

Acacia Diversified Holdings, Inc.
Form 10-Q
May 20, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 10-Q

(Mark
One)

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2014

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

Commission file number: 1-14088

Acacia Diversified Holdings, Inc.
(Exact name of small business issuer as specified in its charter)

Texas
(State or other jurisdiction of incorporation or
organization)

(IRS Employer Identification No.)

3512 East Silver Springs Blvd. - #243 Ocala, FL
(Address of principal executive offices)

34470
(Zip Code)

(877) 513-6294
(Registrant's telephone number)

(Former name, former address and former fiscal year, if changed since last report)

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. (1) Yes x No o (2) Yes x No o

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Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller Reporting Company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes No

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY
PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

Indicate by check mark whether the registrant HAS FILED ALL DOCUMENTS AND REPORTS REQUIRED TO BE FILED BY Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes No

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as of September 30, 2014: 12,735,406.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

ACACIA DIVERSIFIED HOLDINGS, INC.
CONSOLIDATED BALANCE SHEETS

	September 30, 2014 (Unaudited)	December 31, 2013 (Audited)
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 8,756	\$ 1,452
Accounts receivable	91,729	89,918
Employee accounts receivable	503	939
Inventory stated at the lower of average cost or market	233,443	-
Prepaid expenses	23,294	-
Total Current Assets	357,725	92,309
Property and Equipment, net of accumulated depreciation of \$153,203 and \$81,414 in 2014 and 2013, respectively	713,074	685,274
Other assets	12,341	7,341
Total Assets	\$ 1,083,140	\$ 784,924
LIABILITIES AND STOCKHOLDERS' (DEFICIT)		
Current Liabilities		
Cash overdraft	\$ -	\$ 3,405
Accounts payable	160,508	253,082
Accrued liabilities	457,950	217,271
Shareholder payable	59,729	102,677
Deferred revenue	50,000	-
Note payable, current portion	169,508	102,661
Total Current Liabilities	897,695	679,096
Noncurrent Liabilities		
Related party payables, subsidiary acquisition	247,694	361,291
Notes payable, less current portion	234,706	149,971
Total Liabilities	1,380,095	1,190,358
Stockholders' (Deficit)		
Common stock, \$0.001 par value, 150,000,000 shares authorized; 12,735,406 and 12,496,809 shares issued and outstanding in 2014 and 2013, respectively	12,735	12,497
Additional paid-in capital	11,975,724	11,776,365
Retained deficit	(12,285,414)	(12,194,296)
Total Stockholders' Deficit	(296,955)	(405,434)
Total Liabilities & Stockholders' (Deficit)	\$ 1,083,140	\$ 784,924

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

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ACACIA DIVERSIFIED HOLDINGS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2014	2013	2014	2013
		(Restated)		(Restated)
Revenues	\$ 364,730	\$ 45,343	\$ 988,680	\$ 45,343
Cost of revenues, including depreciation of \$24,251 and \$65,207 in 2014 and 2013, respectively, and \$27,091 in 2013	(225,338)	(112,270)	(518,154)	(112,270)
Gross profit (loss)	139,392	(66,927)	470,526	(66,927)
Costs and expenses				
Employee compensation	114,420	35,778	332,192	137,604
General and administrative	51,071	71,105	242,839	284,350
Depreciation and amortization	2,063			