience and on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

The Company believes that the following critical accounting policies, among others, affect its more significant judgments and estimates used in the preparation of its financial statements:

Use of Estimates

The preparation of financial statements in conformity with U.S. 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.

Share-based payments

The Company may issue shares of common stock to employees and non-employees for services. Stock-based compensation is measured at the grant date, based on the fair value of the award, and is recognized as expense over the requisite service period.

The Company will estimate the fair value of stock options and warrants using the Black-Scholes option-pricing model, which was developed for use in estimating the fair value of options that have no vesting restrictions and are fully transferable. This model requires the input of subjective assumptions, including the expected price volatility of the underlying stock and the expected life of stock options. Projected data related to the expected volatility of stock options is based on the average volatility of the trading prices of comparable companies and the expected life of stock options is based upon the average term and vesting schedules of the options. Changes in these subjective assumptions can materially affect the fair value of the estimate, and therefore the existing valuation models do not provide a precise measure of the fair value of our stock options and warrants.

The Company will estimate the fair value of shares of common stock issued for services based on the price of shares of the Company's common stock sold in contemporaneous private placements of offerings on the date shares are granted.

Investment in Related Companies

The investments in entities in which the Company does not have a controlling interest (financial or operating), but where it has the ability to exercise significant influence over operating and financial policies, are accounted for using the equity method of accounting.

Investments in partially-owned entities for which the Company has no ability to exercise significant influence even though the ownership interest is more than 20% are accounted for in accordance with accounting principles generally accepted in the United States ("U.S. GAAP") applicable to equity investments that do not qualify for the equity method of accounting. The Company evaluates these types of investments for changes in fair value and, if there is change, recognizes the change in the Consolidated Statement of Operations. If no such events or changes in circumstances have occurred related to these types of investments, the fair value is estimated only if practicable to do so.

Recent Accounting Pronouncements

In February 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842), which, among other things, requires lessees to recognize most leases on their balance sheets related to the rights and obligations created by those leases. The new standard also requires new disclosures to help financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. The amendments in this update should be applied under a modified retrospective approach. The new standard is effective for annual reporting periods beginning after December 15, 2018. Early adoption is permitted. Management does not plan to early adopt this guidance. The Company's only lease as at August 1, 2019 is a month-to-month rent agreement for office space. The month-to-month rent agreement is considered a lease with a term of 12 months or less. As the leases standard does not require lessees to apply the guidance to arrangements with a lease term of 12 months or less, the Company expects the new standard to have no material impact on its consolidated financial statements.

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

Discussion for the Fiscal Years Ended July 31, 2020 and 2019

Total assets of the Company were $63,647 as at July 31, 2020 as compared to total assets of $7,396 as at July 31, 2019. Total current assets at July 31, 2020 was $63,336 as compared to current assets of 6,672 as at July 31, 2019.

Total operating expenses increase to $10,116,682 for the fiscal year ended July 31, 2020 from $9,335,975 for the fiscal year ended July 31, 2019. The Increase was primarily due to Increase in general and administrative expenses and personnel expense, professional fees, directors' fees, and transfer agent and filing fees. Loss from operations was $10,116,682 for the fiscal year ended July 31, 2020 compared to $9,335,975 for the fiscal year ended July 31, 2019.

Liquidity: The Company has no continuous methods of generating cash other than the sale of its stock.

Capital Resources: The Company did not incur any capital expenditures other than the purchase of office supplies and computer equipment.

Results of Operations: The Company has had no revenue since inception other than from the sale of its securities. The Company does not anticipate that it will generate revenue sufficient to cover its operating expenses until the implementation of its business plan. As of July 31, 2020, the Company has a working capital deficiency of $53,318,335 and has accumulated losses of $59,311,348 since inception. The ability of the Company to continue as a going concern is dependent on the Company generating cash from the sale of its common stock and/or obtaining debt financing and attaining future profitable operations. Management's plans include selling its equity securities and obtaining debt financing to fund its capital requirement and on-going operations; however, there can be no assurance the Company will be successful in these efforts. These factors create substantial doubt about the Company's ability to continue as a going concern.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

AMERI METRO, INC.

CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of

Ameri Metro, Inc.

Opinion on the Financial Statements

We have audited the accompanying the consolidated balance sheets of Ameri Metro Inc. and its subsidiaries ("the Company") as of July 31, 2020 and 2019 and the related statements of operations, changes in stockholders' deficit and cash flows, for each of the years then ended, and the related notes and schedules (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of July 31, 2020 and 2019, and the results of its operations and its cash flows for each of the two years in the period ended July 31 2020, in conformity with generally accepted accounting principles in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 3 to the financial statements, as of July 31, 2020, the Company has negative cash flow and there are no assurances the Company will generate a profit or obtain positive cash flow, in addition the Company has a nominal working capital deficit. These and other factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plan regarding these matters is also described in Note 3 to the financial statements. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/Weinstein International CPA

We have served as the Company's auditor since 2020.

Tel Aviv, Israel

November 12, 2020

AMERI METRO, INC.

CONSOLIDATED BALANCE SHEETS

	July 31, 2020	July 31, 2019
ASSETS		
Current assets		
Cash	$ 28,396	$ 315
Prepaid expenses and deposits	34,940	6,357
Total Current Assets	63,336	6,672
Office equipment, net	311	724
Total Assets	$ 63,647	$ 7,396
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Liabilities		
Current liabilities		
Accounts payable and accrued expenses	$ 1,901,011	$ 1,578,226
Accrued expenses – related parties	1,251,807	1,316,400
Accrued compensation expenses – related parties	49,974,956	40,605,372
Loans payable – related parties	253,897	–
Stock payable	–	13,281
Total Current Liabilities	53,381,671	43,513,279
Loans payable – related parties	–	1,157,924
Total Liabilities	53,381,671	44,671,203
Stockholders' Deficit		
Preferred stock, par value $.000001, 200,000,000 shares authorized, 1,800,000 shares issued and outstanding	2	2
Common stock class A, par value $.000001, 7,000,000 shares authorized, 1,684,000 (2019 – 1,600,000) shares issued and outstanding	2	2
Common stock class B, par value $.000001, 4,000,000,000 shares authorized, 2,939,018,899 (2019 – 1,062,522,134) shares issued and outstanding	2,939	1,063
Common stock class C original and Series I to XL, par value $.000001, 4,000,000,000 shares authorized, 145,045,680 (2019 – 48,000,000) shares issued and outstanding	145	48
Common stock class D original and Series I to XL, par value $.000001, 4,000,000,000 shares authorized, 96,000,000 (2019 – 48,000,000) shares outstanding	96	48
Additional paid in capital	237,463,587,140	1,589,157,814
Stock subscriptions receivable	(237,457,597,000)	(1,583,597,000)
Accumulated deficit	(59,311,348)	(50,225,784)
Total Stockholders' Deficit	(53,318,024)	(44,663,807)
Total Liabilities and Stockholders' Deficit	$ 63,647	$ 7,396

See accompanying notes to consolidated financial statements

AMERI METRO, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS

	Year ended July 31, 2020	Year ended July 31, 2019
OPERATING EXPENSES		
General & administrative	$ 10,116,682	$ 9,335,975
TOTAL OPERATING EXPENSES	10,116,682	9,335,975
LOSS FROM OPERATIONS	(10,116,682)	(9,335,975)
OTHER INCOME (EXPENSE)		
Interest expense	1,313,737	(65,016)
TOTAL OTHER INCOME (EXPENSE)	1,313,773	(65,016)
NET LOSS	$ (8,802,909)	$ (9,400,991)
EARNINGS (LOSS) PER SHARE (BASIC)	$ (0.00)	$ (0.01)
EARNINGS (LOSS) PER SHARE (DILUTED)	$ (0.00)	$ (0.01)
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING (BASIC AND DILUTED)	1,906,024,975	1,106,409,857

See accompanying notes to consolidated financial statements.

AMERI METRO, INC.

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT

FOR THE YEARS ENDED JULY 31, 2020 AND 2019

	Preferred Stock		Common Stock Class A		Common Stock Class B		Common Stock Class C		Common Stock Class D		Additional Paid in	Stock Subscription	Accumulated	
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Capital	Receivable	Deficit	Total
Balance, August 1, 2018	**1,800,000**	**$ 2**	**1,600,000**	**$ 2**	**990,890,659**	**$ 991**	**48,000,000**	**$ 48**	**48,000,000**	**$ 48**	**$ 5,593,909**	**$ (47,000)**	**$ (40,824,793)**	**$ (35,276,793)**
Shares issued for option exercise	–	–	–	–	15,610,000	16	–	–	–	–	1,583,549,984	(1,583,550,000)	–	–
Stock-based compensation	–	–	–	–	–	–	–	–	–	–	343	–	–	343
Shares issued for services	–	–	–	–	2,050,000	2	–	–	–	–	149	–	–	151
Shares issued for amended opportunity licensing agreement	–	–	–	–	53,931,475	54	–	–	–	–	13,429	–	–	13,483
Shares issued pursuant to stock split in 2014	–	–	–	–	40,000	–	–	–	–	–	–	–	–	–
Net loss	–	–	–	–	–	–	–	–	–	–	–	–	(9,400,991)	(9,400,991)
Balance, July 31, 2019	**1,800,000**	**$ 2**	**1,600,000**	**$ 2**	**1,062,522,134**	**$ 1,063**	**48,000,000**	**$ 48**	**48,000,000**	**$ 48**	**$ 1,589,157,814**	**$ (1,583,597,000)**	**$ (50,225,784)**	**$ (44,663,807)**
Stock-based compensation	–	–	–	–	–	–	–	–	–	–	372	–	–	372
Shares issued for services	–	–	84,000	–	484,800,000	485	–	–	48,000,000	48	132,748	–	–	133,281
Shares issued for cash	–	–	–	–	2,400,000	3	–	–	–	–	7,199,999,997	(7,200,000,000)	–	–
Shares issued for option exercise	–	–	–	–	303,600,000	303	–	–	–	–	228,673,999,697	(228,674,000,000)	–	–
Shares issued for investment in related entities	–	–	–	–	250,000	–	3,230,520	3	–	–	867	–	–	870
Shares issued for amended opportunity licensing agreement	–	–	–	–	3,475,248	3	–	–	–	–	866	–	–	869
Stock options issued for debt settlement	–	–	–	–	–	–	–	–	–	–	13,300	–	–	13,300
Shares issued pursuant to stock split in 2014	–	–	–	–	–	–	33,876,720	34	–	–	(34)	–	–	–
Stock dividend	–	–	–	–	1,070,679,277	1,071	59,938,440	60	–	–	281,524	–	(282,655)	–
Shares re-issued for deposit	–	–	–	–	11,292,240	11	–	–	–	–	(11)	–	–	–
Net loss	–	–	–	–	–	–	–	–	–	–	–	–	(8,802,909)	(8,802,909)
Balance, July 31, 2020	**1,800,000**	**$ 2**	**1,684,000**	**$ 2**	**2,939,018,899**	**$ 2,939**	**145,045,680**	**$ 145**	**96,000,000**	**$ 96**	**$ 237,463,587,140**	**$ (237,457,597,000)**	**$ (59,311,348)**	**$ (53,318,024)**

See accompanying notes to consolidated financial statements.

AMERI METRO, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Year ended July 31, 2020	Year ended July 31, 2019
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (8,802,909)	$ (9,400,991)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation expense	413	470
Stock-based compensation	120,372	5,493
Impairment of investment in related companies	1,739	8,483
Gain on settlement of debt	(1,354,610)	–
Change in operating assets and liabilities:		
Prepaid expense and deposits	(28,583)	(3,417)
Accounts payable and accrued expenses	322,785	292,779
Accounts payable and accrued expenses – related parties	46,921	32,989
Accrued compensation expenses – related parties	9,369,584	8,885,024
Cash flows used in operating activities	(324,288)	(179,170)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from related party loans	393,394	186,235
Repayment of related party loans	(41,025)	(7,056)
Cash flows provided by financing activities	352,369	179,179
NET INCREASE IN CASH AND CASH EQUIVALENTS	28,081	9
CASH, BEGINNING OF PERIOD	315	306
CASH, END OF PERIOD	$ 28,396	$ 315
SUPPLEMENTAL CASH FLOW INFORMATION:		
Interest paid	$ –	$ –
Income taxes paid	$ –	$ –
NON-CASH INVESTING ACTIVITIES:		
Shares issued for Investment in related entities	$ 1,739	$ 13,483

See accompanying notes to consolidated financial statements.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

Ameri Metro, Inc. ("Ameri Metro", "AM" or the "Company") was formed to engage primarily in high-speed rail for passenger and freight transportation and related transportation projects. The Company initially intends to develop a Midwest high-speed rail system for passengers and freight. Currently the Company is engaged in raising capital and entering into relationships in furtherance of its planned activities.

The Company's activities are subject to significant risks and uncertainties including failure to secure additional funding to properly execute the company's business plan.

In December 2019, an outbreak of a new strain of coronavirus ("COVID-19") began in Wuhan, Hubei Province, China. In March 2020, the World Health Organization declared COVID-19 a pandemic. The COVID-19 pandemic has negatively impacted the global economy, disrupted global supply chains and created significant volatility and disruption of financial markets. The extent of the impact of the COVID-19 pandemic on our ability to secure funding and to execute our business plans in the expected time frame, will depend on future developments, including the duration and spread of the pandemic, all of which are uncertain and cannot be predicted. The management team is closely following the progression of COVID-19 and its potential impact on the Company. Since the Company is not currently trading and has not begun full-scale operations, there is minimal impact on the Company's current financial condition. The Company sees an opportunity for additional U.S. projects given the Administration's interest in advancing a $2 Trillion infrastructure package. Although the Company expects a significant reduction in GDP globally, the Company anticipates a return to growth later in the fiscal year 2021. Management will continue to monitor the situation and take appropriate actions when the Company is capitalized.

NOTE 2 – GOING CONCERN

These consolidated financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has not generated any revenues since inception. As at July 31, 2020, the Company has a working capital deficiency of $53,318,335 and has accumulated losses of $59,311,348 since inception. The ability of Ameri Metro to continue as a going concern is dependent on the Company generating cash from the sale of its common stock and/or obtaining debt financing and attaining future profitable operations.

Management's plans include selling its equity securities and obtaining debt financing to fund its capital requirement and on-going operations; however, there can be no assurance the Company will be successful in these efforts. These factors create substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustment that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The consolidated financial statements present the financial position, results of operations and cash flows for Ameri Metro and its wholly-owned subsidiaries, Global Transportation & Infrastructure, Inc. ("GTI") and Ameri Metro Ireland Ltd. ("AMI"). Intercompany transactions and balances have been eliminated in consolidation.

The financial position, results of operations and cash flows as of, and for the period reported include only the results of operations for Ameri Metro as GTI was inactive for the period from December 1, 2010 to July 31, 2020, and AMI and was inactive for the period from June 13, 2018 to July 31, 2020.

All investments in partially owned related entities are accounted for using the cost method. As of July 31, 2020, the Company holds equity interests in the following related entities.

Related Entity	Ownership interest
Ameri Cement, Inc.	25%
Atlantic Energy & Utility Products, Inc.	25%
Cape Horn Abstracting, Co	25%
Dutch East India Logistics Co	10%
Eastern Development & Design Inc.	25%
HSR Freight Line Inc.	25%
HSR Logistics Inc.	25%
HSR Passenger Services, Inc.	25%
HSR Technologies, Inc.	25%
KSJM International Airport, Inc.	25%
Lord Chauffeurs Ltd.	25%
Malibu Homes, Inc.	25%
Natural Resources, Inc.	25%
Penn Insurance Services LLC	25%
Platinum Media, Inc.	25%
Port de Claudius, Inc.	25%
Port of Ostia Inc.	25%
Slater & West, Inc.	25%
Susquehanna Mortgage Bankers Corp.	2%

These related entities are deemed to be variable interest entity ("VIE") under the VIE model of consolidation, but the Company does not consolidate the related entities as it is not deemed to be their primary beneficiary.

Accounting Basis

The Company uses the accrual basis of accounting and accounting principles generally accepted in the United States of America ("GAAP" accounting). The Company has adopted a July 31 fiscal year end.

Basis of Presentation

The consolidated financial statements of the Company have been prepared in accordance with GAAP accounting and are presented in US dollars.

Investment in Related Companies

As at July 31, 2020, the Company has a 25% ownership interest in seventeen related entities, 10% ownership interest in one related entity and 2% ownership interest in one related entity. The remaining ownership interest (and 100% voting control) is owned by the Company's Chief Executive Officer.

The investments in entities in which the Company does not have a controlling interest (financial or operating), but where it has the ability to exercise significant influence over operating and financial policies, are accounted for using the equity method of accounting.

Investments in partially-owned entities for which the Company has no ability to exercise significant influence even though the ownership interest is more than 20% are accounted for in accordance with accounting principles generally accepted in the United States ("U.S. GAAP") applicable to equity investments that do not qualify for the equity method of accounting. The Company evaluates these types of investments for changes in fair value and, if there is change, recognizes the change in the Consolidated Statement of Operations. If no such events or changes in circumstances have occurred related to these types of investments, the fair value is estimated only if practicable to do so.

Participating Profits Interest

As at July 31, 2019, the Company has a 10% participating profits interest in the Portus de Jewel project. The remaining 90% participating profits interest (and 100% voting control) is owned by the Company's Chief Executive Officer. On July 31, 2020, the Company amended the Opportunity License Agreement for the Portus de Jewel project to include a 10% ownership interest in Dutch East India Logistics Co. ("Dutch East").

Financial Instruments

According to FASB ASC 820, *Fair Value Measurements and Disclosures*, fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Guidance under ACS 820 establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows:

Level 1:

Observable inputs such as quoted prices in active markets;

Level 2:

Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and

Level 3:

Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The Company's financial instruments consist of cash and cash equivalents, accounts payable, amounts due to related parties, loans payable, and loans payable to related parties. The carrying amounts of these financial instruments approximate fair value due either to length of maturity or interest rates that approximate prevailing rates unless otherwise disclosed in these financial statements.

Property and Equipment

The capital assets are being depreciated over their estimated useful lives using the straight-line method of depreciation for book purposes. Office equipment has a useful life of five years. Depreciation expense totaled $413 and $470 for the years ended July 31, 2020 and 2019, respectively.

Concentrations of Credit Risk

The Company maintains its cash in bank deposit accounts, the balances of which at times may exceed federally insured limits. The Company continually monitors its banking relationships and consequently has not experienced any losses in such accounts. The Company believes it is not exposed to any significant credit risk on cash and cash equivalents.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles of the United States 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 year. Management bases its estimates on historical experience and on other assumptions considered to be reasonable under the circumstances. However, actual results may differ from the estimates.

Income (Loss) Per Share

Basic loss per share is calculated by dividing the Company’s net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company’s net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. Due to loss for the years ended July 31, 2020 and 2019, the outstanding options are anti-dilutive. As a result, the computations of net loss per common shares is the same for both basic and fully diluted common stock. Potentially dilutive securities, which include 10,890,000 and 12,500,000 stock options as at July 31, 2020 and 2019, have been excluded from the computation of diluted net loss per share because the effect of their inclusion would have been anti-dilutive.

Income Taxes

Income taxes are computed using the asset and liability method. Under the asset and liability method, deferred income tax assets and liabilities are determined based on the temporary differences between the financial reporting and tax bases of assets and liabilities and are measured using the currently enacted tax rates and laws. A valuation allowance is provided for the amount of deferred tax assets that, based on available evidence, are not expected to be realized. It is the Company’s policy to classify interest and penalties on income taxes as interest expense or penalties expense. As of July 31, 2020, there have been no interest or penalties incurred on income taxes.

Stock-Based Compensation

The Company accounts for employee stock-based compensation including grants of employee stock options, based on their fair values. The fair value of the equity instrument is charged directly to compensation expense and credited to additional paid-in capital over the period during which services are rendered.

Stock options and warrants issued to consultants and other non-employees as compensation for services provided to the Company are accounted for based upon the fair value of the services provided or the estimated fair market value of the option or warrant, whichever can be more clearly determined. The fair value of the equity instrument is charged directly to compensation expense and additional paid-in capital over the period during which services are rendered.

Recent Accounting Pronouncements

In February 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842), which, among other things, requires lessees to recognize most leases on their balance sheets related to the rights and obligations created by those leases. The new standard also requires new disclosures to help financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. The amendments in this update should be applied under a modified retrospective approach. The new standard is effective for annual reporting periods beginning after December 15, 2018. Early adoption is permitted. Management does not plan to early adopt this guidance. The Company's only lease as at August 1, 2019 is a month-to-month rent agreement for office space. The month-to-month rent agreement is considered a lease with a term of 12 months or less. As the leases standard does not require lessees to apply the guidance to arrangements with a lease term of 12 months or less, the Company expects the new standard to have no material impact on its consolidated financial statements.

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 4 – ACCOUNTS PAYABLE AND ACCRUED EXPENSES – RELATED PARTIES

As of July 31, 2020, $49,974,956 (2019 - $40,605,372) is accrued in relation to various employment agreements, directorship agreements and audit committee agreements as described in Note 10.

On January 14, 2020, the Company issued 300,000,000 options to Penndel Land Company, a company owned by Company Founder, for $1,368,217 of loans and accrued interest owed to the Company's Founder as at December 31, 2019. The fair value of the 300,000,000 options was $13,300 on the grant date and the Company recognized a gain of $1,354,610 on settlement of debt. On February 14, 2020, the Company issued 300,000,000 shares of Class B common stock upon the exercise of stock options.

At July 31, 2020, the Company is indebted to the majority shareholder for $1,250,757 (2019 - $1,315,350) for accrued interest of $637 on related party loans, $1,249,006 of consulting fees owed and $1,114 of expenses paid on behalf of the Company.

At July 31, 2020, and 2019, the Company is indebted to three directors of the Company for an aggregate of $1,050 for expenditures incurred on behalf of the Company. The amount is unsecured, non-interest bearing and due on demand.

NOTE 5 – LOANS PAYABLE – RELATED PARTIES

As of July 31, 2020, $253,897 is due to a company owned by the Chief Executive Officers of the Company as it paid expenses on behalf of the Company. The amount is due on demand with an interest rate of 1% per annum. At July 31, 2020, accrued interest on this loan is $637, which is included in accrued expenses – related parties.

NOTE 6 – STOCK PAYABLE

Effective October 2, 2014, the Company entered into an employment agreement with Mr. Shah Mathias (the Company's Chief Executive Officer and a majority shareholder) for the Head of Mergers and Acquisitions and Business Development, and as non-board member President (See Note 10). According to the agreement, the Company agreed to issue stock options of 1.2% of all authorized stock capitalization to Mr. Shah Mathias at the time of appointment. In addition, the Company agreed to issue shares of common stock equal to 10% of any shares issued under a public offering pursuant to a Form S-1 registration statement; and if shares are issued at such time to any other party Mr. Shah Mathias is to be issued an equal amount of shares. As of July 31, 2019, the Company has not completed its public offering pursuant to a Form S-1 registration statement. On April 3, 2015, the Company amended the employment agreement to eliminate the requirement to issue stock options of 1.2% of all authorized stock capitalization and, instead, agreed to issue Mr. Shah Mathias a total of 1.2% of Class A and Class B shares of common stock, and 1% of Class C and D shares of common stock at the time of the amendment. As of July 31, 2018, the Company has issued 48,000,000 shares of Class D common stock and 43,200,000 shares of Class C common stock pursuant to the employment agreement, and recorded $13,281 of stock payable for unissued stock consisting of 84,000 unissued Class A common stock, 4,800,000 unissued Class B common stock, and 48,000,000 unissued Class D Stock. On May

26, 2020, the Company issued 84,000 shares of Class A common stock, 4,800,000 shares of Class B common stock and 48,000,000 shares of Class D common stock.

NOTE 7 – CAPITAL STOCK

The Company currently has authorized 12,207,000,000 shares, consisting of 12,007,000,000 shares of common stock with a par value of $0.000001 per share and 200,000,000 shares of preferred stock with a par value of $0.000001 per share. The pertinent rights and privileges of the authorized capital stock is as follows:

- Class A common stock – 7,000,000 shares, each share having a 40,000:1 voting right compared to all other classes of shares and have equal dividend rights as all other classes of shares, and a par value of $.000001 per share;
- Class B common stock – 4,000,000,000 shares, each share with 1 vote, dividend rights, and a par value $0.000001 per share;
- Class C common stock (a/k/a Equity Participation Dividend Shares) – 4,000,000,000 shares with no voting rights, but with dividend rights, and a par value of $0.000001 per share. The Company may issue these shares as it deems necessary, for the purposes including but not limited to: purchasing goods and services for the Company; serving as an investment vehicle in acquisitions; for engaging in long term and short term joint ventures; for engaging in single purpose joint ventures; purchasing commodities, supplies, equipment and other tangible items for current and future projects; for engaging in like-kind exchanges as authorized by Internal Revenue Code Section 1031; for purchase of stocks and other securities; for purchase of real estate; for employee awards; and such other lawful purposes not in conflict with the said Board resolution, the Company Bylaws or applicable law and regulations. In the event Class C shares are used to purchase or complete a project, the initial 7% of the net profits are distributed to the applicable class shareholders. Thereafter, all classes of stock share equally in any dividends;
- Class D common stock (a/k/a Equity Participation Shares) – 4,000,000,000 shares with no voting rights, no dividend rights, and a par value of $0.000001 per share. The Company may issue these shares as it deems necessary, for the following purposes but not limited to: purchasing goods and services for the Company; serving as an investment vehicle in acquisitions; for engaging in long term and short term joint ventures; for engaging in single purpose joint ventures; purchasing commodities, supplies, equipment and other tangible items for current and future projects; for engaging in like-kind exchanges as authorized by Internal Revenue Code Section 1031; for purchase of stocks and other securities; for purchase of real estate; for employee awards; and such other lawful purposes not in conflict with the said Board resolution, the Company Bylaws or applicable law and regulations. In the event Class D shares are used to purchase or complete a project, the initial 7% of the net profits are distributed to the applicable class shareholders. Thereafter, all classes of stock share equally in any dividends; and
- Preferred stock – 200,000,000 shares with no voting rights, no dividend rights, and a par value of $0.000001 per share.

On August 20, 2018, the Company reserved 100,000,000 Class B shares of common stock in the name of the Ameri Metro, Inc. 2015 Equity Incentive Plan. The shares are being administered by HSRF Statutory Trust on behalf of the Company. Upon exercise of stock options granted pursuant to the 2015 Equity Incentive Plan, HSRF Statutory Trust will issue the relevant employee, director or consultant shares from trust.

On August 20, 2018, the Company reserved 100,000,000 Class B shares of common stock in the name of the Ameri Metro, Inc. 2018 Equity Incentive Plan. The shares are being administered by HSRF Statutory Trust on behalf of the Company. Upon exercise of stock options granted pursuant to the 2018 Equity Incentive Plan, HSRF Statutory Trust will issue the relevant employee, director or consultant shares from trust.

On August 21, 2018, the Company reserved 18,000,000 each of Class C and Class D shares of common stock in the name of the Ameri Metro, Inc. Trust, in order to meet public float regulatory requirements for each series of Class C and Class D shares of common stock. The Company established a minimum of 500,000 shares as a public float for each series of Class C and Class D shares of common stock from series II to series XXXIII. The Class B shareholders on record as of September 15, 2018, will each be issued 1,670 shares of series II to series XXXIII Class C and Class D common stock. The shares are being administered by HSRF Statutory Trust on behalf of the Company and will be issued to the Class B shareholders out of trust when deemed appropriate by the Company.

On September 18, 2018, the Company reserved 150,000,000 Class B shares of common stock in the name of the Ameri Metro, Inc. Trust, for the purpose of any future purchases of commodities, supplies, equipment and other tangible items for current and future projects. The shares are being administered by the HSRF Statutory Trust on behalf of the Company and will be issued out of trust when the Company deems it appropriate to issue Class B shares of common stock for these purchases.

On October 12, 2018, the Company issued 3,600,000 shares of Class B common stock to 3 officers and directors of the Company pursuant to the exercise of stock options granted on March 3, 2015 with an exercise price of $42 per share. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $151,200,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On October 12, 2018, the Company issued 7,200,000 shares of Class B common stock to 6 officers and directors of the Company pursuant to the exercise of stock options granted on November 1, 2016 with an exercise price of $42 per share. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $302,400,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On October 12, 2018, the Company issued 2,000,000 shares of Class B common stock to a consultant of the Company pursuant to subscription agreement entered on February 7, 2018. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $503,750,000 of proceeds receivable for the sale of the shares had yet to be received and was recorded as stock subscriptions receivable.

On October 12, 2018, the Company issued 10,000 shares of Class B common stock to a consultant of the Company pursuant to the exercise of stock options granted on October 11, 2018 with an exercise price of $460 per share. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $4,600,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

October 12, 2018, the Company issued 1,600,000 shares of Class B common stock to two officers and directors of the Company pursuant to the exercise of stock options granted on August 30, 2018 with an exercise price of $357 per share. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $571,200,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On November 5, 2018, the Company issued 2,000,000 shares of Class B common stock with a fair value of $500 to two officers and directors of the Company for services pursuant to directorship agreements dated August 30, 2018. The shares were issued from the 2015 Equity Incentive Plan reserved shares. The shares vest 285,714 per year for seven years. During the period ended July 31, 2020, the Company recorded $132 (2019 - $138) for the vested portion of the shares, leaving $230 of unvested compensation expense to be recognized in future periods.

On January 10, 2019 the Company issued 25,000 Class B common shares with a fair value of $6 from the 2015 Equity Incentive Plan reserved shares and 25,000 Class B common shares with a fair value of $6 from the 2018 Equity Incentive Plan reserved shares for services rendered.

On January 10, 2019 the Company issued 40,000 Class B common shares from the 2015 Equity Incentive Plan reserved shares to a Director for shares he should have received during a prior 4:1 stock split.

On January 10, 2019 the Company transferred 10,000,000 Class B common shares from the 2015 Equity Incentive Plan reserved shares to the Ameri Metro North American Pension/HSRF Statutory Trust for future employee benefit programs.

On January 10, 2019 the Company transferred 10,000,000 Class B common shares from the 2015 Equity Incentive Plan reserved shares to the Ameri Metro Universal Pension/HSRF Statutory Trust for future employee benefit programs.

On January 10, 2019 the Company transferred 10,000,000 Class B common shares from the 2018 Equity Incentive Plan reserved shares to the Ameri Metro North American Pension/HSRF Statutory Trust for future employee benefit programs.

On January 10, 2019 the Company transferred 10,000,000 Class B common shares from the 2018 Equity Incentive Plan reserved shares to the Ameri Metro Universal Pension/HSRF Statutory Trust for future employee benefit programs.

On January 10, 2019 the Company issued 10,000,000 Class B common shares from the Ameri Metro Inc. Trust reserved shares to the Ameri Metro North American Pension/HSRF Statutory Trust for future employee benefit programs.

On January 10, 2019 the Company issued 10,000,000 Class B common shares from the Ameri Metro Inc. Trust reserved shares to the Ameri Metro Universal Pension/HSRF Statutory Trust for future employee benefit programs.

On June 17, 2019, the Company issued 1,200,000 shares of Class B common stock to an officer and director of the Company pursuant to the exercise of stock options granted on November 1, 2016 with an exercise price of $42 per share. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $50,400,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On June 29, 2019, the Company issued 33,931,475 shares of Class B common stock with a fair value of $8,483 from the 2015 Incentive Plan to acquire 25% ownership interest in 16 related entities and 20,000,000 shares of Class B common stock with a fair value of $5,000 from the 2015 Incentive Plan to acquire 10% participating profits interest in the Portus de Jewel project.

On July 12, 2019, the Company reserved an additional 200,000,000 Class B shares of common stock in the name of Ameri Metro, Inc. 2015 Equity Incentive Plan. The shares are being administered by HSRF Statutory Trust on behalf of the Company. Upon exercise of stock options granted pursuant to the 2015 Equity Incentive Plan, HSRF Statutory Trust will issue the relevant employee, director or consultant shares from trust.

On December 15, 2019, the Company issued a stock dividend of 14,769,480 shares of Class C common stock from the Ameri Metro, Inc. Trust reserved shares.

On January 7, 2020, the Company increased the voting rights of its Class A common stock from 1000:1 to 40,000:1.

On January 7, 2020, the Company increased the number of authorized shares of its Class B common stock to 10,000,000,000 shares.

On January 7, 2020, the Company created 40 series of Class C common stock for the purpose of equity participation in forty infrastructure projects. The Company increased the number of authorized shares of its Class C common stock to 8,000,000,000 shares, of which 7,500,000,000 shares are allocated evenly to the 40 series.

On January 7, 2020, the Company created 40 series of Class D common stock for the purpose of equity participation in forty infrastructure projects. The Company increased the number of authorized shares of its Class D common stock to 8,000,000,000 shares, of which 7,500,000,000 shares are allocated evenly to the 40 series.

On January 13, 2020, the Company issued 3,475,248 shares with a fair value of $869 from the 2015 Incentive Plan to acquire 25% ownership interest in a related entity.

On January 15, 2020, the Company issued 400,000 shares of Class B common stock to 2 officers and directors of the Company pursuant to the exercise of stock options granted on March 3, 2015 with an amended exercise price of $565. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $226,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On January 15, 2020, the Company issued 1,400,000 shares of Class B common stock to 7 officers and directors of the Company pursuant to the exercise of stock options granted on November 1, 2016 with an amended exercise price of $565. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $791,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On January 15, 2020, the Company issued 400,000 shares of Class B common stock to 2 officers and directors of the Company pursuant to the exercise of stock options granted on August 30, 2018 with an amended exercise price of $565. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $226,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On January 18, 2020, the Company issued 200,000 shares of Class B common stock to a director of the Company pursuant to the exercise of stock options granted on January 18, 2020 with an exercise price of $665. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $133,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On January 31, 2020, the Company declared a 100% stock dividend to all shareholders of Class B common stock as of July 31, 2019 at par and recorded a dividend payable of $266,470 for 1,065,879,277 shares to be issued. On March 30, 2020, the Company issued 1,065,879,277 shares for the stock dividend. As part of its 100% stock dividend, on March 30, 2020, the Company issued shares to the Ameri Metro, Inc. 2015 Equity Incentive Plan; to the Ameri Metro, Inc. 2018 Equity Incentive Plan; to the Ameri Metro, Inc. Trust; to the Ameri Metro North American Pension Plan; and to the Ameri Metro Universal Pension Plan. The shares are being administered by HSRF Statutory Trust.

On February 14, 2020, the Company issued 300,000,000 shares of Class B common stock to the Chief Executive Officer of the Company upon the exercise of stock options granted on January 14, 2020 with exercise prices ranging from $665 to $851. At July 31, 2020, the $226,500,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On February 18, 2020, the Company issued 480,000,000 shares of Class B common stock with a fair value of $120,000 to the Company's Chief Executive Officer pursuant to the amendment to his employment agreement dated January 5, 2020.

On February 18, 2020, the Company issued 3,230,520 shares of Class C common stock with a fair value of $808 to acquire 2% of Susquehanna Mortgage Bankers Corp. (formerly Global Infrastructure SP Bankers).

On March 11, 2020, the Company reinstated 11,292,240 shares of Class B common stock rescinded during the year ended July 31, 2013. The 11,292,240 shares of Class B common stock were originally issued to a related party as a deposit on a future development. In connection with 11,292,240 shares reinstated, on July 6, 2020, the Company issued 33,876,720 shares of Class C common stock in lieu of Class B common stock to fulfill a prior 4:1 stock split and 45,168,960 shares of Class C common stock in lieu of Class B common stock pursuant to the 100% stock dividend declared on January 31, 2020.

On March 23, 2020, the Company issued 1,200,000 shares of Class B common stock to a director of the Company pursuant to the exercise of stock options granted on January 18, 2020 with an exercise price of $665. The shares were issued from the 2015 Equity Incentive Plan reserved shares. At July 31, 2020, the $798,000,000 proceeds receivable upon the exercise of the options had yet to be received and was recorded as stock subscriptions receivable.

On May 26, 2020, the Company issued 84,000 shares of Class A common stock, 4,800,000 shares of Class B common stock, and 48,000,000 shares of Class C common stock pursuant to the amended employment agreement entered with the Chief Executive Officer of the Company on October 2, 2014. See Note 6. In relation to this issuance, the Company issued an additional 4,800,000 shares of Class B common stock to the CEO pursuant to the 100% stock dividend declared on January 31, 2020 as the Company owed these shares since April 3, 2015, the amendment date of the employment agreement.

On May 29, 2020, the Company issued 2,400,000 shares of Class B common stock at $3,000 per share from the 2015 Equity Incentive Plan reserved shares to 12 directors and officers of the Company, of which $7,200,000,000 proceeds is recorded as stock subscription receivable as at July 31, 2020.

On July 1, 2020, the Company issued 250,000 shares of Class B common stock with a fair value of $62 to acquire 25% ownership interest in 1 related entity.

NOTE 8 – STOCK OPTIONS

On March 8, 2016, the Company adopted a stock option plan named 2015 Equity Incentive Plan, the purpose of which is to help the Company secure and retain the services of employees, directors and consultants, provide incentives to exert maximum efforts for the success of the Company and any affiliate and provide a means by which the eligible recipients may benefit from increases in value of the common stock.

On March 8, 2016, the Company granted 8,000,000 stock options to 4 officers and directors of the Company, exercisable at $42 per share and expire on March 8, 2026. The 8,000,000 options vest according to the following schedule: 3,200,000 options vest immediately and 800,000 vest annually for the next 6 years. The weighted average grant date fair value of stock options granted was $0.00009 per share. On June 12, 2019, the Company amended the vesting terms through a Directors' Resolution so that the remaining 2,400,000 unvested options will vest on November 1 instead of March 8 of each subsequent year. On January 5, 2020, the Company amended the vesting terms of the remaining 2,400,000 options and the vesting date was changed to August 30 of each subsequent year. The Company also modified the exercise price of 1,600,000 options to $565 per share. The exercise price of the other 2,800,000 outstanding option was not changed. The modification did not result in any incremental compensation cost and therefore the stock-based compensation for the unvested portion of the modified options will be recognized based on the original fair value. On October 12, 2018, 3,600,000 options were exercised at $42 per share. On January 15, 2020, 400,000 options were exercised at $565 per share. During the year ended July 31, 2020 and 2019, the Company recorded stock-based compensation of $27 and $61, respectively, on the consolidated statement of operations.

On November 1, 2016, the Company granted 14,000,000 stock options to 7 officers and directors of the Company, exercisable at $42 per share and expire on November 1, 2026. The 14,000,000 options vest according to the following schedule: 5,600,000 options vest immediately and 1,400,000 vest annually for the next 6 years. On June 12, 2019, the Company amended the vesting terms through a Directors' Resolution so that 1,400,000 options originally vesting on November 1, 2018 are to be vested on October 12, 2018. On October 12, 2018, 7,200,000 shares were issued upon exercise of the stock options. The weighted average grant date fair value of stock options granted was $0.00009 per share. On January 5, 2020, the Company amended the vesting terms of the remaining options and the vesting date was changed to August 30 of each subsequent year. Furthermore, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019. The modification did not result in any incremental compensation cost and therefore the stock-based compensation for the unvested portion of the modified options will be recognized based on the original fair value. On January 15, 2020, 1,400,000 options were exercised at $565 per share. During the year ended July 31, 2020 and 2019, the Company recorded stock-based compensation of $102 and $140, respectively, on the consolidated statement of operations.

On February 7, 2018, the Company granted 2,000,000 stock options to a consultant of the Company, exercisable at various prices per share and expire on May 1, 2022. The exercise prices are as follows: 250,000 options at $60 per share, 350,000 options at $225 per share, 300,000 options at $250 per share, 300,000 options at $275 per share, 300,000 options at $300 per share, 500,000 options at $325 per share. On June 12, 2019, the Company amended the vesting terms so that all 2,000,000 options vested by October 12, 2018. On October 12, 2018, 2,000,000 shares that vested pursuant to the amendment were issued. The weighted average grant date fair value of stock options granted was $0.000005 per share. During the years ended July 31, 2020 and 2019, the Company recorded stock-based compensation of $nil and $4 on the consolidated statement of operations.

On August 30, 2018, the Company granted 4,000,000 stock options to two officers and directors of the Company, exercisable at $357 per share and expire on August 30, 2028. The 4,000,000 options vest according to the following schedule: 1,600,000 options vest immediately, and 400,000 vest annually for the next 6 years. The weighted average grant date fair value of stock options granted was $0.000008 per share. On January 5, 2020, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019. The modification did not result in any incremental compensation cost and therefore the stock-based compensation for the unvested portion of the modified options will be recognized based on the original fair value. On January 15, 2020, 400,000 options were exercised at $565 per share. During the years ended July 31, 2020 and 2019, the Company recorded stock-based compensation of $34 and $138 on the consolidated statement of operations.

On August 30, 2018, the Company granted 100,000 stock options to a consultant of the Company, exercisable at $515 per share and expire on August 30, 2028. The 100,000 options vest according to the following schedule: 40,000 options vest immediately, and 10,000 vest annually for the next 6 years. On October 11, 2018, the Company issued 10,000 shares upon the exercise of stock option. The weighted average grant date fair value of stock options granted was $0.000009 per share. On January 5, 2020, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019. The modification did not result in any incremental compensation cost and therefore the stock-based compensation for the unvested portion of the modified options will be recognized based on the original fair value. During the years ended July 31, 2020 and 2019, the Company recorded stock-based compensation of $nil and $1 on the consolidated statement of operations.

On June 12, 2019, the Company amended Equity Incentive Plans, Subscription Agreements and Equity Agreements so that options issued after June 12, 2019 would have a strike price equal to the market price at that grant date.

On January 14, 2020, the Company issued 300,000,000 options to Penndel Land Company, a company owned by Company Founder, for $1,368,217 of loans and accrued interest owed to the Company's Founder as at December 31, 2019. These options are exercisable at various prices per share and expire on January 14, 2030. The exercise prices are as follows: 50,000,000 options at $665 per share, 50,000,000 options at $698 per share, 50,000,000 options at $735 per share, 50,000,000 options at $771 per share, 50,000,000 options at $810 per share, 50,000,000 options at $851 per share. The fair value of the 300,000,000 options was $13,300 on the grant date. On February 14, 2020, the Company issued 300,000,000 shares of Class B common stock upon the exercise of stock options.

On January 18, 2020, the Company granted 2,000,000 stock options to a director of the Company, exercisable at $665 per share and expire on January 18, 2030. The 2,000,000 options vest according to the following schedule: 1,400,000 options vest immediately, 200,000 options vest on August 30, 2020, 200,000 options vest on August 30, 2021, and 200,000 options vest on August 30, 2022. The exercise price of the 600,000 options vesting on August 30, 2020, 2021 and 2022 are subject to re-set. The grant date fair value of stock options granted was $0.000046 per share. On January 18, 2020, 200,000 shares were issued upon the exercise of stock options. On March 23, 2020, 1,200,000 shares were issued upon the exercise of stock options. During the years ended July 31, 2020, the Company recorded stock-based compensation of $77 on the consolidated statement of operations.

A summary of the Company's stock option activity is as follow:

	Number of Options	Weighted Average Exercise Price $	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value $
Outstanding, August 1, 2018	22,000,000	42.00	–	–
Granted	6,100,000	324.22		
Exercised	(15,610,000)	101.44		
Outstanding, July 31, 2019	12,490,000	105.56	–	–
Granted	302,000,000	754.40		
Exercised	(303,600,000)	753.21		
Outstanding, July 31, 2020	10,890,000	435.75	6.55	–
Exercisable, July 31, 2020	1,640,000	52.84	5.67	–

The fair value of each option granted was estimated on the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

	Year Ended July 31, 2020	Year Ended July 31, 2019
Expected dividend yield	0%	0%
Expected volatility	150%	150%
Expected life (in years)	10	10
Risk-free interest rate	1.83%	1.83%

At July 31, 2020, there was $411 of unrecognized compensation costs related to non-vested stock-based compensation arrangements granted under the Plan. There was $nil intrinsic value associated with the outstanding stock options at July 31, 2020.

NOTE 9 – COMMITMENTS AND CONTINGENCIES

Related and Non-related Party Agreements

The Company has entered into agreements with related and non-related parties for identified projects. As of July 31, 2020 and through November 11, 2020, the Company has no commitments or obligations under these agreements due to lack of financing and the need for a feasibility study before each project is begun. The Company will be committed to perform agreed upon services once feasibility study is complete and financing is available.

On June 25, 2019, the Company amended the Opportunity License Agreements it entered with 16 related entities (Ameri Cement, Inc., Atlantic Energy & Utility Products, Inc., Cape Horn Abstracting Co., Eastern Development & Design Inc., HSR Freight Line Inc., HSR Logistics Inc., HSR Passenger Services, Inc., HSR Technologies, Inc., KSJM International Airport, Inc., Lord Chauffeurs Ltd., Malibu Homes Inc., Penn Insurance Services LLC, Platinum Media, Inc., Port de Claudius, Inc., Port of Ostia Inc., and Slater & West, Inc.). The amendment clarifies ownership, voting rights, and distribution of profits for the Company and the Company's Chief Executive Officer. The amendment also provides that the Company will purchase non-controlling interest of each of the sixteen entities and the Portus de Jewel project. On June 29, 2019, the Company issued 33,931,475 shares of Class B common stock to acquire 25% ownership interest in 15 of the 16 entities. On January 13, 2020, the Company issued 3,475,248 shares of Class B common stock to acquire 25% ownership interest in 1 of the 16 entities.

On February 20, 2020, the Company issued 3,230,520 shares of Original Class C common stock to acquire 2% ownership interest in a related entity, Susquehanna Mortgage Bankers Corp ("Susquehanna"). On September 18, 2020, the Company issued 23,000,000 shares of Original Class C common stock to acquire an additional 23% ownership interest in Susquehanna.

On July 1, 2020, the Company issued 250,000 shares of Class B common stock to acquire 25% ownership interest in a related entity, Natural Resources Inc.

On July 31, 2020, the Company amended the Opportunity License Agreement it entered on June 25, 2019 for the acquisition of 10% participating profit interest in the Portus de Jewel project. Pursuant to the amendment, the consideration of 20,000,000 shares of Class B common stock also includes the acquisition of 10% of Dutch East India Logistics, Co, the developer of the Portus de Jewel project.

At July 31, 2020 and 2019, the Company recorded an impairment of $1,739 and $8,483 which are included in general and administrative expense. At July 31, 2020 and 2019, the Company recorded an opportunity license fees of $nil and $5,000 which are included in general and administrative expense.

On December 27, 2012, the Company entered into a memorandum of understanding ("MOU") with Jewel's Real Estate 1086 Master LLLP, a company owned by the Founder of the Company, to acquire certain development rights of the Portus De-Jewel Mexico project. The Company agreed to issue 11,292,240 shares of Class B common stock as deposit towards the purchase price. The full purchase price for this project will be determined at a future date. During the year ended July 31, 2013 the Company issued 11,292,240 shares of common stock as the deposit for the project. At July 31, 2013 the value of the deposit was determined to be not recoverable and exceeds its fair value. An impairment loss of $1,142 was recorded. The 11,292,240 shares were rescinded during the year ended July 31, 2014. On March 11, 2020, the Company reinstated the 11,292,240 shares of Class B common stock. On July 6, 2020, the Company issued an additional 33,876,720 shares of Class C common stock in lieu of Class B common stock to fulfill a prior 4:1 stock split and 45,168,960 shares of Class C common stock in lieu of Class B common stock pursuant to the 100% stock dividend declared on January 31, 2020.

Employee Agreements

The Company has entered into an employment agreement with the former Chief Executive Officer, Debra Mathias with an effective date of April 21, 2014. The term of the employment agreement was 3 years, with an annual base salary of $1,200,000. On April 21, 2017, the agreement was extended to April 21, 2021. On October 13, 2020, Deborah Mathias resigned as Chief Executive Officer of the Company, effective October 27, 2020. The Company Founder, Mr. Shah Mathias, became the new CEO of the Company on October 27, 2020.

The Company has signed an employment agreement with Mr. Shah Mathias, Company Founder, for the Head of Mergers and Acquisitions and Business Development, and as non-board member President, with an effective date of October 2, 2014. The term of the employment agreement is 20 years, with an annual base salary of $1,200,000 and ten percent (10%) of any revenue producing contract entered into by the Company while the Company Founder is in office, while holding any position under any title, and five percent (5%) of any such revenue producing contract afterward, for the benefit of the Company Founder or his estate, for a period of twenty (20) years. The Company Founder is also eligible to earn an annual bonus award of up to 100% of the annual base salary. On April 3, 2015, the Company amended the employment agreement to eliminate the requirement to issue stock options of 1.2% of all authorized stock capitalization and, instead, agreed to issue Mr. Shah Mathias a total of 1.2% of Class A and Class B shares of common stock, and 1% of Class C and D shares of common stock at the time of the amendment.. Effective September 1, 2019, the Company Founder's annual base salary is increased to $1,500,000. On January 5, 2020, the Company amended the employment agreement. Pursuant to the amendment, the Company Founder shall be entitled to receive shares of the Company's Class B common stock equal to 12% of the authorized number of shares or 480,000,000 shares. At no other time in the future will the Founder receive any additional shares of any class, other than additional shares resulting from future stock splits or granted by the Board of Directors.

The Company has entered into an employment agreement with the Chief Engineer with an effective date of December 3, 2014. The term of the employment agreement is 3 years, with an annual base salary of $175,000. The Chief Engineer is also entitled to 1,000,000 shares of Class "B" common stock as a signing bonus. On December 30, 2014, the Company issued 1,000,000 shares of Class "B" common stock to the Chief Engineer.

The Company has entered into a directorship agreement with a Director of the Company with an effective date of June 30, 2015. The initial term of the directorship agreement is one year, with an annual base salary of $150,000. The director is also entitled to 1,000,000 shares of Class B common stock. On July 24, 2015, the Company issued 1,000,000 shares of Class B common stock to the director. On March 17, 2016, the term of the agreement was extended to July 31, 2021.

The Company entered into an employment agreement with the Chief General Counsel with an effective date of August 4, 2015. The term of the employment agreement is 3 years, with an annual base of $500,000. On March 17, 2016, the term of the agreement was extended to July 31, 2021.

The Company entered into thirteen directorship agreements with thirteen Directors of the Company. The initial term of the directorship agreements is one year, with an annual base salary of $150,000. Each of the thirteen directors is also entitled to 1,000,000 shares of Class B common stock. On March 17, 2016, the term of the agreements was extended to July 31, 2021.

On October 19, 2016, the Company appointed three individuals as Directors of the Company and the Audit Committee. Effective November 1, 2016, the annual compensation for each of the individuals is $120,000.

The Company has entered into an employment agreement with the President of the Company with an effective date of November 1, 2016. The term of the employment agreement is 3 years, with an annual base salary of $650,000.

The Company has entered into an employment agreement with the Chief Risk Officer of the Company with an effective date of November 1, 2016. The term of the employment agreement is 3 years, with an annual base salary of $500,000.

The Company has entered into an employment agreement with the Vice CEO of the Company with an effective date of November 1, 2016. The term of the employment agreement is 3 years, with an annual base salary of $750,000.

The Company has entered into an employment agreement with the Treasurer of the Company with an effective date of November 1, 2016. The term of the employment agreement is 3 years, with an annual base salary of $600,000.

The Company has entered into an employment agreement with the Non-Executive General Manager of the Company with an effective date of November 1, 2016. The term of the employment agreement is 3 years, with an annual base salary of $160,000.

The Company has entered into an employment agreement with the Chief Operations Officer of the Company with an effective date of August 30, 2018. The term of the employment agreement is three years, with an annual base salary of $425,000. Effective September 1, 2019, the Chief Operations Officer's annual base salary is increased to $500,000.

The Company has entered into an employment agreement with the Chief Financial Officer of the Company with an effective date of August 30, 2018. The term of the employment agreement is three years, with an annual base salary of $375,000. Effective September 1, 2019, the Chief Financial Officer's annual base salary is increased to $500,000.

As of July 31, 2020, and 2019, total accrued compensation expenses to related parties related to the above employment agreements were $49,974,956 and $40,605,372, respectively. At July 31, 2020, and 2019, the Company has accrued payroll taxes of $1,401,084 and $1,154,197, respectively, related to the accrued compensation expenses.

Operating Lease

On April 30, 2014, the Company terminated its existing office space lease, and entered into a new month-to-month rent agreement for office space. The new agreement which commenced on November 1, 2015, calls for monthly rent payments of $1,440. The terminated lease agreement has not been resolved as to payment of existing amounts due or as to any early termination fees. According to the lease agreement, the Company's unpaid rental balance shall bear interest until paid at a rate equal to the prime rate of interest charged by the M&T Bank, plus 2 percent. Late payment charge is $25 per day beginning with the first day following the due date. As of July 31, 2020, and 2019, the Company recorded unpaid rent expense of $27,753 and $27,753, respectively, and accrued interest and late fee of $189,998 and $163,389, respectively.

Legal Proceedings

On September 14, 2017, the Company received a letter from Zimmerman & Associates, on behalf of J. Harold Hatchett, III and Ronald Silberstein, claiming breach of contract, wrongful termination, and wrongful violations of the Business Corporations Act, and knowingly inaccurate SEC Reporting against the Company and the board of directors. The Company plans to work amicably to come to a settlement. As of July 31, 2020 the Company has accrued $1,263,870 and $1,295,120 in salaries for J. Harold Hatchett III and Ronald Silberstein, respectively.

The Company received a lawsuit on June 13, 2017 by Estate of Robert A. Berry Esq. (decedent, Oct 22, 2015), plaintiff (the "Plaintiff Estate"). The Plaintiff Estate asserted a claim for $50,000 and 11,000 common class "B" shares of the Company relating to shares and accrued stipend beginning 2015. The Company, in 2015, had previously booked the liability of $50,000 without interest accruing and issued the 11,000 shares of common class "B" stock of the Company to decedent Robert A. Berry Esq. The Company anticipates paying the $50,000 when the Company raises capital.

Memorandum of Understanding

On September 30, 2018, the Company entered into a memorandum of understanding ("MOU") to purchase 100% of Air Cyprus Aviation Limited (ACA) in exchange for £9,500,000. An amendment to the MOU was signed to cause the MOU to become binding which is subject to government regulatory approval. On July 6, 2020, the MOU was assigned to Ann Charles International Airport, Inc., a related entity of which the Company acquired 25% ownership interest on September 18, 2020.

NOTE 11 – INCOME TAXES

The potential benefit of net operating losses has not been recognized in the consolidated financial statements. The Company did not incur any income tax expense for the years ended July 31, 2020 and 2019.

On December 22, 2017, the U.S. government enacted comprehensive tax legislation commonly referred to as the 2017 Tax Cuts and Jobs Act ("2017 Tax Reform"). The 2017 Tax Reform significantly revised the future ongoing U.S. corporate income tax by, among other things, lowering U.S. corporate income tax rates and implementing a territorial tax system. The Company has reasonably estimated the effects of the 2017 Tax Reform and recorded provisional amounts in the consolidated financial statements as of July 31, 2020. This amount is primarily comprised of the re-measurement of federal net deferred tax assets resulting from the permanent reduction in the U.S. statutory corporate tax rate to 21%, from 34%. A blended rate of 21% is utilized for the years ended July 31, 2020 and 2019. The Company will continue to monitor additional guidance issued by the U.S. Treasury Department, the IRS, and other standard-setting bodies, so we may make adjustments to the provisional amounts (if any). However, management's opinion is that future adjustments due to the 2017 Tax Reform should not have a material impact on the Company's provision for income taxes. The items accounting for the difference between income taxes computed at the statutory rate and the provision for income taxes consisted of the following for the years ended July 31, 2020 and 2019, respectively:

	2020	2019
Computed income tax benefit at statutory tax rate	21.0%	21.0%
Non-deductible accrued fees	(22.5%)	(19.9%)
Change in effective tax rates	(0.0%)	(4%)
Changes in allowance on deferred tax assets	1.5%	3.4%
Total income tax expense	–	–

The reconciliation of the provision for income taxes at the United States federal statutory rate compared to the Company's income tax expense as reported is as follows for the years ended July 31, 2020 and 2019, respectively:

	2020	2019
Loss before income taxes	(8,802,909)	(9,400,991)
Income tax recovery at statutory rate	(1,848,600)	(1,974,200)
Permanent differences	25,300	1,900
Deferred tax true up	1,954,000	1,872,800
Change in effective tax rates	–	419,300
Valuation allowance change	130,700	319,800
Provision for income taxes	–	–

The significant components of deferred income tax assets and liabilities at July 31, 2020 and 2019, are as follows:

	2020	2019
Net operating losses	3,577,100	3,602,500
Accrued expenses	(1,979,300)	(1,874,000)
Deferred income tax assets	1,597,800	1,728,500
Valuation allowance	(1,597,800)	(1,728,500)
Net deferred income tax asset	–	–

The Company has not filed its federal and state tax returns for the years ended July 31, 2020 and has filed the returns for the year ended July 31, 2019. The net operating losses ("NOLs") for these years will not be available to reduce future taxable income until the returns are filed. Assuming these returns are filed, as of July 31, 2020, the Company had approximately $7.6 million of federal and state net operating losses that may be available to offset future taxable income. The net operating loss carryforwards will begin to expire in 2030 unless utilized. Given the uncertainty as to the likelihood of future taxable income, the Company has recorded a 100% valuation reserve against the anticipated recovery from the use of the net operating losses created at the inception or generated thereafter. The Company will evaluate the appropriateness of the valuation allowance on an annual basis and adjust the allowance as considered necessary. In accordance with Section 382 of the Internal Revenue Code, deductibility of the Company's U.S. net operating carryovers may be subject to an annual limitation in the event of a change of control as defined the regulations. A Section 382 analysis has not been prepared and the Company's NOLs could be subject to limitation.

NOTE 12 – SUBSEQUENT EVENTS

On February 18, 2020, the Company issued 3,230,520 shares of Class C common stock to acquire 2% of Susquehanna Mortgage Bankers Corp. (formerly Global Infrastructure SP Bankers). On April 28, 2020, by consent of the Company's Board of directors, the Company agree to issue 23,000,000 shares of Original Class C common stock to acquire an additional 23% in Susquehanna Mortgage Bankers Corp. The intent is to become a licensed Commercial & Residential lender, an entity supervised by the State banking commission. Once licensed, it will then apply for a Fintech mortgage lender with the U.S. Office of Currency Control to become a licensed lender under the U.S. Federal Reserve system. On September 18, 2020, the Company issued the 23,000,000 shares of Original Class C common stock.

On April 28, 2020, by consent of the Company's Board of directors, the Company agreed to issue 23,000,000 shares of the Original Class C common stock to acquire 25% ownership interest in Ann Charles International Airport. The Company is the developer of this project. On September 18, 2020, the Company issued the 23,000,000 shares of Original Class C common stock.

On September 18, 2020, the CEO of the Company transferred 102,600,000 shares of Class B common stock from his personal holdings to 20 related entities in which the Company holds a 25% ownership interest in 19 of the 20 related entities and 10% interest in one of the related entities.

On September 18, 2020, the Company reserved 4,000,000,000 Class B shares of common stock in the name of the Ameri Metro, Inc. Trust, for the purpose of any future purchases of commodities, supplies, equipment and other tangible items for current and future projects. The shares are being administered by the HSRF Statutory Trust on behalf of the Company and will be issued out of trust when the Company deems it appropriate to issue Class B shares of common stock for these purchases.

On September 18, 2020, the Company issued 2,400,000 shares of Class B common stock at $4,100 per share from the 2015 Equity Incentive Plan reserved shares to 12 directors and officers of the Company, of which $9,840,000,000 proceeds is recorded as stock subscription receivable.

On October 27, 2020, Deborah Mathias resigned as the Company's CEO due to health reasons. The Company's Board of Directors appointed Shah Mathias as the new CEO.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

There are not and have not been any disagreements between the Company and its accountants on any matter of accounting principles, practices or financial statement disclosure.

ITEM 9A. CONTROLS AND PROCEDURES

Pursuant to Rules adopted by the Securities and Exchange Commission. The Company carried out an evaluation of the effectiveness of the design and operation of its disclosure controls and procedures pursuant to Exchange Act Rules. This evaluation was done as of the end of the fiscal year under the supervision and with the participation of the Company's Chief Executive Officer and Chief Financial Officer. There have been no significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of the evaluation. Based upon that evaluation, the Chief Executive Officer and Chief Financial Officer believe that the Company's disclosure controls and procedures are not effective in gathering, analyzing and disclosing information needed to ensure that the information required to be disclosed by the Company in its periodic reports is recorded, summarized and processed due to material weaknesses identified.

Management's Report of Internal Control over Financial Reporting

The Company is responsible for establishing and maintaining adequate internal control over financial reporting in accordance with the Rule 13a-15 of the Securities Exchange Act of 1934. The Company's chief financial officer conducted an evaluation of the effectiveness of the Company's internal control over financial reporting as of July 31, 2018, based on the criteria establish in Internal Control Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013). Based on this evaluation, management concluded that the Company's internal control over financial reporting was not effective as of July 31, 2018, based on those criteria. The Company's management has identified material weaknesses in its internal control over financial reporting related to the following matters:

- A lack of sufficient segregation of duties within members of its accounting staff dedicated to financial reporting functions so that all journal entries and account reconciliations are reviewed by someone other than the preparer, heightening the risk of error or fraud.

- A lack of sufficient personnel in the accounting function due to the Company's limited resources with appropriate skills, training and experience to perform certain tasks as it relates to financial reporting.

The Company's plan to remediate those material weaknesses remaining is as follows:

Improve the effectiveness of the accounting group by continuing to augment existing resources with additional consultants or employees to improve segregation procedures and to assist in the analysis and recording of complex accounting transactions. The Company plans to mitigate the segregation of duties issues by hiring additional personnel in the accounting department once it generates significantly more revenue or raises significant additional working capital.

Improve segregation procedures by strengthening cross approval of various functions including quarterly internal audit procedures where appropriate.

The Company is not currently required to have an attestation report on the effectiveness of the internal control over financial reporting issued by the independent registered public accounting firm.

Changes in Internal Controls over Financial Reporting

There have been no significant changes to the Company's internal controls over financial reporting that occurred during our last fiscal quarter of the year ended July 31, 2020, that materially affected, or were reasonably likely to materially affect, our internal control over financial reporting.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS, AND CORPORATE GOVERNANCE

Directors and Executive Officers

The following table sets forth information regarding the members of the Company's board of directors and its executive officers as of October 29, 2020:

Name	Age	Position	Commencement Date
Debra Mathias	62	Director, former CEO	21-Apr-14
Shah Mathias	61	Chief Executive Officer	27-Oct-20
James Becker	61	Director, President	2-Oct-14
Steve Trout	62	Director, Secretary/Treasurer	12-Jun-12
Shahjahan C. Mathias	54	Director	12-Jun-12
Donald E. ("Nick") Williams, Jr.	63	Director	12-Jun-12
Keith A. Doyle	64	Director	12-Jun-12
Robert Todd Reynold	59	Director	29-May-14
Suhail Matthias	62	Director	1-Sep-12
James Kingsborough	64	Director	19-May-14
John Thompson	74	Director, General Counsel	4-Aug-15
Robert Choiniere	65	Director, CFO	30-Aug-18
Bryan Elicker	61	Director, COO	30-Aug-18
Joseph Silbaugh	72	Director (Independent)	30-Aug-18
Joseph Hackett	59	Director (Independent)	19-Oct-16
Kurt Bauer	67	Director (Independent)	30-Aug-18

Soon after their appointment each director receives 4,000,000 post-split shares of stock for any past, current and future service to the Company if the individual became a director of the Company prior to the effective date of the 4:1 stock split. Subsequent to the effective date of the 4:1 stock split, each director (excluding Independent Directors) receives 1,000,000 post-split shares of stock. Mr. Shah Mathias received additional shares for service to the Company. The shares have no stated value.

Business Experience

Shah Mathias, Chief Executive Officer, Founder / Head of Merger & Acquisitions and New Business Development. Mr. Mathias is the founder of Ameri Metro, Inc. He has served as the Company's Head of Mergers and Acquisitions over the past five years, formulating much of the Company's current business structure. Given his extensive experience in real estate and property development, he also continues to serve as Head of Business Development for the Company. In that capacity Mr. Mathias has negotiated complex agreements with private entities, regional and State authorities including foreign ministries of transportation and of the interior. These agreements center on transportation, critical infrastructure, natural resource and real estate development projects in the United States; Mexico; Europe; Africa; Asia and the Caribbean region. Mr. Mathias received his education at Penn State Institute of Technology.

Debra A Mathias: Former Chief Executive Officer, Chairman and Director. Ms. Mathias has worked along with Mr. Mathias since 1986 and had held key executive positions in several of the companies over the years, including Mortgage-Banking, Civil Engineering, Title insurance company Land Development Company, Administrative and Regulatory compliance department. Since 2010.

James Becker, President and a Director. Mr. Becker is an experienced entrepreneur in the Pennsylvania area. In 1990, Mr. Becker purchased a partnership in a family style restaurant and in 1992 bought out his partner and added additional seating capacity. In 1997, he purchased a second restaurant and later sold both. In 2004, Mr. Becker became Vice President of Sales for Yorktowne Casket Company, a 14 state independent casket distributor company, where he managed the 34 sales representatives and oversaw its continued sales force. In 2007, Yorktowne Casket was sold to Matthews International. Mr. Becker currently serves as a Regional Sales Manager for Matthews International where he manages an eight member sales force and personal accounts totaling $21 million in annual sales. Mr. Becker brings his business knowledge and financial and personnel management skills to the Company.

Steve Trout, Secretary/Treasurer and a director. Mr. Trout has extensive experience in sales and marketing. Since 1997, he has handled all inside sales for Military and Commercial Fasteners Corporation, York, Pennsylvania. Prior to his employment with that company, Mr. Trout served as sales representative to several companies including MetLife and Dauphin Electric Supplies Co., both in Pennsylvania. Through his career Mr. Trout, has held account responsibility for over one hundred industrial accounts and increased sales to assigned industrial accounts substantially; prospected for and added new accounts and planned sales strategies for target accounts. Mr. Trout served as vice-chairman of Customer Service Committee, evaluated suggestions from coworkers and customers, created customer service survey and conducted interviews, compiled survey results and presented proposed improvements to company management. Mr. Trout received his M.B.A. degree from Syracuse University and his Bachelor of Business Administration from Pennsylvania State University. Mr. Trout's business education and business experience provide the Company with a depth of expertise and business skills.

Shahjahan C. ("Chuck") Mathias, Executive Vice President and a director. Mr. Chuck Mathias is a recognized authority in the marketing of electrical utility power backup systems, with a long history of working with nuclear power generation facilities, communications companies, large data centers and manufacturers of Uninterruptible Power Systems (UPS). Currently the Director of OEM Sales for C&D Technologies, he is responsible for having secured a $27 million contract with the government for the Minuteman Missile Launch System and increasing sales from $69 million to $83 million in a single 15-month period. In his earlier position as Utility Marketing Manager for Exide Corporation/EnerSys, Mr. Mathias was the Team Leader supporting government contract interface with the Air Force and the FAA. For the past five years, Mr. Mathias has worked in the sale and marketing design for power back up systems on an as needed basis. Mr. Chuck Mathias is the brother of Shah Mathias, Founder of the Company. Mr. Mathias brings to the Company is knowledgeable and experienced with procuring government contracts, developing business strategies and working on complex and detailed projects.

Donald E. ("Nick") Williams, Jr., a director. Mr. Williams has over 30 years of experience in Radiological Engineering, Environmental Safety and Health, Physics and Hazardous Material Management for both government and private industry in the U.S. and internationally. Mr. Williams holds a Bachelor of Science degree in biology from Providence College and a Master of Science degree in Radiological Sciences from the University of Massachusetts-Lowell. Over the first 10 years of his career in the nuclear industry, Mr. Williams' work was centered in the areas of power reactor construction, operation, and maintenance. Over the last 20 years, his focus has turned to decommissioning major power reactors and nuclear weapons complex facilities in the United States and abroad. These tasks involved the safe handling, packaging, and disposal of large quantities of radioactive and hazardous materials in accordance with stringent U.S. and international standards to ensure public and workforce safety. Mr. Williams has been a consultant to many utility companies (e.g. Exelon, Pacific Gas & Electric, British Nuclear), architect-engineers (e.g. Shaw, Westinghouse, CH2Mhill), and government agencies (DOE, DOD). He was the owner of a private nuclear consulting firm with over 130 employees for 10 years, and currently holds the position of Director of Radiological Engineering for a large western U.S. company. Mr. Williams provides the Company with a strong background in regulatory compliance, government contracts and public health and safety. Mr. Williams will be instrumental in assisting in the development of the railroad and highway projects and dealing with environmental and waste issues.

Keith A. Doyle, a director. Since 1995, Mr. Doyle has served as CEO and President of The Doyle Group, LTD, York, Pennsylvania, an unfranchised development company. From 1983 to 1995, Mr. Doyle was a realtor in York County, Pennsylvania, was a multi-million dollar producer and served as President of the Board of Realtors of York County, Pennsylvania.

Suhail Matthias, a director. Mr. Matthias is the founder and CEO of Diamond Carriages, Ltd., a chauffeuring company started with a single taxi in 2002 and developed into a limousine service in Central London. Diamond Carriages is now listed among the top five limousine services by the popular United Kingdom reference site Zettai.

James D. Kingsborough, a director. Mr. Kingsborough is a graduate of Shippensburg University BSBA degree, majored in marketing, and graduated 1979. He worked for several roofing companies with responsibilities ranging from technical, to architectural calls, to sales representative. In 1991 he started Kingsborough & Associates, an independent sales organization representing several manufacturers. Over the years he became partner in Division 7 Roof Spec. He later helped start and was partner in Exterior Building Solutions LLC. Mr. Kingsborough currently continues to operate Kingsborough & Associates, a business representing several companies in the building and construction industry. Mr. Kingsborough is also a partner in Business Airport of Carlisle, Inc. The Carlisle Airport is a private owned, public use airport with about 60 based aircraft. He also a board member on the Pennsylvania State Transportation Commission.

Robert Todd Reynold, a director. Mr. Reynold has over 33 years' experience as an entrepreneur. Over the first fifteen years, Mr. Reynold successfully built a real estate construction company in the residential and commercial market place, with sales totaling more than $2 million dollars. He then purchased a site excavation and paving Construction Company performing work in new road construction, private and government projects. During the last 18 years, Mr. Reynold successfully built a national sales organization in the insurance market place covering 38 states successfully writing over $15 million in premium. He also has experience guiding large private and public firms in the setting up of Captive Insurance programs for their benefit.

Honorable Judge John W. Thompson, General Counsel and a director. Mr. Thompson is a judge on the York County Court of Common Pleas in York County, Pennsylvania. He was elected to the court in 1997 and was retained in 2007 for 10-year term, expiring in 2017. Mr. Thompson retired before the end of his last term on May 31, 2015. Mr. Thompson received both his undergraduate and J.D. degrees from the University of Pittsburgh.

Robert Choiniere, CFP®, Chief Financial Officer and a director. Mr. Choiniere was President of the Audit Committee before his appointment as CFO in 2018. Mr. Choiniere is a Certified Financial Planner Professional®. In 2005 he founded an independent Registered Investment Advisor firm headquartered in Pennsylvania. Previously he was Director of Planning for a national transportation engineering firm, specializing in project planning and financial feasibility for major transportation projects. Mr. Choiniere is a NAPFA-Registered Financial Advisor, is a member of the National Association of Tax Professionals, and a 1978 graduate of Florida Institute of Technology.

Bryan Elicker, Chief Operations Officer and a director. Mr. Elicker was a member of the Audit Committee before his appointment as COO in 2018. He spent 30+ years in the funeral supply industry beginning in the factory at York Casket Company in York, PA. He eventually became a principal of York Casket's biggest distributor – a multi-location, York, PA – based company servicing the entire Northeastern part of the United States. Bryan now holds the position of Chief Operating Officer at BAPS Auto Paint & Supply based in York, PA. BAPS is a family-owned, regional distributor of PPG & 3M products servicing the auto collision industry with locations from Virginia to Massachusetts. BAPS won the highly prestigious and coveted PPG Platinum Distributor of the Year Award in 2015 which is given to the premiere PPG distributor in the United States.

Joseph Hackett, Audit Committee president and an independent director. Joe created managed and supervised several private banking groups as the organizations he worked with expanded their markets. Given Joe's 20-plus year commercial middle market lending background he focused initially on lending as a way to quick profitability then moved to the investment and planning aspects deepening the relationships and the accompanying profitability. The planning process resulted in the identification of several new revenue sources as Joe looked for ways to bring unique ideas to their clients. These included angel investing, enterprise risk captives, and structured sales of client business and real estate holdings. These tax deferral strategies represented up to a 20% increase in investment dollars to be managed. Joe continues to grow the planning and investment focus through his company AIM Advisors.

Joseph Silbaugh II, Audit Committee member and independent director. Joe Silbaugh graduated from Temple University in 1969 with a degree in Management. Through his 27-year military career, he had many roles spanning the Viet Nam Theatre of Operations and the

Desert Shield and Desert Storm campaigns. He retired from the Army as a Lieutenant Colonel. Joe currently serves as the President of First Capital Equities, Inc. and was previously the President of Bank Realty, Inc. He has served on several bank advisory boards, including Mellon Bank, York Bank & Trust, First Capital Bank, and Farmers First.

Kurt Bauer, Audit Committee member and independent director. Kurt entered private chiropractic practice in 1979 with the opening of the Shrewsbury Chiropractic Health Centre. He later opened a chain of six chiropractic offices located throughout Southcentral Pennsylvania. In 2009 he opened Leader Heights Healthcare, a multi-disciplinary practice in York, PA. Kurt is an entrepreneur with past ownership in Mobility Independent Transportation Systems, Fox Valley Travel, CleanWay Janitorial Services, Mulligan Net Company and Barclin Distribution Co.

None of the officers or directors of the Company has been a convicted in a criminal proceeding or named in a pending criminal proceeding.

Committees and Terms

The Board of Directors (the "Board") established an audit committee on October 19, 2016, to be effected November 1st 2016 consisting of three of its independent directors. The Company will notify its shareholders for an annual shareholder meeting and that they may present proposals for inclusion in the Company's proxy statement to be mailed in connection with any such annual meeting; such proposals must be received by the Company at least 90 days prior to the meeting. No other specific policy has been adopted in regard to the inclusion of shareholder nominations to the Board of Directors.

Director Independence

Pursuant to Rule 4200 of The NASDAQ Stock Market one of the definitions of an independent director is a person other than an executive officer or employee of a company. The Company's board of directors has reviewed the materiality of any relationship that each of the directors has with the Company, either directly or indirectly. Based on this review, the board has determined they have three independent directors.

Corporate Governance

Consists of twelve directors. At such time that the Company has a larger board of directors and commences activities, the Company will propose creating committees of its board of directors.

Conflicts of Interest

There are no binding guidelines or procedures for resolving potential conflicts of interest. Failure by management to resolve conflicts of interest in favor of the Company could result in liability of management to the Company. However, any attempt by shareholders to enforce a liability of management to the Company would most likely be prohibitively expensive and time consuming.

Code of Ethics

The Company has not at this time adopted a Code of Ethics pursuant to rules described in Regulation S-K. The Company intends to adopt a Code of Ethics to provide a manner of conduct.

ITEM 11. EXECUTIVE COMPENSATION

Remuneration of Officers: Summary Compensation Table

No executive officer has received cash compensation in the Company's fiscal year. The Company started accruing salaries and fees for certain employees, officers and directors in 2013. Prior to 2013 there were no salaries accruing. The Company has also issued stock to employees for their consulting and professional services. At the time the Company launches its planned IPO, the Company will pay these employees, officers and directors accrued salaries however the stock was issued and is part of the total outstanding shares of the Company.

Officer and Director and Founder Remuneration

Name and Title	Year	Salary	Bonus	Stock awards		Total
				#	$	
Shah Mathias	2018	$1,200,000	$0	-0-	$0	$1,200,000
Founder, CEO	2019	$1,200,000	$0	-0-	$0	$1,200,000
	2020	$1,475,000	$0	480,000,000 (4)	$120,000	$1,595,000
Debra Mathias	2018	$1,200,000	$0	2,000,000 (2)	$32	$1,200,032
Chairman, former CEO	2019	$1,200,000	$0	2,000,000 (2)	$20	$1,200,020
	2020	$1,200,000	$0	2,000,000 (2)	$15	$1,200,015
James Becker	2018	$650,000	$0	2,000,000 (2)	$32	$650,032
President and Director	2019	$650,000	$0	2,000,000 (2)	$20	$650,020
	2020	$650,000	$0	2,000,000 (2)	$15	$650,015
Steve Trout	2018	$600,000	$0	2,000,000 (2)	$32	$600,032
Secretary/Treasurer and Director	2019	$600,000	$0	2,000,000 (2)	$20	$600,020
	2020	$600,000	$0	2,000,000 (2)	$15	$600,015
Shahjahan Mathias	2018	$750,000	$0	2,000,000 (2)	$32	$750,032
Vice Chairman and Director	2019	$750,000	$0	2,000,000 (2)	$20	$750,020
	2020	$750,000	$0	2,000,000 (2)	$15	$750,015
Ronald Silberstein	2018	$0	$0	2,000,000 (1)	$23	$23
Former Director/COO	2019	$0	$0	2,000,000 (1)	$15	$15
	2020	$0	$0	2,000,000 (1)	$7	$7
J Harold Hatchett III	2018	$0	$0	2,000,000 (1)	$23	$23
Former Director/CFO	2019	$0	$0	2,000,000 (1)	$15	$15
	2020	$0	$0	2,000,000 (1)	$7	$7
John Thompson	2018	$500,000	$0	2,000,000 (1)	$23	$500,023
Director/CLC	2019	$500,000	$0	2,000,000 (1)	$15	$500,015
	2020	$500,000	$0	2,000,000 (1)	$7	$500,007
Robert Todd Reynold	2018	$500,000	$0	2,000,000 (1)	$23	$500,023
Director/CRO	2019	$500,000	$0	2,000,000 (1)	$15	$500,015
	2020	$500,000	$0	2,000,000 (1)	$7	$500,007
Robert Choiniere	2018	$351,113	$0	-0-	$0	$351,113
Director/CFO	2019	$375,000	$0	2,000,000 (3) (5)	$138	$375,138
	2020	$489,583	$0	3,000,000 (3) (5)	$83	$489,666
Bryan Elicker	2018	$0	$0	-0-	$0	$0
Director/COO	2019	$389,583	$0	2,000,000 (3) (5)	$138	$389,721
	2020	$493,750	$0	3,000,000 (3) (5)	$83	$493,833

(1) On March 8, 2016, the Company granted a total of 8,000,000 stock options to 4 officers and directors of the Company, exercisable at $42 per share and expire on March 8, 2026. The 8,000,000 options vest according to the following schedule: 3,200,000 options vest immediately and 800,000 vest annually for the next 6 years. On June 12, 2019, the Company amended the vesting terms through a

Directors' Resolution so that the remaining 2,400,000 unvested options will vest on November 1 instead of March 8 of each subsequent year. On January 5, 2020, the Company amended the vesting terms of the remaining options and the vesting date was changed to August 30 of each subsequent year. The Company also modified the exercise price of 1,600,000 options to $565 per share. The exercise price of the other 2,800,000 outstanding option was not changed. The weighted average grant date fair value of stock options granted was $0.00009 per share.

(2) On November 1, 2016, the Company granted a total of 14,000,000 stock options to 7 officers and directors of the Company, exercisable at $42 per share and expire on November 1, 2026. The 14,000,000 options vest according to the following schedule: 5,600,000 options vest immediately and 1,400,000 vest annually for the next 6 years. On June 12, 2019, the Company amended the vesting terms through a Directors' Resolution so that 1,400,000 options originally vesting on November 1, 2018 are to be vested on October 12, 2018. On January 5, 2020, the Company amended the vesting terms of the remaining options and the vesting date was changed to August 30 of each subsequent year. Furthermore, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019. The weighted average grant date fair value of stock options granted was $0.00009 per share.

(3) On August 30, 2018, the Company granted 4,000,000 stock options to two officers and directors of the Company, exercisable at $357 per share and expire on August 30, 2028. The 4,000,000 options vest according to the following schedule: 1,600,000 options vest immediately, and 400,000 vest annually for the next 6 years. The weighted average grant date fair value of stock options granted was $0.000008 per share. On January 5, 2020, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019.

(4) On February 18, 2020, the Company issued 480,000,000 shares of Class B common stock with a fair value of $120,000 to the Company's Chief Executive Officer pursuant to the amendment to his employment agreement dated January 5, 2020.

(5) On November 5, 2018, the Company issued 2,000,000 shares of Class B common stock with a fair value of $500 to two officers and directors of the Company for services pursuant to directorship agreements dated August 30, 2018.

The stock has been issued to the named employee without consideration for such issue and without any conditions or restrictions.

Shah Mathias will receive 10% of the face value of all revenue contracts entered into by the Company.

The Company has not paid any cash compensation to any officer. The Company intends to pay annual salaries to all its officers and will pay an annual stipend to its directors as soon as possible. The Company has signed employment agreements with the CEO, Founder, Head of Mergers and Acquisitions and Business Development, non-board member of the Company who will receive compensation equal to $1,200,000 per annum plus stock awards, the Company is now accruing compensation to its other key executive officers, including its Chief Financial Officer, compensation equal to $375,000 per annum plus stock awards, Chief Operations Officer, compensation $425,000 per annum plus stock awards, Chief Legal Counsel and Chief Risk Officer, compensation equal to $500,000 per annum plus stock awards. The Company will pay its officers their accrued salary at such time, if ever when it successfully launches its IPO. The Company issues to certain directors for their service to the Company. Although not presently offered, the Company anticipates that its officers and directors will be provided with a group health, vision and dental insurance program. Effective September 1, 2019, the annual base salary for the Company Founder, Chief Financial Officer and Chief Operations Officer was increased to $1,500,000, $500,000 and $500,000 respectively. The Company also accrues compensation to its directors at $150,000 per annum, except certain independent directors which may receive compensation up to $120,000 per annum. The table below accounts for the total amounts accrued to year-end July 31, 2020:

Director Compensation

The following table sets forth director compensation for the last three fiscal years:

Name and Title	Year	Bonus	Directors Compensation	Total
Debra Mathias	2018	$0	$150,000	$150,000
Chairman, former CEO	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
James Becker	2018	$0	$150,000	$150,000
President and Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Steve Trout	2018	$0	$150,000	$150,000
Secretary/Treasurer and Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Shahjahan Mathias	2018	$0	$150,000	$150,000
Vice Chairman and Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Keith Doyle,	2018	$0	$150,000	$150,000
Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Suhail Matthias,	2018	$0	$150,000	$150,000
Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
R. Todd Reynold,	2018	$0	$150,000	$150,000
Director/CRO	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
James Kingsborough	2018	$0	$150,000	$150,000
Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
John Thompson	2018	$0	$150,000	$150,000
Director/CLC	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Donald E. Williams	2018	$0	$150,000	$150,000
Director	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000
Robert Choiniere	2018	$0	$0	$0
Director	2019	$0	$137,500	$137,500
	2020	$0	$150,000	$15,000
Bryan Elicker	2018	$0	$0	$0
Director	2019	$0	$137,500	$137,500
	2020	$0	$150,000	$150,000
Tim Cahill	2018	$0	$150,000	$150,000
Director (Non-Governing)	2019	$0	$150,000	$150,000
	2020	$0	$150,000	$150,000

Ian Whelan	2018	$0	$150,000	$150,000
Director (Non-Governing)	2019	$0	$0	$0
	2020	$0	$0	$0

Outstanding Equity Awards

The following table sets forth the outstanding equity awards as of fiscal year ending July 31, 2020:

Name and Title	Year	Option awards	Non-equity Incentive plan Compensation	Nonqualified compensation earnings	Total
Debra Mathias	2018	$32 (2)	$0	$0	$32
Chairman, former CEO	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
R. Todd Reynold,	2018	$23 (1)	$0	$0	$23
Director/CRO	2019	$15 (1)	$0	$0	$15
	2020	$7 (1)	$0	$0	$7
Ronald Silberstein	2018	$23 (1)	$0	$0	$23
Director/COO	2019	$15 (1)	$0	$0	$15
	2020	$7 (1)	$0	$0	$7
J Harold Hatchett III	2018	$23 (1)	$0	$0	$23
Former Director/CFO	2019	$15 (1)	$0	$0	$15
	2020	$7 (1)	$0	$0	$7
John Thompson	2018	$23 (1)	$0	$0	$23
Director/CLC	2019	$15 (1)	$0	$0	$15
	2020	$7 (1)	$0	$0	$7
Steve Trout	2018	$32 (2)	$0	$0	$32
Secretary/Treasurer	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
Keith Doyle	2018	$32 (2)	$0	$0	$32
Director	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
James Becker	2018	$32 (2)	$0	$0	$32
Director/President	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
Jimmy Kingsborough	2018	$32 (2)	$0	$0	$32
Director	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
Shahjahan Charles Mathias	2018	$32 (2)	$0	$0	$32
Director/Vice CEO	2019	$20 (2)	$0	$0	$20
	2020	$15 (2)	$0	$0	$15
Suhail Mathias	2018	$32 (2)	$0	$0	$32
Director	2019	$20 (2)	$0	$0	$20

	2020	$15 (2)	$0	$0	$15
Robert Choiniere	2018	$0	$0	$0	$0
Director	2019	$69 (3)	$69 (4)	$0	$138
	2020	$17 (3)	$66 (4)	$0	$83
Bryan Elicker	2018	$0	$0	$0	$0
Director	2019	$69 (3)	$69 (4)	$0	$138
	2020	$17 (3)	$66 (4)	$0	$83

(1) The named Directors were issued stock options pursuant to the 2015 Equity Incentive Plan at an exercise price per share of $42.00. The fair value of the options granted recognized during each fiscal year is disclosed in the table above.

Grant of Options. The Company grants the Participant 2,000,000 share options under the plan. This grant is conditioned upon the Participant's acceptance of all of the terms and conditions of the Plan. The grant, vesting and all other matters affecting or otherwise relevant to such Options will be governed by the Plan, and the Participant agrees that he will be bound by all of the terms and conditions of the Plan. Moreover, by participation in the Plan, Participant shall only be entitled to participate in distributions by the Company, as determined by the Board of Directors of the Company.

Grant Date. The Grant Date of the Options granted under this Agreement is March 8, 2016.

Exercise Price. The exercise price of each Option shall be determined by the Board of Directors of the Company, but shall not be greater than the price per share registered in the initial registration statement on Form S-1 filed by the Company following the date hereof.

Vesting. The Options granted under this Agreement shall vest according to the following schedule:

- 800,000 on the Grant Date, described above; and
- 200,000 annually, on the Grant Date, for six (6) years.

The stock has been issued to the named employee without consideration for such issue and without any conditions or restrictions.

On June 12, 2019, the Company amended the vesting terms through a Directors' Resolution so that the remaining 2,400,000 unvested options will vest on November 1 instead of March 8 of each subsequent year. On January 5, 2020, the Company amended the vesting terms of the remaining options and the vesting date was changed to August 30 of each subsequent year. The Company also modified the exercise price of 1,600,000 options to $565 per share. The exercise price of the other 2,800,000 outstanding option was not changed.

(2) The named Directors were issued stock options pursuant to the 2015 Equity Incentive Plan at an exercise price per share of $42.00. The fair value of the options granted recognized during each fiscal year is disclosed in the table above.

Grant of Options. The Company grants the Participant 2,000,000 share options under the plan. This grant is conditioned upon the Participant's acceptance of all of the terms and conditions of the Plan. The grant, vesting and all other matters affecting or otherwise relevant to such Options will be governed by the Plan, and the Participant agrees that he will be bound by all of the terms and conditions of the Plan. Moreover, by participation in the Plan, Participant shall only be entitled to participate in distributions by the Company, as determined by the Board of Directors of the Company.

Grant Date. The Grant Date of the Options granted under this Agreement is November 1, 2016.

Exercise Price. The exercise price of each Option shall be determined by the Board of Directors of the Company, but shall not be greater than the price per share registered in the initial registration statement on Form S-1 filed by the Company following the date hereof.

Vesting. The Options granted under this Agreement shall vest according to the following schedule:

- 800,000 on the Grant Date, described above; and
- 200,000 annually, on the Grant Date, for six (6) years.

(3) On August 30, 2018, the Company granted 4,000,000 stock options to two officers and directors of the Company, exercisable at $357 per share and expire on August 30, 2028. The 4,000,000 options vest according to the following schedule: 1,600,000 options vest immediately, and 400,000 vest annually for the next 6 years. On January 5, 2020, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019.

(4) On November 5, 2018, the Company issued 2,000,000 shares of Class B common stock with a fair value of $500 to two officers and directors of the Company for services pursuant to directorship agreements dated August 30, 2018. The shares were issued from the 2015 Equity Incentive Plan reserved shares. The shares vest 285,714 per year for seven years.

The stock has been issued to the named employee without consideration for such issue and without any conditions or restrictions.

On June 12, 2019, the Company amended the vesting terms through a Directors' Resolution so that 1,400,000 options originally vesting on November 1, 2018 are to be vested on October 12, 2018. On January 5, 2020, the Company amended the vesting terms of the remaining options and the vesting date was changed to August 30 of each subsequent year. Furthermore, the exercise price was amended to $565 per share for all options vesting on or after August 30, 2019.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

The following table sets forth information as of the date of this report regarding the beneficial ownership of the Company's common stock by each of its executive officers and directors, individually and as a group and by each person who beneficially owns in excess of five percent of the common stock after giving effect to any exercise of warrants or options held by that person.

Name and Position	Address	Shares Owned	Percent of Class(1)
Shah Mathias, CEO, Founder, Head of Mergers and Acquisitions and Business Development, and non-board member	2575 Eastern Blvd York, PA 17402	288,092,240	7.40%
James Becker, Director, President	85 Sheldon Dr Red Lion, PA 17356	11,800,000 (2)	*
Steve Trout, Director, Secretary; Treasurer	124 Nina Dr York, PA 17402	6,100,000(2)	*
Shahjahan C Mathias, Director	124 Nina Dr York, PA 17402	11,680,000(2)	*
Donald Williams, Director	2405 Whitehass Circle Winter Park, FL 32792	2,600,000(2)	*
Keith Doyle, Director	1755 St John's Church Rd Concord, NC 28025	5,200,000(2)	*
Suhail Matthias, Director	Essex SS7 1QB United Kingdom	2,210,000(2)	*
Debra Mathias, Chief Executive Officer & Director	1038 Woodridge Rd. Red Lion, PA 17356	6,000,000(2)	*
Robert Todd Reynold, Chief Risk Officer & Director	515 Robert Daniel Dr. #1315 Charleston, SC 29492	10,079,110(2)	*
John W Thompson Jr General Counsel & Director	1760 Felton Road Felton, PA 17322	5,280,000(4)	*
James D Kingsborough, Director	6 Wellington Ct. Carlisle, PA 17013	11,591,110(2)	*

Robert Choiniere, Chief Financial Officer & Director	709 Willowcrest Dr. Gibsonia, PA 15044	4,265,110(3)	*
Bryan Elicker, Chief Operations Officer & Director	4770 Bull Rd. Dover, PA 17315	4,265,110(3)	*
Total Shares Officers/Directors		369,152,680	9.48%

* Less than 1%

(1) Based on 3,892,037,844 shares of Class B common stock outstanding as of the date of this Form 10-K, November 12, 2020.
(2) Directors have the ability to acquire up to 2,000,000 shares as referenced in the 2015 Equity Incentive Plan, 1,400,000 shares were issued upon exercise of stock options.
(3) Directors have the ability to acquire up to 2,000,000 shares as referenced in the 2015 Equity Incentive Plan, 1,000,000 shares were issued upon exercise of stock options.
(4) Director have the ability to acquire up to 2,000,000 shares as reference in the 2015 Equity Incentive Plan and 1,400,000 shares were issued upon exercise of stock options.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS AND DIRECTOR INDEPENDENCE

Steve Trout, Secretary/Treasurer and a director, is the brother-in-law of Shah Mathias, Founder, Head of Mergers and Acquisitions and Business Development, and non-board member of the Company. Debra A. Mathias is the ex-wife, Shahjahan Mathias is the brother, and Suhail Matthias is the cousin, of Shah Mathias.

Related Companies

Shah Mathias has organized and established three nonprofit corporations – Hi Speed Rail Facilities Inc., Hi Speed Rail Facilities Provider Inc., and Global Transportation Infrastructure Development and Finance Authority and was an independent consultant of a fourth nonprofit (ATFI) for the purpose of facilitating the development of the transportation systems. ATFI, under legislation and Internal Revenue Service code section 63-20, is required to turn over assets to the governmental sponsor upon bond defeasance. The three nonprofits other than ATFI have the discretion to turn over the infrastructure projects to a state or governing body having jurisdiction after the indebtedness has been paid. The nonprofits that Mr. Mathias has created are no. 2, no. 3, and no. 4 below:

1) Alabama Toll Facilities, Inc. (ATFI)
2) Hi Speed Rail Facilities, Inc. (HSRF)
3) Hi Speed Rail Facilities Provider, Inc. (HSRFP)
4) Global Transportation Infrastructure Development and Finance Authority

The following information describes the contractual relationships between the Company, the non-profits and related entities for different types of project packages:

The Alabama Toll Road project: This project was granted to ATFI a non-related entity, through legislation, the rights to construct a 357 mile toll road in the State of Alabama. Prior to formation of the Company Mr. Mathias acting as CEO of Penndel Land Co. entered into contract to construct the ATFI roadway for fee. (The financing will be implemented upon ATFI sponsoring a bond offering to raise capital to build the roadway.) Mr. Mathias as CEO of Penndel Land Co. later assigned the construction contract with ATFI to Global Transportation and Infrastructure, Inc., a wholly owned subsidiary of Ameri Metro for a fee. The Penndel Land Co. accepted and reserved unto itself all ancillary development along the Alabama Toll Road project. The Penndel Land Co. later assigned the construction contracts to all future development that is ancillary to the toll road, to one or more of the related entities that Mr. Mathias established, for fee of one dollar. Penndel Land Co. is 100% owned by Mr. Mathias, the Company has no ownership of shares in this related entity.

The related entity(s) are under contract with the Company to act as Master General Contractor by way of "Master Agreements for Construction for Related Entities" to build out the ancillary development for fee. The Company then will act according to its own business model to provide Master Construction Services and Master Consulting Services working with one or more of the related non-profits for issuing of bonds and will work with well-established construction management, engineer, architectural firms and established construction firms in the United States to build out the ancillary development for the related entity(ies). Upon the debt being paid back in full the related entity will own the ancillary project. Under certain Opportunities License Agreements and contracts with for profit related parties, the Company will be entitled to twenty five percent of the profit sharing as part of the post construction revenue from business operations. The Company will also receive through "Master Consulting Agreements" a fee from the bond proceeds for consulting for the related entity(ies).

Private Entity projects other than ATFI, will be negotiated and contracted by one or more of the related entity(s) who will then engage financing mechanism through one of the related non-profits to build out the project. The related entity is under contract with the Company to act as Master General Contractor by way of "Master Agreements for Construction for Related Entities" to build out the project for fee. The Company then will act according to its own business model to provide Master Construction Services and Master Consulting Services working with one or more of the related non-profits for funding and will work with well-established construction management, engineer, architectural firms and established construction firms in the United States to build out the project for the related entity(s) State or Private Entity client. Upon the debt being paid back in full the related entity will own the project in the case of a State project and it may or may not own the project in the case of a private entity project. In all cases the related entity(s) will accept and reserve all ancillary development unto itself. The Company then will act according to its own business model to provide Master Construction Services and Master Consulting Services working with one or more of the related non-profits for funding and working with well-established construction management, engineer, architectural firms and established construction firms in the United States to build out the ancillary development for the related entity(ies). Upon the debt being paid back in full the related entity will own the ancillary project. Under certain Opportunities License Agreements and contracts with for profit related parties, the Company will be entitled to twenty five percent of the profit sharing as part of the post construction revenue from business operations. The Company will also receive through "Master Consulting Agreements" a fee from the bond proceeds for consulting for the related entity(ies).

Shah Mathias, Founder, Head of Mergers and Acquisitions and Business Development, and non-board member of the Company, has established the following related entity(s) and related non-profits to feed work to the Company and assume all liability for debt incurred. The Company will also manage for fee all revenue producing projects upon full payment of project bonds by the project sponsor.

Related Entities

1) HSR Freight line, Inc. designed to handle all services for use of track time and trains for freight and freight forwarding services.
2) HSR Passenger Services, Inc. designed to handle rail ticketing booking, reservations, and food services.
3) HSR Technologies, Inc. designed to handle all building of suites and manufacturing of trains and rail tracks and provide fiber optics, telecommunications, and related technologies services.
4) HSR Logistics, Inc. designed to handle all purchasing functions.
5) KSJM International Airport, Inc. designed to eventually create an airport facility in inland Alabama
6) Port Of Ostia, Inc. designed to handle all air cargo if and when an airport facility is created.
7) Port De Claudius, Inc. designed to handle sea container and port operations.
8) AMERI Cement, Inc. designed to handle cement needs for building Alabama toll road.
9) Lord Chauffeurs LTD: designed to operate all passenger ground transportation.
10) Atlantic Energy & Utility Products, Inc. designed to provide utility and maintenance service to above entities.
11) Penn Insurance Services LLC. Designed to provide insurance service to above entities.
12) Cape Horn Abstracting, Co. designed to land title examination services.
13) Eastern Development & Design, Inc. Designed to provide all civil engineering and architectural service.
14) Slater & West, Inc. designed to handle contract administration services and work force H R matters.
15) Malibu Homes, Inc. designed to establish residential home building services.
16) Platinum Media, Inc. designed to provide all media related services.
17) Susquehanna Mortgage Bankers Corp. Has applied for a Fintech Commercial & Residential lender with the U.S. Office of Currency Control to become a licensed lender under the U.S. Federal Reserve system.
18) Natural Resources, LLC To provide oil, gas and mineral extraction services, timber harvesting, agricultural and related food production services associated with the operation of large-scale development projects.
19) Dutch East India Logistics Co. Designed to provide international cargo services inYuma Arizona
20) Ann Charles International Airport, Inc. Designed to provide airport services and cargo break facilities in Port Freeport and the Brazoria Fort Bend Rail District Project.

On June 25, 2019, the Company amended the Opportunity License Agreements it entered with 16 related entities (Ameri Cement, Inc., Atlantic Energy & Utility Products, Inc., Cape Horn Abstracting Co., Eastern Development & Design Inc., HSR Freight Line Inc., HSR Logistics Inc., HSR Passenger Services, Inc., HSR Technologies, Inc., KSJM International Airport, Inc., Lord Chauffeurs Ltd., Malibu Homes Inc., Penn Insurance Services LLC, Platinum Media, Inc., Port de Claudius, Inc., Port of Ostia Inc., and Slater & West, Inc.). The amendment clarifies ownership, voting rights, and distribution of profits for the Company and the Company's Chief Executive Officer. The amendment also provides that the Company will purchase non-controlling interest of each of the sixteen entities and the Portus de Jewel project. On June 29, 2019, the Company issued 33,931,475 shares of Class B common stock to acquire 25% ownership interest in 15 of the 16 entities. On January 13, 2020, the Company issued 3,475,248 shares of Class B common stock to acquire 25% ownership interest in 1 of the 16 entities.

On February 20, 2020, the Company issued 3,230,520 shares of Original Class C common stock to acquire 2% ownership interest in a related entity, Susquehanna Mortgage Bankers Corp ("Susquehanna"). On September 18, 2020, the Company issued 23,000,000 shares of Original Class C common stock to acquire an additional 23% ownership interest in Susquehanna.

On July 1, 2020, the Company issued 250,000 shares of Class B common stock to acquire 25% ownership interest in a related entity, Natural Resources Inc.

On July 31, 2020, the Company amended the Opportunity License Agreement it entered on June 25, 2019 for the acquisition of 10% participating profit interest in the Portus de Jewel project. Pursuant to the amendment, the consideration of 20,000,000 shares of Class B common stock also includes the acquisition of 10% of Dutch East India Logistics, Co, the developer of the Portus de Jewel project.

On April 28, 2020, by consent of the Company's Board of directors, the Company agreed to issue 23,000,000 shares of the Original Class C common stock to acquire 25% ownership interest in Ann Charles International Airport. The Company is the developer of this project. On September 18, 2020, the Company issued the 23,000,000 shares of Original Class C common stock.

The following tables summaries the unaudited results of operations of the 19 related entities for the year ended July 31, 2020.

	Ameri Cement, Inc	Atlantic Energy & Utilities Products, Inc.	Cape Horn Abstracting, Co.	Dutch East India Logistics Co(1)	Eastern Development & Design Inc.	HSR Freight Line Inc.	HSR Logistics Inc.	HSR Passenger Services, Inc.	HSR Technologies, Inc.	KSJM International Airport, Inc.
Operating expenses	$ 30	$ 34	$ 104	$ 180	$ 30	$ 30	$ 40	$ 30	$ 30	$ 30
Loss from operations	(30)	(34)	(104)	(180)	(30)	(30)	(40)	(30)	(30)	(30)
Gain on sale of available-for-sale securities	–	–	–	1,826,399,551	–	–	–	–	–	–
Provision for other receivables	–	–	–	(2,855,958,750)	–	–	–	–	–	–
Net loss	(30)	(34)	(104)	(1,029,559,379)	(30)	(30)	(40)	(30)	(30)	(30)
Unrealized gain (loss) on available-for-sale securities	7,712,500,000	17,675,000,000	7,712,500,000	$184,999,380,820	17,111,521,000	20,195,006,405	16,477,773,788	14,922,919,088	25,391,925,301	42,581,250,000
Comprehensive income (loss)	$ 7,712,499,970	$ 17,674,999,966	$ 7,712,499,896	$183,969,821,441	$17,111,520,970	$ 20,195,006,375	$ 16,477,773,748	$15,138,919,058	$25,391,925,271	$42,581,249,970

	Lord Chauffeurs Ltd.	Malibu Homes, Inc.	Natural Resources, Inc.	Penn Insurance Services LLC	Platinum Media, Inc.	Port de Claudius, Inc.	Port of Ostia Inc.	Slater & West, Inc.	Susquehanna Mortgage Bankers Corp.(3)	Total
Operating expenses	$ 20	$ 20	$ 10	$ 30	$ 30	$ 20	$ 20	$ 40	$ 9,456	$ 10,184
Loss from operations	(20)	(20)	(10)	(30)	(30)	(20)	(20)	(40)	(9,456)	(10,184)
Gain on sale of available-for-sale securities	–	–	–	–	–	–	–	–	3,461,608,924	5,288,008,475
Provision for other receivables	–	–	–	–	–	–	–	–	(3,894,682,500)	(6,750,641,250)
Net loss	(20)	(20)	(10)	(30)	(30)	(20)	(20)	(40)	(433,083,032)	(1,462,642,959)
Unrealized gain (loss) on available-for-sale securities	12,693,750,000	42,581,250,000	(1,312,500,000)	48,091,155,000	12,690,872,750	25,979,755,940	17,655,274,250	5,381,275,000	551,483,091,636	1,070,023,700,977
Comprehensive income (loss)	$12,693,749,980	$ 42,581,249,980	$ 1,312,500,010	$48,091,154,970	$12,690,872,720	$25,979,755,920	$17,655,274,230	$ 5,381,274,960	$ 551,050,008,604	$1,068,561,058,018

(1) The results of operations include the results from the Portus de Jewel project, a project of Dutch East India Logistics Co ("Dutch East").

(2) During the year ended July 31, 2020, Susquehanna Mortgage Bankers Corp. ("Susquehanna") entered into subscription agreements with 37 individuals to sell Share Options. The Share Options provided the subscribers the right to sell 2,116,780 shares of the Company's Class B common stock (available-for-sale securities Susquehanna was holding) within the price range as specified in the agreements. The proceeds from the sale of the Company's Class B common stock will be paid to Susquehanna at an agreed upon strike price of $2,250 per share for 32 subscribers and $3,000 for the remaining 5 subscribers. As a result of the sale of available-for-sale securities, Susquehanna recognized a gain of $3,461,608,924. A provision for other receivables of $3,894,682,500 was recorded.

The Company evaluates the investments for impairment whenever events or changes in circumstances indicate that the carrying amount of the investments might not be recoverable. During the year ended July 31, 2019, the Company recorded an impairment of $8,483 and opportunity license fees of $5,000 which are included in general and administrative expense. During the year ended July 31, 2020, the Company recorded an impairment of $1,739 which is included in general and administrative expense.

Related Entities' Agreements

On May 26, 2020, HSR Logistics entered into a Real Estate Easement Agreement with a related company in which HSR Logistics was granted an easement of 1000 acres of land for the development of the Port Trajan project. As at July 31, 2020, the transaction has not closed.

On June 25, 2020, HSR Technologies, Inc. entered into a Master Distributor Agreement with Ozone Sanitation Technologies, Inc. for a distribution license. Pursuant to the agreement, HSR Technologies, Inc. was granted the exclusive territory rights to resell the Ozone sanitation equipment in South America, Africa, Middle East, South East Asia, Far East Asia, Europe, United Kingdom, Australia and North America (transportation sector only). HSR Technologies was also granted the non-exclusive rights to resell the Ozone sanitation equipment in North America. The consideration for the license was $150,000,000. On July 2, 2020, HSR Technologies transferred 48,000 shares of Ameri Metro's Class B common stock valued at $3,000 per share and 100,000 shares of Ameri Metro's Class C common stock valued at $60 per shares for the licensing fee.

On July 25, 2020, HSR Technologies Inc. entered into a memorandum of understanding ("MOU") with DAMAR Corporation, LLC. to purchase the US 8,210,591 B2 patent. The purchase price for the patent is $1,001,300 to be paid with 323 shares of Ameri Metro's Class B common stock. As at July 31, 2020, the transaction has not closed.

On July 25, 2020, HSR Technologies Inc. entered into a memorandum of understanding ("MOU") with NP&G Innovations, Inc. to purchase the US 7,931,210 patent. The purchase price for the patent is $23,850,000 to be paid with 7,500 shares of Ameri Metro's Class B common stock and 10,000 shares of Ameri Metro's Class C common stock. As at July 31, 2020, the transaction has not closed.

On July 25, 2020, Platinum Media Inc. entered into a memorandum of understanding ("MOU") with Best of Times Productions to form a joint venture for film projects. As at July 31, 2020, Platinum Media Inc. has not provided any funding to the joint venture.

On July 25, 2020, Platinum Media Inc. entered into a memorandum of understanding ("MOU") with Resurrection Media Plat JV, LLC to form a joint venture for film projects. As at July 31, 2020, Platinum Media Inc. has not provided any funding to the joint venture.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

Audit Fees

The aggregate fees incurred for each of the last two years for professional services rendered by the independent registered public accounting firm of Weinstein International CPA for the audits of the Company's annual financial statements and review of financial statements included in the Company's Form 10-K and Form 10-Q reports and services normally provided in connection with statutory and regulatory filings or engagements were as follows:

	Year Ended July 31, 2020	Year Ended July 31, 2019
Weinstein International CPA	$ 54,000	$ 54,000

The Company incurred $0 for tax related services.

All Other Fees

The Company incurred $0 for other fees by the principal accountant for the years ended July 31, 2020 and 2019.

The Company currently have an audit committee serving and have started accruing salaries beginning November 1, 2016. The total amounts accrued to year-end July 31, 2020 is $1,350,000. The audit committee will evaluate and approve in advance, the scope and cost of the engagement of an auditor before the auditor renders audit and non-audit services. The Company does not rely on pre-approval policies and procedures.

PART IV

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

The Company has issued the following securities in the last three (3) years. All such securities were issued pursuant to an exemption from registration under Section 4(a)(2) of the Securities Act of 1933, as amended, as a transaction by an issuer not involving any public offering, as noted below.

Item 3. **EXHIBITS**

3.1 Articles of Incorporation (filed with the Form 10 November 9, 2011)
3.2 Amended by-laws (filed as part of the Form 8-K/A filed January 18, 2013)
3.3 Cert. of Amendment Cert. of Incorporation of Ameri Metro
5.1 Opinion of Counsel on legality of securities being registered*
10.1 Master Indenture Agreement of Alabama Toll Facilities, Inc. (filed with the Form 8-K January 18, 2013)
10.2 Master Indenture Agreement of Hi Speed Rail Facilities, Inc. (filed with the Form 8-K January 18, 2013)
10.3 Master Indenture Agreement of Hi Speed Rail Facilities Provider, Inc. (filed with the Form 8-K January 18, 2013)
10.4 TEMS engagement (filed as part of the Form 8-K/A filed January 18, 2013)
10.5 Alabama Indenture Agreement (filed as part of the Form 8-K/A filed January 18, 2013)
10.6 High Speed Rail Indenture Agreement (filed as part of the Form 8-K/A filed January 18, 2013)
10.7 Damar Agreement (filed as part of the Form 8-K/A filed January 18, 2013)
10.8 Agreement For Construction (filed as part of the Form 10-K/A filed November 6, 2019)
10.9 Assignment Agreement For Construction (filed as part of the Form 10-K/A filed November 6, 2019)
10.10 Payment Agreement to Penndel Land Co (filed as part of the Form 10-K/A filed November 6, 2019)
10.11 Ameri Metro Inc. / HSR Tech Inc. Licensing of Intellectual Property Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.12 HSR Tech LOI Tech Use Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.13 Opportunity License Agreement Entities (filed as part of the Form 10-K/A filed November 6, 2019)
10.14 Master Agreement for Construction Nonprofits (filed as part of the Form 10-K/A filed November 6, 2019)
10.15 Master Agreement for Construction Entities (filed as part of the Form 10-K/A filed November 6, 2019)
10.16 Consulting Agreement HSRFP Inc. (filed as part of the Form 10-K/A filed November 6, 2019)
10.17 Consulting Agreement HSRF Inc. (filed as part of the Form 10-K/A filed November 6, 2019)
10.18 Company Founder Emp. Agreement(filed as part of the Form 10-K/A filed November 6, 2019)
10.19 Directorship Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.20 Letter of Intent for Port Trajan property (filed with the Registration Statement on Form S-1 filed June 13, 2013)
10.21 Port De Ostia Inc. Agreement GTI (filed as part of the Form 10-K/A filed November 6, 2019)
10.22 C-Bar Marshall Rebar Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.23 Ameri Metro & Jewell LOI (filed as part of the Form 10-K/A filed November 6, 2019)
10.24 Master Consulting Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.25 Master Trustee Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.26 2015 Executive Incentive Compensation Program (filed as part of the Form 10-K/A filed November 6, 2019)
10.27 Establishing the Compensation Committee (filed as part of the Form 10-K/A filed November 6, 2019)
10.28 Amendment to Payment Agreement Penndel Land Co. (filed as part of the Form 10-K/A filed November 6, 2019)
10.29 Amendment to HSR Technologies Inc. Payment Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.30 Amendment to Damar TruckDeck LLC Payment Agreement (filed as part of the Form 10-K/A filed November 6, 2019)
10.31 TEMS consent form letter (filed as part of the Form 10-K/A filed November 6, 2019)
23.1 Consent of Counsel (included in Exhibit 5.1)*
31.1 CERTIFICATION PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002*
31.2 CERTIFICATION PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002*
32.1 CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002*
32.2 CERTIFICATION OF PRINCIPAL ACCOUNTING AND FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002*
99.1 ProAdvisor Valuation report, dated November 1, 2016 (filed as Exhibit 99.1 to the registration statement on Form S-1, filed on November 23, 2016, and incorporated herein by reference)
99.2 ProAdvisor consent letter (filed as Exhibit 99.2 to the registration statement on Form S-1, filed on November 23, 2016) v
99.3 June 12, 2012 Agreement and Plan of Reorganization (filed as part of the Form 8-K/A filed January 18, 2013)
99.4 Alabama Legislative Act 506 (filed as part of the Form 8-K/A filed January 18, 2013)
99.5 Form of subscription agreement for sale of the shares (filed with the Registration Statement on Form S-1 filed June 13, 2013)
99.6 Intended use of Master Trust Indentures (filed as part of the Form 10-K/A filed November 6, 2019)
99.7 Florida Alabama TPO Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.8 Alabama Toll Road Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.9 Appalachian Region Commission Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.10 Atlantic Energy & Utilities Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.11 High Speed Rail Projects Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.12 Port Freeport & Brazoria Fort Bend Rail District Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.13 High Speed Rail & Ancillary Projects Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.14 Port of Ostia Inc. @ KSJM International Airport Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.15 Portus De Jewel Mexico Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.16 KSJM International Airport Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.17 HSR Freight Line Inc. / Phila. Port Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.18 HSR Freight Line Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.19 HSR Passenger Services Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.20 HSR Technologies Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.21 Malibu Homes Inc. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.22 Platinum Media Inc. Bond Indenture (filed as part of the Form 10-Q filed December 30, 2019)
99.23 Port De Claudius Inc. & Port Trajan of Pa. Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.24 Panama Canal – Alabama Port Partnership (filed as part of the Form 10-K/A filed November 6, 2019)

99.25 Lord Chauffeurs Inc. – Business Jet Center @ KSJM Airport Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.26 HSR Freight Line Inc. & HSR Passenger Services Coast to Coast Rail Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.27 New York – Washington Rail Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.28 Ann Charles International Cargo Airport Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.29 Texas International Trade Corridor Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.30 Virginia Crescent Line Rail Bond Indenture (filed as part of the Form 10-K/A filed November 6, 2019)
99.31 Shah Mathias transferred 102,600,000 Class B shares from his personal holdings, equally, to 20 related entities that Ameri Metro Inc. holds a 25% interest in 19 of the related entities and a 10% interest in one of the related entities.
(filed with the Form 8-K September 17,2020)
99.32 2015 Equity Incentive Plan, the plan was funded with class B shares. According to the plan schedule. (filed with the form 8-K September 17, 2020)
99.33 NorAsia Consulting & Advisory Valuation Report (filed with the form 8-K September 4, 2020)
99.34 Lord Chauffeurs, LTD Amendment to Opportunity License Agreement (filed with the form 8-K September 4, 2020)
99.35 Slater & West, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.36 Port of Ostia, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.37 Port de Claudius, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.38 Platinum Media, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.39 Penn Insurance Services LLC. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.40 Natural Resources LLC. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.41 Malibu Homes, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.42 KSJM International Airport, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.43 HSR Technologies, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.44 HSR Passenger Services, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.45 HSR Logistics, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.46 HSR Freight Line, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.47 Eastern Development & Design, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.48 Cape Horn Abstracting Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.49 Atlantic Energy & Utility Products, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.50 Ann Charles International Airport, Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.51 Ameri Cement Inc. Amendment to Opportunity License Agreement (filed with the form 8-K August 14, 2020)
99.52 Portus de Jewel Seaport & Inland Port project Amendment to Opportunity License Agreement (filed with the form 8-K August 12, 2020)
99.53 Susquehanna Mortgage Bankers Corp. 25% non-controlling interest in SMBC (filed with the form 8-K August 12, 2020)
99.54 HSR Technologies, Inc has acquired intellectual property from NP&G Innovations, Inc. (filed with the form 8-K July 30, 2020)
99.55 Platinum Media Inc. joint venture agreement with Resurrection Media PlatJV, LLC. (filed with the form 8-K July 30, 2020)
99.56 Platinum Media Inc. joint venture agreement with Best of Times Productions. (filed with the form 8-K July 30, 2020)
99.57 HSR Technologies, Inc. acquired DAMAR TruckDeck bed liner intellectual property. (filed with the form 8-K July 30, 2020)
99.58 HSR Technologies Inc. combat COVID 19 exclusive right to use FDA Approved ozone equipment . (filed with the form 8-K July 22, 2020)
99.59 HSR Logistics Inc. has acquired an easement. (filed with the form 8-K July 22, 2020)
99.60 Ann Charles International Airport Inc. acquired Air Cyprus Aviation Limited, (filed with the form 8-K July 20, 2020)
99.61 Norasia Valuation Report dated July 31, 2020*

* Filed herewith
** To be filed

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 17, 2020	By:	/s/ Robert Choiniere Robert Choiniere Chief Financial Officer

Pursuant to the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

NAME	OFFICE	DATE
/s/ Debra Mathias Debra Mathias	Director	December 17, 2020
/s/ James Becker James Becker	Director	December 17, 2020
/s/ Shahjahan C. Mathias Shahjahan C. Mathias	Director	December 17, 2020
/s/ Donald E. ("Nick") Williams, Jr. Donald E. ("Nick") Williams, Jr.	Director	December 17, 2020
/s/ Suhail Matthias Suhail Matthias	Director	December 17, 2020
/s/ Steve Trout Steve Trout	Director	December 17, 2020
/s/ Robert Todd Reynold Robert Todd Reynold	Director	December 17, 2020
/s/ Bryan Elicker Bryan Elicker	Director	December 17, 2020
/s/ Keith A. Doyle Keith A. Doyle	Director	December 17, 2020
/s/ James Kingsborough James Kingsborough	Director	December 17, 2020
/s/ John Thompson John Thompson	Director	December 17, 2020

WEINSTEIN INTERNATIONAL
C.P.A.

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors
Ameri Metro Inc

We hereby consent to the inclusion in the 10-K form for the year ended July 31, 2020 (the "Form") of Ameri Metro Inc (the “Company”) of our report, dated November 12, 2020, with respect to our audit of the financial statements of the Company as of July 31, 2020 included in the filing of this Form.

Sincerely,

/S/ Weinstein International CPA

November 12, 2020

Tel: +972-3-776-3777 **Fax:** +972-3-776-3881 I **Email:** i@dwacc.com **Web:** www.dwacc.com