



**CALCULATION OF REGISTRATION FEE**

<b>Title of Each Class Of Securities to be Registered</b>	<b>Amount to be Registered</b>	<b>Proposed Maximum Aggregate Offering Price per share</b>	<b>Proposed Maximum Aggregate Offering Price</b>	<b>Amount of Registration fee</b>
Common Stock, \$0.0001 par value per share.	566,500	\$ 0.10	\$ 56,650	\$ 4.04

(1) This Registration Statement covers the resale by our selling shareholders of up to 566,500 shares of our common stock, par value \$0.0001 per share, previously issued to such selling shareholders.

(2) The offering price has been estimated solely for the purpose of computing the amount of the registration fee in accordance with Rule 457(o). Our common stock is not traded on any national exchange and in accordance with Rule 457; the offering price was determined by the price of the shares that were sold to our shareholders in a private placement memorandum. The price of \$0.10 per share is a fixed price at which the selling security holders may sell their shares until our common stock is quoted on the OTCBB at which time the shares may be sold at prevailing market prices or privately negotiated prices. There can be no assurance that a market maker will agree to file the necessary documents with the Financial Industry Regulatory Authority, which operates the OTC Bulletin Board, nor can there be any assurance that such an application for quotation will be approved.

THE REGISTRANT HEREBY AMENDS THIS REGISTRATION STATEMENT ON SUCH DATE OR DATES AS MAY BE NECESSARY TO DELAY ITS EFFECTIVE DATE UNTIL THE REGISTRANT SHALL FILE A FURTHER AMENDMENT WHICH SPECIFICALLY STATES THAT THIS REGISTRATION STATEMENT SHALL THEREAFTER BECOME EFFECTIVE IN ACCORDANCE WITH SECTION 8(a) OF THE SECURITIES ACT OR UNTIL THE REGISTRANT SHALL BECOME EFFECTIVE ON SUCH DATE AS THE COMMISSION, ACTING PURSUANT TO SUCH SECTION 8(a), MAY DETERMINE.

The information in this preliminary prospectus is not complete and may be changed. These securities may not be sold until the registration statement filed with the U.S. Securities and Exchange Commission ("SEC") is effective. This preliminary prospectus is not an offer to sell these securities and it is not soliciting an offer to buy these securities in any jurisdiction where the offer or sale is not permitted.

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**PRELIMINARY PROSPECTUS**  
*Subject to completion, dated \_\_\_\_\_, 2010*  
**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**566,500 SHARES OF COMMON STOCK**

The selling security holders named in this prospectus are offering all of the shares of common stock offered through this prospectus. We will not receive any proceeds from the sale of the common stock covered by this prospectus.

Our common stock is presently not traded on any market or securities exchange. The selling security holders have not engaged any underwriter in connection with the sale of their shares of common stock. Common stock being registered in this registration statement may be sold by selling security holders at a fixed price of \$0.10 per share until our common stock is quoted on the OTC Bulletin Board ("OTCBB") and thereafter at a prevailing market prices or privately negotiated prices or in transactions that are not in the public market. There can be no assurance that a market maker will agree to file the necessary documents with the Financial Industry Regulatory Authority ("FINRA"), which operates the OTCBB, nor can there be any assurance that such an application for quotation will be approved. We have agreed to bear the expenses relating to the registration of the shares of the selling security holders.

**Investing in our common stock involves a high degree of risk. See "Risk Factors" beginning on page [●] to read about factors you should consider before buying shares of our common stock.**

**NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.**

**The Date of This Prospectus is: \_\_\_\_\_, 2010**

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## TABLE OF CONTENTS

	<b>PAGE</b>
<a href="#">Prospectus Summary</a>	1
<a href="#">Summary of Financial Information</a>	3
<a href="#">Risk Factors</a>	4
<a href="#">Use of Proceeds</a>	9
<a href="#">Determination of Offering Price</a>	9
<a href="#">Dilution</a>	9
<a href="#">Selling Shareholders</a>	9
<a href="#">Plan of Distribution</a>	11
<a href="#">Description of Securities to be Registered</a>	12
<a href="#">Interests of Named Experts and Counsel</a>	12
<a href="#">Description of Business</a>	13
<a href="#">Description of Property</a>	15
<a href="#">Legal Proceedings</a>	15
<a href="#">Market for Common Equity and Related Stockholder Matters</a>	15
<a href="#">Index to Financial Statements</a>	F-
<a href="#">Management Discussion and Analysis of Financial Condition and Results of Operations</a>	16
<a href="#">Changes In And Disagreements With Accountants On Accounting And Financial Disclosure</a>	17
<a href="#">Directors, Executive Officers, Promoters And Control Persons</a>	17
<a href="#">Executive Compensation</a>	18
<a href="#">Security Ownership of Certain Beneficial Owners and Management</a>	19
<a href="#">Transactions with Related Persons, Promoters and Certain Control Persons</a>	19
<a href="#">Where You Can Find Additional Information</a>	20
<a href="#">Disclosure of Commission Position on Indemnification of Securities Act Liabilities</a>	20

Please read this prospectus carefully. It describes our business, our financial condition and results of operations. We have prepared this prospectus so that you will have the information necessary to make an informed investment decision.

You should rely only on information contained in this prospectus. We have not authorized any other person to provide you with different information. This prospectus is not an offer to sell, nor is it seeking an offer to buy, these securities in any state where the offer or sale is not permitted. The information in this prospectus is complete and accurate as of the date on the front cover, but the information may have changed since that date.

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## PROSPECTUS SUMMARY

*This summary highlights selected information contained elsewhere in this prospectus. This summary does not contain all the information that you should consider before investing in the common stock. You should carefully read the entire prospectus, including “Risk Factors,” “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and the Financial Statements, before making an investment decision. In this Prospectus, the terms “Real Estate Restoration and Rental,” “Company,” “we,” “us” and “our” refer to Real Estate Restoration and Rental, Inc.*

### Overview

We are a development stage company incorporated on December 15, 2009 under the laws of the State of Nevada. Our initial operations have included organization and incorporation, target market identification, marketing plans, and capital formation. A substantial portion of our activities to date have involved developing a business plan and establishing contacts and visibility in the marketplace. Our plan is to provide property management services for large real estate development companies and hedge funds that purchase foreclosed and distressed vacation and rental properties in North and South Carolina at below-market prices. The development companies and hedge funds could contract with Real Estate Restoration and Rental to complete any necessary renovation work, manage and rent the properties. We are also pursuing opportunities in green energy solutions by purchasing green energy companies for our portfolio of managed properties or by licensing green energy solutions from such companies. We are based in Durham, North Carolina.

We have not yet acquired any properties or green energy solutions. Our activities to-date have been investigative in nature and we are identifying prospects and evaluating their revenue potentials.

Based on our financial history since inception, our auditor has expressed substantial doubt as to our ability to continue as a going concern. We are a development stage company that has never generated any revenue

### Where You Can Find Us

Our principal executive office is located at 710 Wellingham Drive, Durham, NC 27713, and our telephone number is (919) 656-8646.

**The Offering**

**Common stock offered by selling security holders** 566,500 shares of common stock. This number represents 8.32 % of our current outstanding common stock (1).

**Common stock outstanding before the offering** 6,802,500 common shares as of December 1 , 2010.

**Common stock outstanding after the offering** 6,802,500 shares.

**Use of proceeds** We are not selling any shares of the common stock covered by this prospectus.

**Risk Factors** The common stock offered hereby involves a high degree of risk and should not be purchased by investors who cannot afford the loss of their entire investment. See "Risk Factors" beginning on page 7.

(1) Based on 6,802,500 shares of common stock outstanding as of December 1 , 2010.

**SUMMARY OF FINANCIAL INFORMATION**

The following summary financial data should be read in conjunction with “Management’s Discussion and Analysis,” “Plan of Operations” and the Financial Statements and Notes thereto, included elsewhere in this prospectus. The statement of operations and balance sheet data from inception, December 15, 2009 through June 30, 2010 are derived from our audited financial statements. The balance sheet and statement of operations as of September 30, 2010 are derived from our unaudited financial statements.

	<b>For the Period from Inception (December 15, 2009) through September 30, 2010 (Unaudited)</b>	<b>For the Period from Inception (December 15, 2009) through June 30, 2010 (Audited)</b>
<b>STATEMENT OF OPERATIONS</b>		
Revenues	\$ -	\$ -
Professional Fees	48,557	24,725
General and Administrative Expenses	15,089	13,200
Total Operating Expenses	63,646	37,925
Net Loss	(63,646)	(37,925)
	<b>As of September 30, 2010 (Unaudited)</b>	<b>As of June 30, 2010 (Audited)</b>
<b>BALANCE SHEET DATA</b>		
Cash	\$ 88,975	\$ 141,125
Total Assets	121,426	143,625
Total Liabilities	9,647	7,500
Total Stockholders’ Equity	111,779	136,125

## RISK FACTORS

*The shares of our common stock being offered for resale by the selling security holders are highly speculative in nature, involve a high degree of risk and should be purchased only by persons who can afford to lose the entire amount invested in the common stock. Before purchasing any of the shares of common stock, you should carefully consider the following factors relating to our business and prospects. If any of the following risks actually occurs, our business, financial condition or operating results could be materially adversely affected. In such case, you may lose all or part of your investment. You should carefully consider the risks described below and the other information in this process before investing in our common stock.*

### **Risks Related to Our Business**

#### **OUR AUDITOR HAS EXPRESSED SUBSTANTIAL DOUBT AS TO OUR ABILITY TO CONTINUE AS A GOING CONCERN.**

Based on our financial history since inception, our auditor has expressed substantial doubt as to our ability to continue as a going concern. We are a development stage company that has never generated any revenue. If we cannot obtain sufficient funding, we may have to delay the implementation of our business strategy.

#### **WE HAVE LIMITED OPERATING HISTORY AND FACE MANY OF THE RISKS AND DIFFICULTIES FREQUENTLY ENCOUNTERED BY A DEVELOPMENT STAGE COMPANY.**

There can be no assurance that management of the Company will be successful in completing the Company's business development with lenders, implementing the corporate infrastructure to support operations at the levels called for by the Company's business plan. Due to the significant downturn in the real estate market and our lack of operating history we may be unable to secure properties for our management services. Additionally, because of the large downturn in the economy and an oversupply in the number of vacant properties we may be unable to manage properties with the possibility of positive earnings. These factors may make it difficult to implement our business plan and may lead to the company ceasing operations.

#### **WE HAVE NOT YET DEMONSTRATED THE ABILITY TO LAUNCH NEW BUSINESS DEVELOPMENT EFFORTS.**

We are a development stage company, and to date, our development efforts have been focused primarily on the development of our business model. We have limited operating history for investors to evaluate the potential of our business development. In addition, we also face many of the risks and difficulties inherent in introducing new products. These risks include the ability to:

- Develop effective business plan;
- Meet customer standards;
- Implement a successful marketing plan ;
- Maintain current strategic relationships and develop new strategic relationships;
- Respond effectively to competitive pressures;
- Continue to develop and upgrade our service; and
- Attract, retain and motivate qualified personnel.

Our future will depend on our ability to manage our properties properly, which requires careful planning of renovations to avoid incurring unnecessary cost and expense. Our operating results can also be affected by our ability to rent our properties or to adjust pricing to increase our competitive advantage.

#### **WE CURRENTLY HAVE NO REVENUES.**

We currently have no revenues and have sustained net losses of \$37,925 for the period from inception through June 30, 2010. Because of the significant time required to execute our business plan we cannot give you any assurance that we will experience any positive revenues for the foreseeable future.

#### **WE MAY FACE DIFFICULTIES IN FINDING SUITABLE PROPERTY OWNERS .**

Our principal business strategy is to contract with development companies and hedge funds that purchase foreclosed properties from financial institutions ( often referred to as real estate owned by the lender, or REOs) or distressed owners. We will provide the management services necessary to renovate the distressed properties so they can be rented at substantial profit. We have few established business relations with targeted developers and hedge funds , having expended only minimal amounts on such activities to date. There can be no assurance that our initial business development activities will be successful in creating the desired access to developers and funds that acquire REO properties.

#### **WE NEED ADDITIONAL CAPITAL TO DEVELOP OUR BUSINESS.**

The development of our operations will require the commitment of substantial resources to implement our business plan. In addition, substantial expenditures will be required to enable us to make necessary renovations and market the properties for the rental season . Currently, we have no established bank-financing arrangements. Therefore, it is likely we would need to seek additional financing through subsequent future private offering of our equity securities, or through strategic partnerships and other arrangements with corporate partners.

We cannot give you any assurance that any additional financing will be available to us, or if available, will be on terms favorable to us. The sale of additional equity securities will result in dilution to our stockholders. The occurrence of indebtedness would result in increased debt service obligations and could require us to agree to operating and financing covenants that would restrict our operations. If adequate additional financing is not available on acceptable terms, we may not be able to implement our business development plan or continue our business operations.

**FORECLOSURE LAWS IN NORTH AND SOUTH CAROLINA MAY AFFECT THE MANNER IN WHICH WE CONDUCT OUR OPERATIONS.**

The primary method of foreclosure in North Carolina involves what is known as non-judicial foreclosure. This type of foreclosure does not involve court action but requires notice commonly called a “sale under the power of sale.” When the mortgage is initially signed it will usually contain a provision called a “power of sale” clause, which upon default allows an attorney to foreclose on the property in order to satisfy the underlying defaulted loan, which is sometimes referred to as a bond. Because this is a non-judicial remedy there are very stringent notice requirements and the legal documents are required to contain the power of sale language in order to use this type of foreclosure method.

Foreclosures in South Carolina are handled through court proceedings. The typical foreclosure timeline is approximately six months. The foreclosing lender files a lis pendens, or pending lawsuit, to announce their intent to foreclose. Within 20 days, the lender files and personally delivers a foreclosure notice to the borrower. A borrower has 30 days to file a response to the foreclosure notice. If the borrower does not resolve the default, the case is referred to a hearing officer, and a notice sent to all relevant parties. The officer orders the property to be sold.

There can be no assurance as to the content, timing or affect of future regulations on the federal, state or local levels or that such regulations would not have a material adverse effect on the Company’s business.

**UNCERTAINTY IN THE LENDING INDUSTRY MAKES IT DIFFICULT TO FORECAST OUR BUSINESS OPPORTUNITY.**

Lenders can choose to delay foreclosure proceedings, renegotiate interest rates or refinance mortgages for holders who face foreclosure. This could adversely affect the size of the Company’s business opportunity or reduce overall profit margins.

**UNCERTAINTY IN THE GOVERNMENTAL SECTOR MAY RESULT IN CREATION OF NEW SUPPORT PROGRAMS THAT COULD REDUCE THE NUMBER OF AVAILABLE PROPERTIES.**

Politicians and governmental agencies are calling for intervention in the real estate foreclosure market to assist at-risk mortgage holders and thereby reduce the number of properties going into foreclosure. Interest rates could be adjusted downward or new programs could be instituted to provide financial relief and assistance to mortgage holders at risk of foreclosure. This could adversely affect the Company’s potential business opportunity or reduce overall profit margins.

**OUR FUTURE SUCCESS IS DEPENDENT, IN PART, ON THE PERFORMANCE AND CONTINUED SERVICE OF DEBORAH LOVIG, OUR PRESIDENT AND DIRECTOR. WITHOUT HER CONTINUED SERVICE, WE MAY BE FORCED TO INTERRUPT OR EVENTUALLY CEASE OUR OPERATIONS.**

The Company will be dependent on its key executive, President Deborah Lovig, for the foreseeable future. The loss of the services from Deborah Lovig could have a material adverse effect on the operations and prospects of the Company. At this time, the Company does not have an employment agreement with Deborah Lovig, though the Company may enter into such an agreement with its president on terms and conditions usual and customary for its industry. The Company does not currently have “key man” life insurance on Deborah Lovig.

**WE MAY INCUR SIGNIFICANT COSTS TO BE A PUBLIC COMPANY TO ENSURE COMPLIANCE WITH U.S. CORPORATE GOVERNANCE AND ACCOUNTING REQUIREMENTS AND WE MAY NOT BE ABLE TO ABSORB SUCH COSTS.**

We may incur significant costs associated with our public company reporting requirements, costs associated with newly applicable corporate governance requirements, including requirements under the Sarbanes-Oxley Act of 2002 and other rules implemented by the Securities and Exchange Commission. We expect all of these applicable rules and regulations to significantly increase our legal and financial compliance costs and to make some activities more time consuming and costly. We also expect that these applicable rules and regulations may make it more difficult and more expensive for us to obtain director and officer liability insurance and we may be required to accept reduced policy limits and coverage or incur substantially higher costs to obtain the same or similar coverage. As a result, it may be more difficult for us to attract and retain qualified individuals to serve on our board of directors or as executive officers. We are currently evaluating and monitoring developments with respect to these newly applicable rules, and we cannot predict or estimate the amount of additional costs we may incur or the timing of such costs. In addition, we may not be able to absorb these costs of being a public company which will negatively affect our business operations.

**WE WILL FACE INTENSE COMPETITION FOR PROPERTIES AND TENANTS.**

Foreclosure proceedings are of public record. Access to listings of foreclosed properties is readily available to any interested person or party. The media is covering the ARM and foreclosure issues on a daily basis and there are many web sites, businesses and consultants promoting these opportunities to the mass market. Many companies and individuals will be competing with the Company for the opportunity to renovate and manage REO properties. The Company believes that there are significant numbers of adjustable-rate mortgage (ARM) holders facing foreclosure over the next few years because the interest rates on their loan have increased substantially, producing a large potential market for new competitors such as the Company to achieve profits. However, there can be no assurance that the Company's competitors will not be able to use financial and other advantages in competing in price to renovate and manage REO properties or in marketing the properties more aggressively for higher profits, resulting in material adverse effects on the business of the Company.

**CHANGES IN THE REAL ESTATE MARKET MAY MAKE IT MORE DIFFICULT FOR OUR COMPANY TO CONTRACT TO MANAGE ENOUGH BELOW-MARKET PROPERTIES TO PRODUCE ADEQUATE PROFITS FOR BUSINESS SUCCESS.**

While the Company believes that the strength of the real estate foreclosure market opportunity will be sustained by the large number of ARM holders who could face foreclosure in the next few years, there is a nation-wide softening of the real estate market. Home prices in many regions are stagnant or falling and lenders may choose to keep more owners in their homes or programs to aid distressed owners may be provided by the government. This could result in material adverse effects on the business of the Company.

**THE LACK OF PUBLIC COMPANY EXPERIENCE OF OUR MANAGEMENT TEAM COULD ADVERSELY IMPACT OUR ABILITY TO COMPLY WITH THE REPORTING REQUIREMENTS OF U.S. SECURITIES LAWS.**

Our management team lacks public company experience, which could impair our ability to comply with legal and regulatory requirements such as those imposed by Sarbanes-Oxley Act of 2002. Our senior management has never had responsibility for managing a publicly traded company. Such responsibilities include complying with federal securities laws and making required disclosures on a timely basis. Our senior management may not be able to implement programs and policies in an effective and timely manner that adequately respond to such increased legal, regulatory compliance and reporting requirements, including the establishing and maintaining internal controls over financial reporting. Any such deficiencies, weaknesses or lack of compliance could have a materially adverse effect on our ability to comply with the reporting requirements of the Securities Exchange Act of 1934 which is necessary to maintain our public company status. If we were to fail to fulfill those obligations, our ability to continue as a U.S. public company would be in jeopardy in which event you could lose your entire investment in our company.

## **Risk Related To Our Capital Stock**

### **WE MAY NEVER PAY DIVIDENDS TO OUR SHAREHOLDERS.**

We have never declared or paid any cash dividends or distributions on our capital stock. We currently intend to retain our future earnings, if any, to support operations and to finance expansion and therefore we do not anticipate paying any cash dividends on our common stock in the foreseeable future.

The declaration, payment and amount of any future dividends will be made at the discretion of the board of directors, and will depend upon, among other things, the results of our operations, cash flows and financial condition, operating and capital requirements, and other factors as the board of directors considers relevant. There is no assurance that future dividends will be paid, and, if dividends are paid, there is no assurance with respect to the amount of any such dividend.

### **OUR ARTICLES OF INCORPORATION PROVIDE FOR INDEMNIFICATION OF OFFICERS AND DIRECTORS AT OUR EXPENSE AND LIMIT THEIR LIABILITY WHICH MAY RESULT IN A MAJOR COST TO US AND HURT THE INTERESTS OF OUR SHAREHOLDERS BECAUSE CORPORATE RESOURCES MAY BE EXPENDED FOR THE BENEFIT OF OFFICERS AND/OR DIRECTORS.**

The Company's Certificate of Incorporation and By-Laws include provisions that eliminate the personal liability of the directors of the Company for monetary damages to the fullest extent possible under the laws of the State of Nevada or other applicable law. These provisions eliminate the liability of directors to the Company and its stockholders for monetary damages arising out of any violation of a director of his fiduciary duty of due care. Under Nevada law, however, such provisions do not eliminate the personal liability of a director for (i) breach of the director's duty of loyalty, (ii) acts or omissions not in good faith or involving intentional misconduct or knowing violation of law, (iii) payment of dividends or repurchases of stock other than from lawfully available funds, or (iv) any transaction from which the director derived an improper benefit. These provisions do not affect a director's liabilities under the federal securities laws or the recovery of damages by third parties.

We have been advised that, in the opinion of the SEC, indemnification for liabilities arising under federal securities laws is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification for liabilities arising under federal securities laws, other than the payment by us of expenses incurred or paid by a director, officer or controlling person in the successful defense of any action, suit or proceeding, is asserted by a director, officer or controlling person in connection with the securities being registered, we will (unless in the opinion of our counsel, the matter has been settled by controlling precedent) submit to a court of appropriate jurisdiction, the question whether indemnification by us is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue. The legal process relating to this matter if it were to occur is likely to be very costly and may result in us receiving negative publicity, either of which factors is likely to materially reduce the market and price for our shares, if such a market ever develops.

### **THE OFFERING PRICE OF OUR COMMON STOCK WAS DETERMINED BASED ON THE PRICE OF OUR PRIVATE OFFERING, AND THEREFORE SHOULD NOT BE USED AS AN INDICATOR OF THE FUTURE MARKET PRICE OF THE SECURITIES. THEREFORE, THE OFFERING PRICE BEARS NO RELATIONSHIP TO OUR ACTUAL VALUE, AND MAY MAKE OUR SHARES DIFFICULT TO SELL.**

Since our shares are not listed or quoted on any exchange or quotation system, the offering price of \$0.10 per share for the shares of common stock was determined based on the price of our private offering. The facts considered in determining the offering price were our financial condition and prospects, our limited operating history and the general condition of the securities market. The offering price bears no relationship to the book value, assets or earnings of our company or any other recognized criteria of value. The offering price should not be regarded as an indicator of the future market price of the securities.

### **YOU WILL EXPERIENCE DILUTION OF YOUR OWNERSHIP INTEREST BECAUSE OF THE FUTURE ISSUANCE OF ADDITIONAL SHARES OF OUR COMMON STOCK AND OUR PREFERRED STOCK.**

Currently, there is no established public trading market for our common stock. In the future, we may issue our authorized but previously unissued equity securities, resulting in the dilution of the ownership interests of our present stockholders. We are currently authorized to issue 100,000,000 shares of common stock, par value \$0.0001 per share., and 10,000,000 shares of preferred stock, par value \$0.0001 per share.

We may also issue additional shares of our common stock or other securities that are convertible into or exercisable for common stock in connection with hiring or retaining employees or consultants, future acquisitions, future sales of our securities for capital raising purposes, or for other business purposes. The future issuance of any such additional shares of our common stock or other securities may create downward pressure on the trading price of our common stock. There can be no assurance that we will not be required to issue additional shares, warrants or other convertible securities in the future in conjunction with hiring or retaining employees or consultants, future acquisitions, future sales of our securities for capital raising purposes or for other business purposes, at a price (or exercise prices) below the price at which shares of our common stock are quoted on the OTCBB.

**OUR COMMON STOCK IS CONSIDERED A PENNY STOCK, WHICH MAY BE SUBJECT TO RESTRICTIONS ON MARKETABILITY, SO YOU MAY NOT BE ABLE TO SELL YOUR SHARES.**

Currently, there is no established public trading market for our common stock. If our common stock becomes tradable in the secondary market, we will be subject to the penny stock rules adopted by the Securities and Exchange Commission that require brokers to provide extensive disclosure to their customers prior to executing trades in penny stocks. These disclosure requirements may cause a reduction in the trading activity of our common stock, which in all likelihood would make it difficult for our shareholders to sell their securities.

Penny stocks generally are equity securities with a price of less than \$5.00 (other than securities registered on certain national securities exchanges or quoted on the NASDAQ system). Penny stock rules require a broker-dealer, prior to a transaction in a penny stock not otherwise exempt from the rules, to deliver a standardized risk disclosure document that provides information about penny stocks and the risks in the penny stock market. The broker-dealer also must provide the customer with current bid and offer quotations for the penny stock, the compensation of the broker-dealer and its salesperson in the transaction, and monthly account statements showing the market value of each penny stock held in the customer's account. The broker-dealer must also make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser's written agreement to the transaction. These requirements may have the effect of reducing the level of trading activity, if any, in the secondary market for a security that becomes subject to the penny stock rules. The additional burdens imposed upon broker-dealers by such requirements may discourage broker-dealers from effecting transactions in our securities, which could severely limit the market price and liquidity of our securities. These requirements may restrict the ability of broker-dealers to sell our common stock and may affect your ability to resell our common stock.

**WE CAN GIVE NO ASSURANCE THAT A LIQUID PUBLIC MARKET FOR OUR SECURITIES WILL DEVELOP OR THAT OUR COMMON STOCK WILL EVER TRADE ON A RECOGNIZED OR SENIOR EXCHANGE. THEREFORE, YOU MAY BE UNABLE TO LIQUIDATE YOUR INVESTMENT IN OUR COMMON STOCK.**

There is no established public trading market for our common stock. Our shares have not been listed or quoted on any exchange or quotation system. There can be no assurance that a market maker will agree to file the necessary documents with FINRA, which operates the OTCBB, nor can there be any assurance that such an application for quotation will be approved or that a regular trading market will develop or that if developed, will be sustained. In the absence of a trading market, an investor may be unable to liquidate their investment.

**SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS**

The information contained in this report, including in the documents incorporated by reference into this report, includes some statements that are not purely historical and that are "forward-looking statements." Such forward-looking statements include, but are not limited to, statements regarding our management's expectations, hopes, beliefs, intentions or strategies regarding the future, including our financial condition, results of operations, and financial performance. In addition, any statements that refer to projections, forecasts or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking statements. The words "anticipates," "believes," "continue," "could," "estimates," "expects," "intends," "may," "might," "plans," "possible," "potential," "predicts," "projects," "seeks," "should," "will," "would" and similar expressions, or the negatives of such terms, may identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking.

The forward-looking statements contained in this report are based on current expectations and beliefs concerning future developments and the potential effects on the parties and the transaction. There can be no assurance that future developments actually affecting us will be those anticipated. These that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements, including the following forward-looking statements involve a number of risks, uncertainties (some of which are beyond the parties' control) or other assumptions.

#### **USE OF PROCEEDS**

We will not receive any proceeds from the sale of common stock by the selling security holders. All of the net proceeds from the sale of our common stock will go to the selling security holders as described below in the sections entitled "Selling Security Holders" and "Plan of Distribution." We have agreed to bear the expenses relating to the registration of the common stock for the selling security holders.

#### **DETERMINATION OF OFFERING PRICE**

Since our common stock is not listed or quoted on any exchange or quotation system, the offering price of the shares of common stock was determined by the price of the common stock that was sold to our security holders pursuant to an exemption under Section 4(2) of the Securities Act of 1933 and Rule 506 of Regulation D promulgated under the Securities Act of 1933.

The offering price of the shares of our common stock does not necessarily bear any relationship to our book value, assets, past operating results, financial condition or any other established criteria of value. The facts considered in determining the offering price were our financial condition and prospects, our limited operating history and the general condition of the securities market.

Although our common stock is not listed on a public exchange, we will be filing to obtain a listing on the OTCBB concurrently with the filing of this prospectus. In order to be quoted on the OTCBB, a market maker must file an application on our behalf in order to make a market for our common stock. There can be no assurance that a market maker will agree to file the necessary documents with FINRA, which operates the OTC Bulletin Board, nor can there be any assurance that such an application for quotation will be approved.

In addition, there is no assurance that our common stock will trade at market prices in excess of the initial offering price as prices for the common stock in any public market which may develop will be determined in the marketplace and may be influenced by many factors, including the depth and liquidity.

#### **DILUTION**

Dilution represents the difference between the offering price of the shares of common stock and the net tangible book value per share of common stock immediately after completion of the offering. The shares of common stock offered hereunder are issued and outstanding and will be sold by the selling security holders at a price of \$.10 per share until the Company's common stock is quoted on the OTC Bulletin Board. Thereafter the selling security holders will sell at prevailing market prices. The net tangible book value per share of the Company's common stock prior to the offering hereunder is \$0.02 per share, and after the offering hereunder will be \$0.02 per share, determined by dividing the net tangible book value (tangible assets minus liabilities) by the number of shares of common stock outstanding before and after the offering hereunder.

#### **SELLING SECURITY HOLDERS**

The common shares being offered for resale by the selling security holders consist of the 566,500 shares of our common stock held by 44 shareholders. Such shareholders include the holders of 566,500 shares sold in our private offering pursuant to Regulation D Rule 506 completed on June 8, 2010 at an offering price of \$0.10.

The following table sets forth the name of the selling security holders, the number of shares of common stock beneficially owned by each of the selling stockholders as of December 1, 2010 and the number of shares of common stock being offered by the selling stockholders. The shares being offered hereby are being registered to permit public secondary trading, and the selling stockholders may offer all or part of the shares for resale from time to time. However, the selling stockholders are under no obligation to sell all or any portion of such shares nor are the selling stockholders obligated to sell any shares immediately upon effectiveness of this prospectus. All information with respect to share ownership has been furnished by the selling stockholders.

Name	Shares of Common Stock Beneficially Owned Prior To Offering (1)	Maximum Number of Shares of Common Stock to be Offered	Number of Shares of Common Stock Beneficially Owned After Offering	Percent Ownership After Offering (2)
Alt, Ellen	2,500	2,500	0	0%
Alt, Jeffrey A. & Cheryl L.	5,000	5,000	0	0%
Bullins, Ronnie Ray	2,500	2,500	0	0%
Cline, John G. & Nina S.	50,000	15,000	35,000	0%
Coker, James (3)	95,000	30,000	65,000	0%
Coker, Peggy L	150,000	50,000	100,000	0%
Crumpler, David	2,500	2,500	0	0%
Culhane, Marian	50,000	15,000	35,000	0%
Curley, Kenneth R.	2,500	2,500	0	0%
Dietz, Scott C.	50,000	15,000	35,000	0%
Dillon, Gregory & Lisa	50,000	15,000	35,000	0%
Falmlen, Scott	50,000	15,000	35,000	0%
Flora, Amanda & David	16,000	5,000	11,000	0%
Holbrook, Barbara K. & W. Paul	100,000	30,000	70,000	0%
Holbrook, Curtis L.	20,000	5,000	15,000	0%
Holbrook, Dan	20,000	5,000	15,000	0%
Jackson, Morgan C.	50,000	15,000	35,000	0%
Koplish, Daniel E.	50,000	15,000	35,000	0%
Lavery, Hugh	5,000	5,000	0	0%
Lopsonzski, Michael	10,000	10,000	0	0%
Lovig, Sally A. (4)	2,500	2,500	0	0%
Mann, Jennifer L.	50,000	15,000	35,000	0%
Monroe, John	12,000	4,000	8,000	0%
Monroe, Sarah	95,000	30,000	65,000	0%
Nowell, Matt	10,000	10,000	0	0%
Phoenix Associates, Inc.	250,000	50,000	200,000	0%
Reichard, Stephen H.	100,000	30,000	70,000	0%
Rivera, Daniel	150,000	50,000	100,000	0%
Shannonside, LLC	2,500	2,500	0	0%
Tejeda, Barbara	150,000	50,000	100,000	0%
Tejeda, Maria I.	100,000	30,000	70,000	0%
Thomas, Bettie H.	50,000	15,000	35,000	0%
Tobin, Laura & Michael A.	30,000	10,000	20,000	0%
Young, Michelle G.	2,500	2,500	0	0%
Zamborsky, David A. & Meghan	17,000	5,000	12,000	0%
<b>TOTAL</b>	<b>1,802,500</b>	<b>566,500</b>	<b>1,236,000</b>	<b>0%</b>

- (1) Beneficial ownership is determined in accordance with the rules and regulations of the SEC. In computing the number of shares beneficially owned by a person and the percentage ownership of that person, securities that are currently convertible or exercisable into shares of our Common Stock, or convertible or exercisable into shares of our Common Stock within 60 days of the date hereof are deemed outstanding. Such shares, however, are not deemed outstanding for the purposes of computing the percentage ownership of any other person. Except as indicated in the footnotes below, each stockholder named in the table has sole voting and investment power with respect to the shares set forth opposite such stockholder's name.
- (2) The percentage of beneficial ownership is based on 6,802,500 shares of Common Stock outstanding post-offering.
- (3) James Coker is an Officer and Director of the Company.
- (4) Sally A. Lovig is the mother of Deborah Lovig, our President, Chief Executive Officer, Chief Financial Officer, and Director.

To our knowledge, none of the selling shareholders, other than James Coker, our Secretary and Director:

- has had a material relationship with us other than as a shareholder at any time within the past three years;
- has ever been one of our officers or directors; or
- are broker-dealers or affiliated with broker-dealers.

#### PLAN OF DISTRIBUTION

The selling security holders may sell some or all of their shares at a fixed price of \$0.10 per share until our shares are quoted on the OTCBB and thereafter at prevailing market prices or privately negotiated prices. Prior to being quoted on the OTC Bulletin Board, shareholders may sell their shares in private transactions to other individuals. Although our common stock is not listed on a public exchange, we will be filing to obtain a listing on the OTCBB concurrently with the filing of this prospectus. In order to be quoted on the OTC Bulletin Board, a market maker must file an application on our behalf in order to make a market for our common stock. There can be no assurance that a market maker will agree to file the necessary documents with FINRA, which operates the OTC Bulletin Board, nor can there be any assurance that such an application for quotation will be approved. However, sales by selling security holders must be made at the fixed price of \$0.10 until a market develops for the stock.

Once a market has developed for our common stock, the shares may be sold or distributed from time to time by the selling stockholders, who may be deemed to be underwriters, directly to one or more purchasers or through brokers or dealers who act solely as agents, at market prices prevailing at the time of sale, at prices related to such prevailing market prices, at negotiated prices or at fixed prices, which may be changed. The distribution of the shares may be effected in one or more of the following methods:

- ordinary broker transactions, which may include long or short sales;
- transactions involving cross or block trades on any securities or market where our common stock is trading;
- through direct sales to purchasers or sales effected through agents;
- through transactions in options, swaps or other derivatives (whether exchange listed or otherwise);
- any combination of the foregoing.

In addition, the selling stockholders may enter into hedging transactions with broker-dealers who may engage in short sales, if short sales are permitted, of shares in the course of hedging the positions they assume with the selling stockholders. The selling stockholders may also enter into option or other transactions with broker-dealers that require the delivery by such broker-dealers of the shares, which shares may be resold thereafter pursuant to this prospectus. To our best knowledge, none of the selling security holders are broker-dealers or affiliates of broker dealers.

We will advise the selling security holders that the anti-manipulation rules of Regulation M under the Exchange Act may apply to sales of shares in the market and to the activities of the selling security holders and their affiliates. In addition, we will make copies of this prospectus (as it may be supplemented or amended from time to time) available to the selling security holders for the purpose of satisfying the prospectus delivery requirements of the Securities Act. The selling security holders may indemnify any broker-dealer that participates in transactions involving the sale of the shares against certain liabilities, including liabilities arising under the Securities Act.

Brokers, dealers, or agents participating in the distribution of the shares may receive compensation in the form of discounts, concessions or commissions from the selling stockholders and/or the purchasers of shares for whom such broker-dealers may act as agent or to whom they may sell as principal, or both (which compensation as to a particular broker-dealer may be in excess of customary commissions). Neither the selling stockholders nor we can presently estimate the amount of such compensation. We know of no existing arrangements between the selling stockholders and any other stockholder, broker, dealer or agent relating to the sale or distribution of the shares. We will not receive any proceeds from the sale of the shares of the selling security holders pursuant to this prospectus. We have agreed to bear the expenses of the registration of the shares, including legal and accounting fees, and such expenses are estimated to be approximately \$40,000.

Notwithstanding anything set forth herein, no FINRA member will charge commissions that exceed 8% of the total proceeds of the offering.

## DESCRIPTION OF SECURITIES TO BE REGISTERED

### General

We are authorized to issue an aggregate number of 110,000,000 shares of capital stock, of which 100,000,000 shares are common stock, \$0.0001 par value per share, and 10,000,000 shares are preferred stock, \$0.0001 par value per share.

### Common Stock

We are authorized to issue 100,000,000 shares of common stock, \$0.0001 par value per share. Currently, there are 6,802,500 shares of common stock issued and outstanding.

The holders of our common stock:

- have equal ratable rights to dividends from funds legally available if and when declared by our board of directors;
- are entitled to share ratably in all of our assets available for distribution to holders of common stock upon liquidation, dissolution or winding up of our affairs;
- do not have preemptive, subscription or conversion rights and there are no redemption or sinking fund provisions or rights; and
- are entitled to one non-cumulative vote per Share on all matters on which shareholders may vote.

### Preferred Stock

We are authorized to issue 10,000,000 shares of preferred stock, \$0.0001 par value per share. Currently, there are no shares of preferred stock issued and outstanding.

### Dividends

We have not paid any cash dividends to our shareholders. The declaration of any future cash dividends is at the discretion of our board of directors and depends upon our earnings, if any, our capital requirements and financial position, our general economic conditions, and other pertinent conditions. It is our present intention not to pay any cash dividends in the foreseeable future, but rather to reinvest earnings, if any, in our business operations.

### Warrants

There are no outstanding warrants to purchase our securities.

### Options

There are no outstanding options to purchase our securities.

### **Transfer Agent and Registrar**

Currently we do not have a stock transfer agent and we function as our own transfer agent. We intend to engage a stock transfer agent in the near future.

## INTERESTS OF NAMED EXPERTS AND COUNSEL

No expert or counsel named in this prospectus as having prepared or certified any part of this prospectus or having given an opinion upon the validity of the securities being registered or upon other legal matters in connection with the registration or offering of the common stock was employed on a contingency basis, or had, or is to receive, in connection with the offering, a substantial interest, direct or indirect, in the registrant or any of its parents or subsidiaries. Nor was any such person connected with the registrant or any of its parents or subsidiaries as a promoter, managing or principal underwriter, voting trustee, director, officer, or employee.

The financial statements included in this prospectus and the registration statement have been audited by Webb & Company, P.A. to the extent and for the periods set forth in their report appearing elsewhere herein, and are included in reliance upon such report given upon the authority of said firm as experts in auditing and accounting.

## DESCRIPTION OF BUSINESS

### The Company

The Company will focus primarily on providing management services, including renovation, marketing and renting, to larger real estate development firms and hedge funds that purchase foreclosed and distressed vacation rental properties in North and South Carolina. These properties become non-performing assets on the defaulted lender's balance sheet. Lenders are especially motivated to sell these properties to improve their own financial filings. Below-market value properties represent a significant business opportunity as a significant percentage of owners are being forced to sell these properties at bargain prices due to financial constraints and the softening of the real estate market in general.

The Company was formed in December 2009 to take advantage of the economic downturn and the resulting depression in the real estate market, especially the vacation home market in North and South Carolina.

Deborah Lovig started in December 2009 to launch the Company and initiate efforts to build strategic partnerships with hedge funds and developers that are focused on REO and distressed properties that can be renovated and then be managed by the Company.

While we have had some limited success finding distressed properties, it is finding the time necessary to bring deals to a close that takes much longer than first anticipated. As a result, we began approaching larger real estate developers and hedge funds that own or are looking to purchase REO properties and are interested in working with a third party to manage the renovation and renting of these properties. We will also explore business opportunities in other fields. The Company will attempt to obtain green energy solutions for its portfolio of properties and possibly to license or resell these solutions to other property owners. Ms. Lovig has global-scale expertise in sustainability and energy efficiency solutions and the Company will attempt to install solutions such as LED lighting, solar power and solar heating for its properties under management. It may act as a reseller of these solutions to other property management firms. The Company will also seek to acquire access to commercial/industrial level solutions such as geothermal and Frigitek (fan speed controls for cooling condensers) that have potential to be repositioned or re-engineered for residential applications. These solutions would be obtained through a nonexclusive patent license agreement. The company is initially working with Madison Energy Group on an exclusive licensing agreement for the sale of Frigitek products.

We began operations in December of 2009. We maintain our principal offices at 710 Wellingham Drive, Durham, NC 27713, and our telephone number is (919) 656-8646.

### Business Overview

Real Estate Restoration and Rental, Inc. was established in December 2009 to develop, rent and manage foreclosed and distressed vacation rental properties in North and South Carolina. Seasonal properties are rented at varying rates depending on the season. In our target area of North and South Carolina, highest rental pricing at the beaches is captured for May 28 through Aug. 19, which is considered the high season. Lowest rental pricing is Jan. 1 through May 6 and Sept. 3 through Dec. 31, which is considered off-season.

Our business strategy is to take advantage of the significant increase in foreclosure activity that is occurring and expected to continue in the real estate market. The growing incidence of foreclosure is related to a large number of adjustable rate mortgages (ARMs) that will be affected by significant interest rate resets in the next five years. Many ARM-financed properties are predicted to go into foreclosure, providing a significant opportunity to purchase properties at thirty percent (30%) or more below market value. Many large real estate developers and hedge funds are focused on acquiring foreclosed or distressed properties and turning them into profitable rentals. The Company plans to act as a property manager for these larger organizations, providing services ranging from renovation to rental management.

Nearly 25 percent of U.S. mortgages — 10 million — carry adjustable interest rates, according to the Mortgage Bankers Association. Of the 7.7 million households that took out ARMs in the last two years, up to one million could lose their homes in foreclosure in the next five years, according to First American Real Estate Solutions.

In spite of reports that the economy is improving, research in 2010 indicates that the rate of foreclosure is accelerating.

*According to an article titled, “Mortgage Delinquencies Decline,” by Nick Timiraos published on WSJ.com in November 2010, “The number of U.S. households behind on their mortgage payments declined during the third quarter, but the number of newly initiated foreclosures rose as banks continued to clear a backlog of delinquent loans. Nearly 13.5 percent of home loans were 30 days or more past due or in foreclosure at the end of September, representing seven million households, according to the Mortgage Bankers Association quarterly survey. That rate is down from 14.4 percent one year ago but still up from 10 percent two years ago.”*

*An article titled, “Foreclosures,” published in October on NYTimes.com noted, “...In the first quarter of 2010, there were 930,000 foreclosure filings – an increase of 7 percent from the previous quarter and 16 percent from the first three months of 2009, according to recent data from RealtyTrac, an online marketer of foreclosed properties. Some six million borrowers were more than 60 days delinquent. About 11.5 percent of borrowers were in default, up from 5-7 percent from two years earlier.”*

*An article titled, “Fewer Homeowners Behind on Mortgage Payments,” that was published in November 2010 on CNNMoney.com noted that “Mortgage delinquency rates dropped in the last three months – but only because more borrowers had their homes repossessed...’Delinquency rates dropped pretty sharply,’ said Michael Fratantoni, Mortgage Bankers Association vice president of research and economics. ‘mostly from a reduction in the 90-plus days late category. That represents a move to the next category of delinquency – foreclosure starts.’”*

We will focus primarily on providing renovation and management services for Real Estate Owned (“REO”) properties located in desirable North and South Carolina beaches. REO properties failed to sell at foreclosure auction and are therefore owned by the defaulted lender. These properties become non-performing assets on the defaulted lender’s balance sheet. As financial institutions, these lenders become especially motivated to sell these properties to strengthen their own financial profile. Large real estate development and hedge funds are actively acquiring REO properties, buying at below-market rates with the expectation of turning these properties into profitable rentals or sales. As a reference, professional Realtors with whom we have spoken reported that one-quarter of the vacation homes sold in a 30-day period in late 2009 at Topsail Island, NC, were REO properties.

#### Employees

We currently have two employees: (1) Deborah Lovig, our President and Director, who works 30 hours per week as the general contractor; and (2) James Coker, our Secretary and Director, who works 2-3 hours per week. All repair and restoration work is completed with third-party contractors.

#### Business Development

We seek to develop mutually beneficial business relationships with real estate developers and hedge funds that are focused on acquiring below-market properties in highly desirable vacation areas of North and South Carolina. Our ability to fully implement this marketing program is dependent upon proper use of our financing proceeds. If we use our cash faster than originally planned, we may be required to substantially curtail our business development efforts as well as face higher costs for renovating and managing properties. The implementation of a scaled-back program would slow our revenue growth.

#### Marketing and Sales

Our initial marketing efforts are geared toward developing mutually beneficial business relationships with developers and fund managers that own and continue to acquire distressed vacation properties. Once we have management contracts with the property owners, our efforts will extend to marketing and promoting the properties for rent.

## Competition

We face competition from many individuals and companies seeking to capitalize on the looming ARM-related foreclosure boom. See “RISK FACTORS” For more information. We believe, however, that the market for REO properties is growing rapidly enough to support the entry of numerous new players, including us.

## Regulation and Litigation in the Real Estate Industry

We cannot predict the outcome of legislative and regulatory initiatives in the future. Depending on these outcomes, there may be a materially adverse effect on the Company’s business prospects. See “RISK FACTORS” for more information.

## **DESCRIPTION OF PROPERTY**

Our principal executive office is located at 710 Wellingham Drive, Durham, NC 27713, and our telephone number is (919) 656-8646. Office space is provided by our President, Deborah Lovig, at no cost to us.

## **LEGAL PROCEEDINGS**

From time to time, we may become involved in various lawsuits and legal proceedings, which arise, in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these or other matters may arise from time to time that may harm our business. We are currently not aware of any such legal proceedings or claims that we believe will have a material adverse effect on our business, financial condition or operating results.

## **MARKET FOR COMMON EQUITY AND RELATED STOCKHOLDER MATTERS**

There is presently no public market for our shares of common stock. We anticipate applying for quoting of our common stock on the OTCBB upon the effectiveness of the registration statement of which this prospectus forms apart. However, we can provide no assurance that our shares of common stock will be quoted on the OTCBB or, if quoted, that a public market will materialize.

## Holders of Capital Stock

As of the date of this registration statement, we had a total of 45 holders of our common stock.

## Rule 144 Shares

As of the date of this registration statement, we do not have any shares of our common stock that are currently available for sale to the public in accordance with the volume and trading limitations of Rule 144.

## Stock Option Grants

We do not have any stock option plans.

## Registration Rights

We have not granted registration rights to the selling shareholders or to any other persons.

**REAL ESTATE RESTORATION AND RENTAL, INC.  
(A DEVELOPMENT STAGE COMPANY)**

**CONTENTS**

PAGE	F-1	REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM
PAGE	F-2	BALANCE SHEET AS OF JUNE 30, 2010.
PAGE	F-3	STATEMENT OF OPERATIONS FOR THE PERIOD FROM DECEMBER 15, 2009 (INCEPTION) TO JUNE 30, 2010.
PAGE	F-4	STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY FOR THE PERIOD FROM DECEMBER 15, 2009 (INCEPTION) TO JUNE 30, 2010.
PAGE	F-5	STATEMENT OF CASH FLOWS FOR THE PERIOD FROM DECEMBER 15, 2009 (INCEPTION) TO JUNE 30, 2010.
PAGES	F-6 - F-10	NOTES TO FINANCIAL STATEMENTS.

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**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Board of Directors of  
Real Estate Restoration and Rental, Inc.  
(A Development Stage Company)

We have audited the accompanying balance sheet of Real Estate Restoration and Rental, Inc. (a development stage company) (the "Company") as of June 30, 2010 and the related statements of operations, changes in stockholders' equity and cash flows for the period from December 15, 2009 (inception) to June 30, 2010. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly in all material respects, the financial position of Real Estate Restoration and Rental, Inc. (a development stage company) as of June 30, 2010 and the results of its operations and its cash flows for the period ending June 30, 2010 in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 5 to the financial statements, the Company is in the development stage with limited operations, a net loss of \$37,925 for the period ending June 30, 2010 and used cash in operations from inception of \$29,725. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management's plans concerning these matters are also described in Note 5. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

WEBB & COMPANY, P.A.  
*Certified Public Accountants*

Boynton Beach, Florida  
September 24, 2010

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Balance Sheet**

**ASSETS**

**June 30, 2010**

**Current Assets**

Cash	\$	141,125
Prepaid Expense		2,500
<b>Total Assets</b>	<b>\$</b>	<b><u>143,625</u></b>

**LIABILITIES AND STOCKHOLDERS' EQUITY**

**Current Liabilities**

Accounts Payable	\$	7,500
<b>Total Liabilities</b>		<b><u>7,500</u></b>

**Commitments and Contingencies**

**Stockholders' Equity**

Preferred stock, \$0.0001 par value; 10,000,000 shares authorized, none issued and outstanding		-
Common stock, \$0.0001 par value; 100,000,000 shares authorized, 6,782,500 shares issued and outstanding		678
Additional paid-in capital		173,372
Deficit accumulated during the development stage		(37,925)
<b>Total Stockholders' Equity</b>		<b><u>136,125</u></b>
<b>Total Liabilities and Stockholders' Equity</b>	<b>\$</b>	<b><u>143,625</u></b>

See accompanying notes to financial statements

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Statement of Operations**

	<b>For the period from December 15, 2009 (inception) to June 30, 2010</b>
<b>Operating Expenses</b>	
Professional fees	\$ 24,725
General and administrative	13,200
<b>Total Operating Expenses</b>	<b><u>37,925</u></b>
<b>LOSS FROM OPERATIONS BEFORE INCOME TAXES</b>	<b>(37,925)</b>
<b>Provision for Income Taxes</b>	<b><u>-</u></b>
<b>NET LOSS</b>	<b><u>\$ (37,925)</u></b>
<b>Net Loss Per Share - Basic and Diluted</b>	<b><u>\$ (0.01)</u></b>
<b>Weighted average number of shares outstanding during the period - Basic and Diluted</b>	<b><u>5,879,084</u></b>

See accompanying notes to financial statements

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Statement of Changes in Stockholders' Equity**  
**For the period from December 15, 2009 (Inception) to June 30, 2010**

	<u>Preferred Stock</u>		<u>Common stock</u>		<u>Additional paid-in capital</u>	<u>Deficit accumulated during the development stage</u>	<u>Total Stockholders' Equity</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balance December 15, 2009	-	\$ -	-	\$ -	\$ -	\$ -	\$ -
Common stock issued for services to founder (\$0.0001 per share)	-	-	4,000,000	400	-	-	400
Common stock issued for cash to founder (\$0.0001 per share)	-	-	1,000,000	100	-	-	100
Common stock issued for cash (\$0.10/ per share)	-	-	1,782,500	178	178,072	-	178,250
Stock Offering Costs	-	-	-	-	(7,500)	-	(7,500)
In kind contribution of services	-	-	-	-	2,800	-	2,800
Net loss for the period December 15, 2009 (inception) to June 30, 2010	-	-	-	-	-	(37,925)	(37,925)
<b>Balance, June 30, 2010</b>	<b>-</b>	<b>\$ -</b>	<b>6,782,500</b>	<b>\$ 678</b>	<b>\$ 173,372</b>	<b>\$ (37,925)</b>	<b>\$ 136,125</b>

See accompanying notes to financial statements

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Statement of Cash Flows**

**For the period from  
December 15, 2009  
(inception) to  
June 30, 2010**

**Cash Flows Used in Operating Activities:**

Net Loss	\$	(37,925)
Adjustments to reconcile net loss to net cash used in operations		
In-kind contribution of services		2,800
Shares issued to founder for services		400
Changes in operating assets and liabilities:		
(Increase)/Decrease in prepaid expenses		(2,500)
(Decrease) Increase in accounts payable and accrued expenses		7,500
<b>Net Cash Used In Operating Activities</b>		<b><u>(29,725)</u></b>

**Cash Flows From Financing Activities:**

Proceeds from issuance of common stock, net of offering costs		170,850
<b>Net Cash Provided by Financing Activities</b>		<b><u>170,850</u></b>

**Net Increase in Cash** 141,125

Cash at Beginning of Period -

**Cash at End of Period** **\$ 141,125**

**Supplemental disclosure of cash flow information:**

Cash paid for interest	\$	-
Cash paid for taxes	\$	-

See accompanying notes to financial statements

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO FINANCIAL STATEMENTS**  
**AS OF JUNE 30, 2010**

**NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ORGANIZATION**

**(A) Organization**

Real Estate Restoration and Rental, Inc. (a development stage company) (the "Company") was incorporated under the laws of the State of Nevada on December 15, 2009. The Company will focus on providing renovation and management services to larger real estate developers and hedge funds that own and are acquiring additional vacation rental properties in North and South Carolina at below-market prices. The Company provides property management services ranging from completing necessary renovation work to marketing and renting the properties on a seasonal basis at a profit. The Company will also seek to acquire access to commercial level solutions such as geothermal and Frigitek products that can be re-engineered for residential applications with the Company's nonexclusive patent license agreement.

Activities during the development stage include developing the business plan and raising capital.

**(B) Use of Estimates**

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

**(C) Cash and Cash Equivalents**

The Company considers all highly liquid temporary cash investments with an original maturity of three months or less to be cash equivalents. At June 30, 2010, the Company had no cash equivalents.

**(D) Loss Per Share**

Basic and diluted net loss per common share is computed based upon the weighted average common shares outstanding as defined by FASB ASC No. 260, "Earnings Per Share." As of June 30, 2010 there were no common share equivalents outstanding.

**(E) Income Taxes**

The Company accounts for income taxes under FASB Codification Topic 740-10-25 ("ASC 740-10-25"). Under ASC 740-10-25, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under ASC 740-10-25, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO FINANCIAL STATEMENTS**  
**AS OF JUNE 30, 2010**

As of June 30, 2010, the Company has a net operating loss carryforward of approximately \$34,725 available to offset future taxable income through June 30, 2030. The valuation allowance at June 30, 2010 was \$13,388. The net change in the valuation allowance for the year ended June 30, 2010 was an increase of \$13,388. The valuation allowance was established to reduce the deferred tax asset to the amount that will more likely than not be realized. This is necessary due to the Company's continued operating losses and the uncertainty of the Company's ability to utilize all of the net operating loss carryforwards before they will expire through the year 2030.

The net deferred tax liability in the accompanying balance sheet includes the following amounts of deferred tax assets and liabilities:

	<u>June 30, 2010</u>
Deferred tax liability:	\$ -
Deferred tax asset	
Net Operating Loss Carryforward	13,388
Valuation allowance	(13,388)
Net deferred tax asset	-
<b>Net deferred tax liability</b>	<b>\$ -</b>

The components of income tax expense related to continuing operations are as follows:

	<u>2010</u>
<b>Federal</b>	
Current	\$ -
Deferred	-
	<u>\$ -</u>
<b>State and Local</b>	
Current	\$ -
Deferred	-
	<u>\$ -</u>

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO FINANCIAL STATEMENTS**  
**AS OF JUNE 30, 2010**

The Company's income tax expense differed from the statutory rates (federal 34% and state 4.55%) as follows:

	<b>For the Period Ended June 30, 2010</b>
Statutory rate applied to earnings before income taxes:	\$ (14,620)
Increase (decrease) in income taxes resulting from:	
State income taxes	-
Change in deferred tax asset valuation allowance	13,388
Non-deductible expenses	1,232
<b>Income Tax Expense</b>	<b>\$ -</b>

**(F) Business Segments**

The Company operates in one segment and therefore segment information is not presented.

**(G) Revenue Recognition**

The Company will recognize revenue on arrangements in accordance with FASB ASC No. 605, "Revenue Recognition". In all cases, revenue is recognized only when the price is fixed and determinable, persuasive evidence of an arrangement exists, the service is performed and collectability of the resulting receivable is reasonably assured. The Company recognizes rental revenue in accordance with FASB ASC No. 840-25. FASB ASC No. 840-25 requires that rental revenue be recognized on a straight line basis over the term of the lease for operating leases.

**NOTE 2 STOCKHOLDERS' EQUITY**

**(A) Common Stock Issued for Cash**

For the period ended June 30, 2010, the Company issued 1,782,500 shares of common stock for \$178,250(\$0.10/share) less stock offering costs of \$7,500. The Company also issued 1,000,000 shares of common stock to its founder for \$100 (\$0.0001 per share) (See note 4).

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO FINANCIAL STATEMENTS**  
**AS OF JUNE 30, 2010**

**(B) In-Kind Contribution**

For the period ended June 30, 2010, a shareholder of the Company contributed services having a fair value of \$2,800 (See Note 4).

**(C) Stock Issued for Services**

On December 19, 2009, the Company issued 4,000,000 shares of common stock to its founder having a fair value of \$400 (\$0.0001/share) in exchange for services provided (See Note 4).

**NOTE 3 COMMITMENTS**

On February 16, 2010, the Company entered into a consulting agreement to receive administrative and other miscellaneous services. The Company is required to pay \$5,000 a month. The agreement is to remain in effect unless either party desired to cancel the agreement.

**NOTE 4 RELATED PARTY TRANSACTIONS**

For the period ended June 30, 2010, a shareholder of the Company contributed services having a fair value of \$2,800 (See Note 2(B)).

On December 19, 2009, the Company issued 5,000,000 shares of common stock to its founder having a fair value of \$500 (\$0.0001/share) in exchange for services and cash (See Note 2 (A) and 2 (C)).

**NOTE 5 GOING CONCERN**

As reflected in the accompanying financial statements, the Company is in the development stage with limited operations, used cash in operations of \$29,725 from inception and has a net loss since inception of \$37,925. This raises substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital and implement its business plan. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management believes that actions presently being taken to obtain additional funding and implement its strategic plans provide the opportunity for the Company to continue as a going concern.

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO FINANCIAL STATEMENTS**  
**AS OF JUNE 30, 2010**

**NOTE 6**    **SUBSEQUENT EVENTS**

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through September 24, 2010, the date the financial statements were issued.

On September 24, 2010, the Company entered into a 10 year patent license agreement for a product which reduces energy consumption and carbon emissions of commercial coolers. The fee for the license is \$30,000 and royalty payments of 14% of net sales.

**REAL ESTATE RESTORATION AND RENTAL, INC.  
(A DEVELOPMENT STAGE COMPANY)**

**CONTENTS**

PAGE	F-12	CONDENSED BALANCE SHEETS AS OF SEPTEMBER 30, 2010 (UNAUDITED) AND AS OF JUNE 30, 2010.
PAGE	F-13	CONDENSED STATEMENTS OF OPERATIONS FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010 AND FOR THE PERIOD DECEMBER 15, 2009 (INCEPTION) TO SEPTEMBER 30, 2010 (UNAUDITED)
PAGE	F-14	CONDENSED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY FOR THE PERIOD FROM DECEMBER 15, 2009 (INCEPTION) TO SEPTEMBER 30, 2010 (UNAUDITED)
PAGE	F-15	CONDENSED STATEMENTS OF CASH FLOWS FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010 AND FOR THE PERIOD DECEMBER 15, 2009 (INCEPTION) TO SEPTEMBER 30, 2010 (UNAUDITED)
PAGES	F-16 - F-19	NOTES TO CONDENSED FINANCIAL STATEMENTS (UNAUDITED)

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Condensed Balance Sheets**

<u>ASSETS</u>	<u>September 30, 2010</u> (Unaudited)	<u>June 30, 2010</u>
<b>Current Assets</b>		
Cash	\$ 88,975	\$ 141,125
Prepaid Expense	2,500	2,500
<b>Total Current Assets</b>	<u>91,475</u>	<u>143,625</u>
Licensing Rights, net	<u>29,951</u>	<u>-</u>
<b>Total Assets</b>	<u><u>\$ 121,426</u></u>	<u><u>\$ 143,625</u></u>
 <b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>  		
<b>Current Liabilities</b>		
Accounts Payable	\$ 9,647	\$ 7,500
<b>Total Liabilities</b>	<u>9,647</u>	<u>7,500</u>
<b>Commitments and Contingencies</b>		
	-	-
<b>Stockholders' Equity</b>		
Preferred stock, \$0.0001 par value; 10,000,000 shares authorized, none issued and outstanding	-	-
Common stock, \$0.0001 par value; 100,000,000 shares authorized, 6,802,500 and 6,782,500 shares issued and outstanding, respectively	680	678
Additional paid-in capital	174,745	173,372
Deficit accumulated during the development stage	(63,646)	(37,925)
<b>Total Stockholders' Equity</b>	<u>111,779</u>	<u>136,125</u>
<b>Total Liabilities and Stockholders' Equity</b>	<u><u>\$ 121,426</u></u>	<u><u>\$ 143,625</u></u>

See accompanying notes to condensed unaudited financial statements.

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Condensed Statements of Operations**  
**(Unaudited)**

	<b><u>For the Three Months Ended September 30, 2010</u></b>	<b><u>For the period from December 15, 2009 (inception) to September 30, 2010</u></b>
<b>Operating Expenses</b>		
Professional fees	\$ 23,832	\$ 48,557
General and administrative	1,889	15,089
<b>Total Operating Expenses</b>	<b><u>25,721</u></b>	<b><u>63,646</u></b>
<b>LOSS FROM OPERATIONS BEFORE INCOME TAXES</b>	<b>(25,721)</b>	<b>(63,646)</b>
<b>Provision for Income Taxes</b>	<b>-</b>	<b>-</b>
<b>NET LOSS</b>	<b><u>\$ (25,721)</u></b>	<b><u>\$ (63,646)</u></b>
<b>Net Loss Per Share - Basic and Diluted</b>	<b><u>\$ -</u></b>	
<b>Weighted average number of shares outstanding</b>	<b><u>6,791,758</u></b>	

See accompanying notes to condensed unaudited financial statements.

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Condensed Statement of Changes in Stockholders' Equity**  
**For the period from December 15, 2009 (Inception) to September 30, 2010**  
**(Unaudited)**

	Preferred Stock		Common stock		Additional paid-in capital	Deficit accumulated during the development stage	Total Stockholder's Equity
	Shares	Amount	Shares	Amount			
Balance December 15, 2009	-	\$ -	-	\$ -	-	\$ -	\$ -
Common stock issued for services to founder (\$0.0001 per share)	-	-	4,000,000	400	-	-	400
Common stock issued for cash to founder (\$0.0001 per share)	-	-	1,000,000	100	-	-	100
Common stock issued for cash (\$0.10/ per share)	-	-	1,782,500	178	178,072	-	178,250
Stock Offering Costs	-	-	-	-	(7,500)	-	(7,500)
In kind contribution of services	-	-	-	-	2,800	-	2,800
Net loss for the period December 15, 2009 (inception) to June 30, 2010	-	-	-	-	-	(37,925)	(37,925)
Balance, June 30, 2010	-	-	6,782,500	678	173,372	(37,925)	136,125
Common stock issued for cash (\$0.10/ per share)	-	-	20,000	2	1,998	-	2,000
Stock Offering Costs	-	-	-	-	(1,925)	-	(1,925)
In kind contribution of services	-	-	-	-	1,300	-	1,300
Net loss for period ended September 30, 2010	-	-	-	-	-	(25,721)	(25,721)
<b>Balance, September 30, 2010</b>	<b>-</b>	<b>\$ -</b>	<b>6,802,500</b>	<b>\$ 680</b>	<b>\$ 174,745</b>	<b>\$ (63,646)</b>	<b>\$ 111,779</b>

See accompanying notes to condensed unaudited financial statements.

**Real Estate Restoration and Rental, Inc.**  
**(A Development Stage Company)**  
**Condensed Statements of Cash Flows**  
**(Unaudited)**

	<b>For the Three Months Ended September 30, 2010</b>	<b>For the period from December 15, 2009 (inception) to September 30, 2010</b>
<b>Cash Flows Used in Operating Activities:</b>		
Net Loss	\$ (25,721)	\$ (63,646)
Adjustments to reconcile net loss to net cash used in operations		
In-kind contribution of services	1,300	4,100
Shares issued to founder for services	-	400
Amortization of licensing fee	49	49
Changes in operating assets and liabilities:		
(Increase)/Decrease in prepaid expenses	-	(2,500)
(Decrease) Increase in accounts payable and accrued expenses	2,147	9,647
<b>Net Cash Used In Operating Activities</b>	<b>(22,225)</b>	<b>(51,950)</b>
<b>Cash Flows From Investing Activities:</b>		
Purchase of License	(30,000)	(30,000)
<b>Net Cash Used In Investing Activities</b>	<b>(30,000)</b>	<b>(30,000)</b>
<b>Cash Flows From Financing Activities:</b>		
Proceeds from issuance of common stock, net of offering costs	75	170,925
<b>Net Cash Provided by Financing Activities</b>	<b>75</b>	<b>170,925</b>
<b>Net Increase (Decrease) in Cash</b>	<b>(52,150)</b>	<b>88,975</b>
Cash at Beginning of Period	141,125	-
<b>Cash at End of Period</b>	<b>\$ 88,975</b>	<b>\$ 88,975</b>
<b>Supplemental disclosure of cash flow information:</b>		
Cash paid for interest	\$ -	\$ -
Cash paid for taxes	\$ -	\$ -

See accompanying notes to condensed unaudited financial statements.

REAL ESTATE RESTORATION AND RENTAL, INC.  
(A DEVELOPMENT STAGE COMPANY)  
NOTES TO CONDENSED FINANCIAL STATEMENTS  
AS OF SEPTEMBER 30, 2010  
(UNAUDITED)

**NOTE 1**      **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ORGANIZATION(A)**

***(A) Basis of Presentation***

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and the rules and regulations of the Securities and Exchange Commission for interim financial information. Accordingly, they do not include all the information necessary for a comprehensive presentation of financial position and results of operations.

It is management's opinion however, that all material adjustments (consisting of normal recurring adjustments) have been made, which are necessary for a fair financial statements presentation. The results for the interim period are not necessarily indicative of the results to be expected for the year.

***(B) Use of Estimates***

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

***(C) Cash and Cash Equivalents***

The Company considers all highly liquid temporary cash investments with an original maturity of three months or less to be cash equivalents. At September 30, 2010 and June 30, 2010, the Company had no cash equivalents.

***(D) Loss Per Share***

Basic and diluted net loss per common share is computed based upon the weighted average common shares outstanding as defined by FASB ASC No. 260, "Earnings Per Share." As of September 30, 2010 there were no common share equivalents outstanding.

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**AS OF SEPTEMBER 30, 2010**  
**(UNAUDITED)**

**(E) Intangible Assets**

In accordance with Statement FASB Accounting Standards Codification No. 350, *Intangibles, Goodwill and Other*, requires that intangible assets with a finite life are amortized over its life and requires that goodwill and intangible assets be reviewed for impairment annually or more frequently if impairment indicators arise.

**(F) Income Taxes**

The Company accounts for income taxes under FASB Codification Topic 740-10-25 ("ASC 740-10-25"). Under ASC 740-10-25, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under ASC 740-10-25, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

**(G) Business Segments**

The Company operates in one segment and therefore segment information is not presented.

**(H) Revenue Recognition**

The Company will recognize revenue on arrangements in accordance with FASB ASC No. 605, "Revenue Recognition". In all cases, revenue is recognized only when the price is fixed and determinable, persuasive evidence of an arrangement exists, the service is performed and collectability of the resulting receivable is reasonably assured. The Company recognizes rental revenue in accordance with FASB ASC No. 840-25. FASB ASC No. 840-25 requires that rental revenue be recognized on a straight line basis over the term of the lease for operating leases.

**NOTE 2**            **INTANGIBLE ASSETS**

At September 30, 2010 and June 30, 2010 intangible assets are as follows:

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**AS OF SEPTEMBER 30, 2010**  
**(UNAUDITED)**

	<b>As of September 30, 2010</b>	<b>As of June 30, 2010</b>
License Agreement	30,000	-
Less Amortization	(49)	(-)
Total Property and Equipment	\$ 29,951	\$ -

Amortization expense for the three months ended September 30, 2010 and the period from December 15, 2009 (inception) to September 30, 2010 was \$43 and \$43 respectively.

**NOTE 3**     **STOCKHOLDERS' EQUITY**

***(A) Common Stock Issued for Cash***

For the period ended June 30, 2010, the Company issued 1,782,500 shares of common stock for \$178,250(\$0.10/share) less stock offering costs of \$7,500. The Company also issued 1,000,000 shares of common stock to its founder for \$100 (\$0.0001 per share) (See note 5).

During the months of August and September 2010, the Company issued 20,000 shares of common stock for \$2,000 less offering costs of \$1,925 (\$0.10/share).

***(B) In-Kind Contribution***

For the period ended June 30, 2010, a shareholder of the Company contributed services having a fair value of \$2,800 (See Note 5).

For the three months ended September 30, 2010, a shareholder of the Company contributed services having a fair value of \$1,300 (See Note 5).

***(C) Stock Issued for Services***

On December 19, 2009, the Company issued 4,000,000 shares of common stock to its founder having a fair value of \$400 (\$0.0001/share) in exchange for services provided (See Note 5).

**REAL ESTATE RESTORATION AND RENTAL, INC.**  
**(A DEVELOPMENT STAGE COMPANY)**  
**NOTES TO CONDENSED FINANCIAL STATEMENTS**  
**AS OF SEPTEMBER 30, 2010**  
**(UNAUDITED)**

**NOTE 4**      **COMMITMENTS**

On February 16, 2010, the Company entered into a consulting agreement to receive administrative and other miscellaneous services. The Company is required to pay \$5,000 a month. The agreement is to remain in effect unless either party desired to cancel the agreement.

**NOTE 5**      **RELATED PARTY TRANSACTIONS**

For the period ended June 30, 2010, a shareholder of the Company contributed services having a fair value of \$2,800 (See Note 3(B)).

For the three months ended September 30, 2010, a shareholder of the Company contributed services having a fair value of \$1,300 (See Note 3(B)).

On December 19, 2009, the Company issued 5,000,000 shares of common stock to its founder having a fair value of \$500 (\$0.0001/share) in exchange for services and cash (See Note 3 (A) and 3 (C)).

**NOTE 6**      **LICENSING RIGHTS**

On September 24, 2010 the Company entered into an agreement with a third party to purchase the rights of a license. Under the terms of the agreements the Company will have the rights to manufacture and sell the "EnerG2" product. As of September 30, 2010 the company paid \$30,000 for the acquisition of the patent. The amount as been classified as an asset and is being amortized over the life of the license.

**NOTE 7**      **GOING CONCERN**

As reflected in the accompanying financial statements, the Company is in the development stage with minimal operations, used cash in operations of \$51,950 from inception and has a net loss since inception of \$63,646. This raises substantial doubt about its ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to raise additional capital and implement its business plan. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management believes that actions presently being taken to obtain additional funding and implement its strategic plans provide the opportunity for the Company to continue as a going concern.

**NOTE 8**      **SUBSEQUENT EVENT**

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through November 18, 2010, the date the financial statements were issued.

## MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following plan of operation provides information which management believes is relevant to an assessment and understanding of our results of operations and financial condition. The discussion should be read along with our financial statements and notes thereto. This section includes a number of forward-looking statements that reflect our current views with respect to future events and financial performance. Forward-looking statements are often identified by words like believe, expect, estimate, anticipate, intend, project and similar expressions, or words which, by their nature, refer to future events. You should not place undue certainty on these forward-looking statements. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our predictions.

### Plan of Operations

Our company was established in December 2009 to provide renovation and management services to larger real estate developers and hedge funds that own and are acquiring additional vacation rental properties in North and South Carolina at below-market prices. We will provide property management services ranging from completing necessary renovation work to marketing and renting the properties on a seasonal basis at a profit.

Additionally, the Company will attempt to obtain green energy solutions for its portfolio of properties and possibly resale or license those solutions to other property owners. Ms. Lovig has global-scale experience in sustainability and energy efficiency solutions and the Company will attempt to install solutions such as LED lighting, solar power and solar heating for its properties. It may act as a reseller of these solutions to other property management firms. The Company will also seek to acquire access to commercial/industrial level solutions such as geothermal and Frigitek (fan speed controls for cooling condensers) that have potential to be repositioned or re-engineered for residential applications. These solutions would be obtained through a nonexclusive patent license agreement. The company is initially working with Madis on Energy Group on an exclusive licensing agreement for the sale of Frigitek products.

While we have had some limited success finding larger real estate developers and hedge fund managers who seek management services for their properties, it is taking considerably longer to get contracts in place for our management services than anticipated.

Over the next 12 months the company plans to focus primarily on finding institutions willing to lend into this market. If it becomes necessary to raise additional capital we may go out to our existing investor base and expand on it as possible. We may also look to align with a fund that may be seeking investment opportunities in this space. At the same time, we will continue to pursue the green energy solutions with Madison Energy Group with the expectation that the company will see some returns from this business in the next 12 months.

### Limited Operating History

We have not previously demonstrated that we will be able to expand our business. We cannot guarantee that the expansion efforts described in this prospectus will be successful. Our business is subject to risks inherent in growing an enterprise, including limited capital resources and possible rejection of our renovation services offering.

If the proceeds of our private placement prove to be insufficient to generate additional profits, future financing may not be available to us on acceptable terms. If financing is not available on satisfactory terms, we may be unable to continue expanding our operations. Equity financing will result in a dilution to existing shareholders.

### For the Period Ended September 30, 2010

For the period September 30, 2010, we had \$0 in revenue. Expenses for the period totaled \$25,721 resulting in a net loss of \$25,721. Expenses for the period consisted of \$23,832 in professional fees and \$1,889 for general and administrative expenses.

### Capital Resources and Liquidity

We raised cash to grow our business through a private placement that was completed on June 8, 2010. We have sufficient capital to continue operations into 2011. We anticipate receiving some revenue from the partnership with Madison Energy in 2011. We will seek to enter into agreements to provide our renovation and management service. We do not at this time anticipate seeking further equity investment. If we need additional cash and are unable to raise it, we will either have to suspend or cease our expansion plans entirely. Other than as described in this registration statement, we have no other financing plans.

We issued 5,000,000 Shares of common stock to Deborah Lovig pursuant to the exemption from registration set forth in section 4(2) of the Securities Act of 1933. Ms. Lovig, the founder of the Company, was issued 5,000,000 shares in exchange for \$100 in cash and \$400 worth of services which she provided to the Company.

We anticipate that depending on market conditions and our plan of operations, we may incur operating losses in the foreseeable future. Therefore, our auditors have raised substantial doubt about our ability to continue as a going concern.

### Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

## For the Year Ended June 30, 2010

### Results of Operations

For the period from December 15, 2009 (inception), to June 30, 2010, we had \$0 in revenue. Expenses for the period totaled \$37,925 resulting in a net loss of \$37,925. Expenses for the period consisted of \$24,725 in professional fees and \$13,200 for general and administrative expenses.

### Capital Resources and Liquidity

We raised cash to grow our business through a private placement that was completed on June 8, 2010. We have sufficient capital to continue operations into 2011. We anticipate receiving some revenue from the partnership with Madison Energy in 2011. We will seek to enter into agreements to provide our renovation and management service. We do not at this time anticipate seeking further equity investment. If we need additional cash and are unable to raise it, we will either have to suspend or cease our expansion plans entirely. Other than as described in this registration statement, we have no other financing plans.

We issued 5,000,000 Shares of common stock to Deborah Lovig pursuant to the exemption from registration set forth in section 4(2) of the Securities Act of 1933. Ms. Lovig, the founder of the Company, was issued 5,000,000 shares in exchange for \$100 in cash and \$400 worth of services which she provided to the Company.

We anticipate that depending on market conditions and our plan of operations, we may incur operating losses in the foreseeable future. Therefore, our auditors have raised substantial doubt about our ability to continue as a going concern.

### Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

## CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

There have been no changes in or disagreements with accountants on accounting or financial disclosure matters.

## DIRECTORS, EXECUTIVE OFFICERS, PROMOTERS AND CONTROL PERSONS

The following table sets forth the name and age of officers and director as of December 1, 2010. Our executive officers are elected annually by our Board of Director. Our executive officers hold their offices until they resign, are removed by the Board, or his successor is elected and qualified.

<b>Name</b>	<b>Age</b>	<b>Position</b>
Deborah Lovig	49	President, Chief Executive Officer, Chief Financial Officer, and Director
James Coker	31	Secretary and Director

Set forth below is a brief description of the background and business experience of our executive officers and directors for the past five years.

### **Ms. Deborah Lovig, age 49, President, Chief Executive Officer, Chief Financial Officer, Director.**

Deborah Lovig is our President, Chief Executive Officer, Chief Financial Officer and Director. Ms. Lovig is a successful marketing executive and entrepreneur who has worked with companies and corporations of all sizes and stages across a broad range of industries. During the past six years she has served as a marketing executive for Cree, a world-leading manufacturer of light-emitting diodes (LEDs). Throughout her 25-year career, she has specialized in developing business and marketing plans for start-up and early-stage companies seeking funding and rapid sales growth.

**Mr. James Coker, age 31, Secretary, Director**

Mr. James Coker was appointed as our Secretary and Director on April 27, 2010. Mr. Coker brings expertise in evaluating business opportunities and closing business deals that result in profits for the companies for which he has worked. He has recently been involved in developing rental property in the Philadelphia area. He has also served as a Regional Sales Manager for Siemens Corporation for the past five years. He is in charge of selling diagnostic imaging equipment to hospitals and imaging centers in Ohio. His responsibilities include selling capital equipment (greater than \$1,000,000) and service contracts, developing extensive product knowledge, consulting on future trends in healthcare and the reimbursement landscape, as well as managing customer relationships. During his tenure in Ohio, Siemens has doubled its market share in the territory and managed to expand its presence despite a sluggish economy. Mr. Coker graduated from Boston College in 2001 with a B.A. in Marketing.

Our directors are not considered independent under the listing standards of any national securities exchange.

**Board Committee**

The Company does not currently have a designated audit, nominating or compensation committee. The Company currently has no plans to form these separately designated Board committees.

**Term of Office**

Our directors are appointed for a one-year term to hold office until the next annual general meeting of our shareholders or until removed from office in accordance with our bylaws. Our officers are appointed by our board of directors and hold office until removed by the board.

**EXECUTIVE COMPENSATION**

Other than the 4,000,000 shares of common stock issued to Deborah Lovig for services which she provided to the Company, we have not paid any form of compensation to our executives. The compensation discussed herein addresses all compensation awarded to, earned by, or paid to the named officer, including base salaries, bonus awards and number of stock options granted, and certain other compensation, if any.

The Company has no employment agreement with Ms. Lovig. Ms. Lovig received compensation of 4,000,000 shares of common stock in exchange for \$400 worth of services she provided to the Company during the period ended June 30, 2010. The Company has no employment agreement with Mr. Coker. Mr. Coker received no compensation during the period ended June 30, 2010.

There are no other stock option plans, retirement, pension or profit sharing plans for the benefits of our officers and directors other than as described herein.

The following summary compensation table sets forth all compensation awarded to, earned by, or paid to the named executive officers paid by us during the period ended June 30, 2010.

**Summary Compensation Table**

<b>Name and Principal Position</b>	<b>Year</b>	<b>Salary (\$)</b>	<b>Bonus (\$)</b>	<b>Stock Awards (\$)</b>	<b>Option Awards (\$)</b>	<b>Non-Equity Incentive Plan Compensation (\$)</b>	<b>Non-Qualified Deferred Compensation Earnings (\$)</b>	<b>All Other Compensation (\$)</b>	<b>Totals (\$)</b>
Deborah Lovig, President, Chief Executive Officer, Chief Financial Officer, Director	2010	\$ 0	0	400	0	0	0	\$0	\$ 400
James Coker, Secretary, Director	2010	\$ 0	0	0	0	0	0	\$0	\$ 0

Option Grants Table. There were no individual grants of stock options to purchase our common stock made to the executive officers named in the above Summary Compensation Table for the period from December 15, 2009 (inception) through June 30, 2010.

Aggregated Option Exercises and Fiscal Year-End Option Value. There were no stock options exercised during period from inception through June 30, 2010 by the executive officers named in the Summary Compensation Table.

Long-Term Incentive Plan (“LTIP”) Awards. There were no awards made to named executive officers in the last completed fiscal year under any LTIP.

#### Compensation of Directors

Directors are permitted to receive fixed fees and other compensation for their services as directors. The Board of Directors has the authority to fix the compensation of directors. No amounts have been paid to, or accrued to, directors in such capacity.

#### Employment Agreements

Currently, we do not have any employment agreements in place.

### **SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT**

The following table provides the names and addresses of each person known to us to own more than 5% of our outstanding shares of common stock as of December 1, 2010 and by the officers and directors, individually and as a group. Except as otherwise indicated, all shares are owned directly and the shareholders listed possess sole voting and investment power with respect to the shares shown.

Name	Number of Shares Beneficially Owned	Percent of Class (1)
Deborah Lovig, President, CEO, CFO, Director 710 Wellingham Drive Durham, NC 27713	5,000,000	73.5%
James Coker, 258 Frankfort Square Columbus, OH 43206	95,000	1.4%
All Executive Officers and Directors as a group (1 person)	5,095,000	74.9%

(1) Based on 6,802,500 shares of common stock outstanding as of December 1, 2010

### **TRANSACTIONS WITH RELATED PERSONS, PROMOTERS AND CERTAIN CONTROL PERSONS**

Deborah Lovig, our President, Chief Executive Officer, Chief Financial Officer and Director, purchased 5,000,000 shares of our Common Stock on February 2, 2010 for \$100 in cash and \$400 worth of services which she provided to the Company.

James Coker, our Secretary and Director, purchased 80,000 share of our Common Stock on March 17, 2010 and an additional 15,000 shares of our Common Stock on April 2, 2010, for a total of 95,000 shares, for \$9,500.

Deborah Lovig may be deemed a promoter as defined in Rule 405 under the Securities Act of 1933.

## WHERE YOU CAN FIND ADDITIONAL INFORMATION

The Company will not voluntarily send an annual report to shareholders. The Company will file reports with the Securities and Exchange Commission and the public may read a copy of any materials we file with the Commission. You may obtain copies of these reports directly from us or from the SEC at the SEC's Public Reference Room at 100 F. Street, N.E. Washington, D.C. 20549, and you may obtain information about obtaining access to the Reference Room by calling the SEC at 1-800-SEC-0330. In addition, the SEC maintains information for electronic filers at its website <http://www.sec.gov>.

### DISCLOSURE OF COMMISSION POSITION ON INDEMNIFICATION OF SECURITIES ACT LIABILITIES

The Company's Certificate of Incorporation and By-Laws include provisions that eliminate the personal liability of the directors of the Company for monetary damages to the fullest extent possible under the laws of the State of Nevada or other applicable law. These provisions eliminate the liability of directors to the Company and its stockholders for monetary damages arising out of any violation of a director of his fiduciary duty of due care. Under Nevada law, however, such provisions do not eliminate the personal liability of a director for (i) breach of the director's duty of loyalty, (ii) acts or omissions not in good faith or involving intentional misconduct or knowing violation of law, (iii) payment of dividends or repurchases of stock other than from lawfully available funds, or (iv) any transaction from which the director derived an improper benefit. These provisions do not affect a director's liabilities under the federal securities laws or the recovery of damages by third parties.

We have been advised that in the opinion of the Securities and Exchange Commission indemnification for liabilities arising under the Securities Act is against public policy as expressed in the Securities Act, and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities is asserted by one of our directors, officers, or controlling persons in connection with the securities being registered, we will, unless in the opinion of our legal counsel the matter has been settled by controlling precedent, submit the question of whether such indemnification is against public policy to a court of appropriate jurisdiction. We will then be governed by the court's decision.

**REAL ESTATE RESOTRATION AND RENTAL, INC.**

**566 ,500 SHARES OF COMMON STOCK**

**PROSPECTUS**

YOU SHOULD RELY ONLY ON THE INFORMATION CONTAINED IN THIS DOCUMENT OR THAT WE HAVE REFERRED YOU TO. WE HAVE NOT AUTHORIZED ANYONE TO PROVIDE YOU WITH INFORMATION THAT IS DIFFERENT. THIS PROSPECTUS IS NOT AN OFFER TO SELL COMMON STOCK AND IS NOT SOLICITING AN OFFER TO BUY COMMON STOCK IN ANY STATE WHERE THE OFFER OR SALE IS NOT PERMITTED.

Until \_\_\_\_\_, all dealers that effect transactions in these securities, whether or not participating in this offering, may be required to deliver a prospectus. This is in addition to a dealer's obligation to deliver a prospectus when acting as underwriter and with respect to their unsold allotments or subscriptions.

**The Date of This Prospectus is \_\_\_\_\_, 2010**

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**PART II: INFORMATION NOT REQUIRED IN THE PROSPECTUS****Item 13. Other Expenses of Issuance and Distribution.**

Securities and Exchange Commission registration fee	\$	12.85
Federal Taxes	\$	0
State Taxes and Fees	\$	0
Transfer Agent Fees	\$	0
Accounting fees and expenses	\$	5,000
Legal fees and expense	\$	35,000
Blue Sky fees and expenses	\$	1,500
Miscellaneous	\$	0
<b>Total</b>	<b>\$</b>	<b>41,512.85</b>

All amounts are estimates other than the Commission's registration fee. We are paying all expenses of the offering listed above. No portion of these expenses will be borne by the selling shareholders. The selling shareholders, however, will pay any other expenses incurred in selling their common stock, including any brokerage commissions or costs of sale.

**Item 14. Indemnification of Directors and Officers.**

Our Certificate of Incorporation and By-Laws include provisions that eliminate the personal liability of our directors for monetary damages to the fullest extent possible under the laws of the State of Nevada or other applicable law. These provisions eliminate the liability of directors to the us and our stockholders for monetary damages arising out of any violation of a director of his fiduciary duty of due care. Under Nevada law, however, such provisions do not eliminate the personal liability of a director for (i) breach of the director's duty of loyalty, (ii) acts or omissions not in good faith or involving intentional misconduct or knowing violation of law, (iii) payment of dividends or repurchases of stock other than from lawfully available funds, or (iv) any transaction from which the director derived an improper benefit. These provisions do not affect a director's liabilities under the federal securities laws or the recovery of damages by third parties.

We have been advised that in the opinion of the Securities and Exchange Commission indemnification for liabilities arising under the Securities Act is against public policy as expressed in the Securities Act, and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities is asserted by one of our directors, officers, or controlling persons in connection with the securities being registered, we will, unless in the opinion of our legal counsel the matter has been settled by controlling precedent, submit the question of whether such indemnification is against public policy to a court of appropriate jurisdiction. We will then be governed by the court's decision.

**Item 15. Recent Sales of Unregistered Securities.**

We were incorporated in the State of Nevada on December 15, 2009. At that time 5,000,000 shares of common stock were issued to Deborah Lovig for a cash payment of \$100 and \$400 worth of services which Ms. Lovig provided to the Company. These shares were issued in reliance on the exemption under Section 4(2) of the Securities Act of 1933, as amended (the "Act") and were issued as founder's shares. These shares of our common stock qualified for exemption under Section 4(2) of the Securities Act of 1933 since the issuance shares by us did not involve a public offering. The offering was not a "public offering" as defined in Section 4(2) due to the insubstantial number of persons involved in the deal, size of the offering, manner of the offering and number of shares offered. We did not undertake an offering in which we sold a high number of shares to a high number of investors. In addition, Ms. Lovig had the necessary investment intent as required by Section 4(2) since he agreed to and received share certificates bearing a legend stating that such shares are restricted pursuant to Rule 144 of the 1933 Securities Act. This restriction ensures that these shares would not be immediately redistributed into the market and therefore not be part of a "public offering." Based on an analysis of the above factors, we have met the requirements to qualify for exemption under Section 4(2) of the Securities Act of 1933 for this transaction.

We sold, through a Regulation D, Rule 506 private offering completed on June 8, 2010, a total of 1,802,500 shares of common stock to 44 investors, at a price of \$0.10 per share, for aggregate offering proceeds of \$180,250. The following sets forth the identity of persons to whom we sold these shares and the amount of shares owned by each shareholder:

<b>Name</b>	<b>Shares of Common Stock Beneficially Owned</b>
Alt, Ellen	2,500
Alt, Jeffrey A. & Cheryl L.	5,000
Bullins, Ronnie Ray	2,500
Cline, John G. & Nina S.	50,000
Coker, James (1)	95,000
Coker, Peggy L	150,000
Crumpler, David	2,500
Culhane, Marian	50,000
Curley, Kenneth R.	2,500
Dietz, Scott C.	50,000
Dillon, Gregory & Lisa	50,000
Falmlen, Scott	50,000
Flora, Amanda & David	16,000
Holbrook, Barbara K. & W. Paul	100,000
Holbrook, Curtis L.	20,000
Holbrook, Dan	20,000
Jackson, Morgan C.	50,000
Koplish, Daniel E.	50,000
Lavery, Hugh	5,000
Lopsonzski, Michael	10,000
Lovig, Sally A. (2)	2,500
Mann, Jennifer L.	50,000
Monroe, John	12,000
Monroe, Sarah	95,000
Nowell, Matt	10,000
Phoenix Associates, Inc.	250,000
Reichard, Stephen H.	100,000
Rivera, Daniel	150,000
Shannonside, LLC	2,500
Tejeda, Barbara	150,000
Tejeda, Maria I.	100,000
Thomas, Bettie H.	50,000
Tobin, Laura & Michael A.	30,000
Young, Michelle G.	2,500
Zamborsky, David A. & Meghan	17,000
<b>TOTAL</b>	<b>1,802,500</b>

(1) James Coker is an Officer and Director of the Company.

(2) Sally A. Lovig is the mother of Deborah Lovig, our President, Chief Executive Officer, Chief Financial Officer, and Director.

Please note that pursuant to Rule 506, all shares purchased in the Regulation D, Rule 506 offering were restricted in accordance with Rule 144 of the Securities Act of 1933. In addition, each of these shareholders were either "accredited investors" as defined in Rule 501 (a) of Regulation D promulgated under the Securities Act or "sophisticated investors" as defined in Rule 506(b)(2)(ii) of Regulation D promulgated under the Securities Act.

- (A) At the time of the offering we were not: (1) subject to the reporting requirements of Section 13 or 15 (d) of the Exchange Act; or (2) an “investment company” within the meaning of the federal securities laws.
- (B) Neither we, nor any of our predecessors, nor any of our directors, nor any beneficial owner of 10% or more of any class of our equity securities, nor any promoter currently connected with us in any capacity has been convicted within the past ten years of any felony in connection with the purchase or sale of any security.
- (C) The offers and sales of securities by us pursuant to the offerings were not attempts to evade any registration or resale requirements of the securities laws of the United States or any of its states.
- (D) None of the investors, other than (i) James Coker, our Secretary and Director, and (ii) Sally A. Lovig, the mother of Deborah Lovig, our President, Chief Executive Officer, Chief Financial Officer, and Director, are affiliated with any of our directors, officers or promoters or any beneficial owner of 10% or more of our securities.

We never utilized an underwriter for an offering of our securities. Other than the securities mentioned above, we have not issued or sold any securities.

**Item 16. Exhibits and Financial Statement Schedules.**

**EXHIBIT NUMBER DESCRIPTION**

3.1	Articles of Incorporation *
3.2	By-Laws *
5.1	Opinion of Anslow & Jaclin, LLP
23.1	Consent of Webb& Company, P.A.
23.2	Consent of Counsel (included as Exhibit 5.1)
99.1	Brunswick County Statistics
99.2	CNN Article
99.3	MBA Article
99.4	NYT Article
99.5	Pender County Statistics
99.6	WSJ Article

\* Incorporated by reference to Form S-1 filed on October 13, 2010

**Item 17. Undertakings.**

(A) The undersigned Registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this registration statement:

i. To include any prospectus required by section 10(a)(3) of the Securities Act of 1933;

ii. To reflect in the prospectus any facts or events arising after the effective date of the registration statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the registration statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than 20% change in the maximum aggregate offering price set forth in the "Calculation of Registration Fee" table in the effective registration statement.

iii. To include any material information with respect to the plan of distribution not previously disclosed in the registration statement or any material change to such information in the registration statement;

(2) That, for the purpose of determining any liability under the Securities Act of 1933, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(4) Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers and controlling persons of the registrant pursuant to the foregoing provisions, or otherwise, the registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the registrant of expenses incurred or paid by a director, officer or controlling person of the registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Act and will be governed by the final adjudication of such issue.

(5) Each prospectus filed pursuant to Rule 424(b) as part of a registration statement relating to an offering, other than registration statements relying on Rule 430B or other than prospectuses filed in reliance on Rule 430A, shall be deemed to be part of and included in the registration statement as of the date it is first used after effectiveness. Provided, however, that no statement made in a registration statement or prospectus that is part of the registration statement or made in a document incorporated or deemed incorporated by reference into the registration statement or prospectus that is part of the registration statement will, as to a purchaser with a time of contract of sale prior to such first use, supersede or modify any statement that was made in the registration statement or prospectus that was part of the registration statement or made in any such document immediately prior to such date of first use.

(6) That, for the purpose of determining liability of the registrant under the Securities Act of 1933 to any purchaser in the initial distribution of the securities: The undersigned registrant undertakes that in a primary offering of securities of the undersigned registrant pursuant to this registration statement, regardless of the underwriting method used to sell the securities to the purchaser, if the securities are offered or sold to such purchaser by means of any of the following communications, the undersigned registrant will be a seller to the purchaser and will be considered to offer or sell such securities to such purchaser:

- i. Any preliminary prospectus or prospectus of the undersigned registrant relating to the offering required to be filed pursuant to Rule 424;
- ii. Any free writing prospectus relating to the offering prepared by or on behalf of the undersigned registrant or used or referred to by the undersigned registrant;
- iii. The portion of any other free writing prospectus relating to the offering containing material information about the undersigned registrant or its securities provided by or on behalf of the undersigned registrant; and
- iv. Any other communication that is an offer in the offering made by the undersigned registrant to the purchaser.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized in the City of Durham, State of North Carolina on December 7 , 2010.

**REAL ESTATE RESTORATION AND RENTAL, INC.**

By: /s/Deborah Lovig

Name: Deborah Lovig  
Position: President, Chief Executive Officer,  
Chief Financial Officer, Principal Accounting  
Officer, Director

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

By: /s/Deborah Lovig

Name: Deborah Lovig  
Position: President, Chief Executive Officer,  
Chief Financial Officer, Principal Accounting  
Officer, Director

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Deborah Lovig and each of them, his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities (including his capacity as a director and/or officer of Real Estate Restoration and Rental , Inc) to sign any or all amendments (including post-effective amendments) to this registration statement and any and all additional registration statements pursuant to rule 462(b) of the Securities Act of 1933, as amended, and to file the same, with all exhibits thereto, and all other documents in connection therewith, with the SEC, granting unto each sa id attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

In accordance with the requirements of the Securities Act of 1933, as amended, this registration statement was signed below by the following persons in the capacities and on the dates stated.

By: /s/Deborah Lovig

Name: Deborah Lovig  
Position: President, Chief Executive Officer,  
Chief Financial Officer, Principal  
Accounting Officer, Director

By: /s/James Coker

Name: James Coker  
Position: Secretary & Director



Anslow + Jaclin

December 7, 2010

Real Estate Restoration & Rental, Inc.  
710 Wellingham Drive  
Durham, North Carolina 27713

Gentlemen:

You have requested our opinion, as counsel for Real Estate Restoration and Rental, Inc., a Nevada corporation (the "Company"), in connection with the registration statement on Amendment No.1 to Form S-1 (the "Registration Statement"), under the Securities Act of 1933 (the "Act"), filed by the Company with the Securities and Exchange Commission.

The Registration Statement relates to an offering of 566,500 shares of the Company's common stock.

We have examined such records and documents and made such examination of laws as we have deemed relevant in connection with this opinion. It is our opinion that the shares of common stock to be sold by the selling shareholders have been duly authorized and are legally issued, fully paid and non-assessable.

No opinion is expressed herein as to any laws other than the State of Nevada of the United States. This opinion opines upon Nevada law including the statutory provisions, all applicable provisions of the Nevada Constitution and reported judicial decisions interpreting those laws.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to our firm under the caption "Interests of Named Experts and Counsel" in the Registration Statement. In so doing, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Act and the rules and regulations of the Securities and Exchange Commission promulgated thereunder.

Very truly yours,

**ANSLOW & JACLIN, LLP**

By: /s/ Anslow & Jaclin, LLP  
ANSLOW & JACLIN, LLP

195 Route 9 South, Suite 204, Manalapan, New Jersey 07726  
Tel: (732) 409-1212 Fax: (732) 577-1188

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We hereby consent to the use in this Registration Statement on Form S-1 Amendment No. 1 of our report dated September 24, 2010 relating to the June 30, 2010 financial statements of Real Estate Restoration and Rental, Inc.

We also consent to the reference to our Firm under the caption "Experts" in the Registration Statement.

WEBB & COMPANY, P.A.  
*Certified Public Accountants*

Boynton Beach, Florida  
December 7, 2010



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## Brunswick County Foreclosures

Foreclosure Properties

Street/City/State/Zip	Status	Beds/Baths	Amount
Rice Mill Cir # 2 Sunset Beach, NC 28468	REOs	NA / NA	\$138,319
Hampton St NW Calabash, NC 28467	REOs	6 / 2	\$165,750
NW 28th St Oak Island, NC 28465	REOs	NA / NA	\$286,318
Jessica Ln SW Supply, NC 28462	REOs	NA / NA	\$228,650
Bimini Dr Winnabow, NC 28479	REOs	NA / NA	\$29,215

[View more properties in this area](#)



### Brunswick County Foreclosures

Search Foreclosures  
in Brunswick County

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Enter City   
OR Enter Zip Code

Select State **NC**

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County Search

Search All Property Types

Select **Brunswick County**

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New Foreclosures October 2010

<< Previous Next >>

North Carolina Foreclosure Laws

**Brunswick County Foreclosures**

- [Ash Foreclosures](#)
- [Bolivia Foreclosures](#)
- [Calabash Foreclosures](#)
- [Leland Foreclosures](#)
- [Longwood Foreclosures](#)
- [More...](#)

**Local Foreclosure Resources**

- [Brunswick County Real Estate Agents](#)
- [Stop Foreclosure in Brunswick County](#)

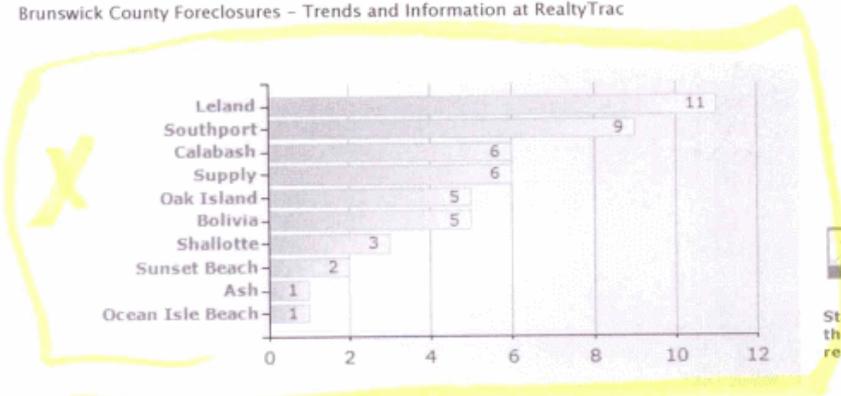
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- [Brunswick County Resale](#)

**State Facts**

**State Population:** 8,725,714  
**Households:** 3,966,549  
**Median Home Price:** n/a  
**State Foreclosure Trend:** ▼

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**Top 5 Foreclosures States**

- 5 California
- 5 Illinois
- 5 Florida
- 5 Arizona
- 5 Michigan

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Foreclosures	Real Estate	Mortgages						
Select An Area <input type="text" value="North Carolina"/>								
<b>NORTH CAROLINA TRENDS</b>								
	OCT.	YTD.						
New Foreclosure Filings	4,818	41,368						
Foreclosure Sales	325	5,868						
Avg Sales Price	\$ 199,429	\$ 195,837						
Total Savings	● 31 %	● 26 %						
<table border="1"> <thead> <tr> <th>Fair</th> <th>Good</th> <th>Excellent</th> </tr> </thead> <tbody> <tr> <td>0% - 10%</td> <td>11% - 30%</td> <td>31% +</td> </tr> </tbody> </table>			Fair	Good	Excellent	0% - 10%	11% - 30%	31% +
Fair	Good	Excellent						
0% - 10%	11% - 30%	31% +						
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Foreclosure Fiasco

# Fewer homeowners behind on mortgage payments

Recommend 145 people recommend this. Be the first of your friends.

By Les Christie, staff writer November 18, 2010 10:10 AM ET

NEW YORK (CNNMoney.com) -- Mortgage delinquency rates dropped in the last three months -- but only because more borrowers had their homes repossessed. You can't be late on your mortgage payment if you've already lost your home.

The number of mortgage borrowers behind in their loans dropped during the three months ended Sept. 30 to a seasonably adjusted 9.13%, according to a report released Thursday by the Mortgage Bankers Association.

76 46

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## Foreclosure Fiasco

Fewer homeowners behind on mortgage payments  
Servicers must improve loan modifications, say state AGs  
Repossessions fall 9% thanks to foreclosure freeze

However, that only includes loans that were at least one payment past due, not loans that are in the foreclosure process. The number of foreclosures started -- which happens typically after a borrower is 90-plus days late -- rose to 1.34% of all loans from 1.11% a quarter earlier.

"Delinquency rates dropped pretty sharply," said Michael Fratantoni, MBA's vice president of research and economics, "mostly from a reduction in 90-plus days late category. That represents a move to the next category of delinquency -- foreclosure starts."

### Obama administration sings new tune on foreclosures

So while overall delinquency rates are improving, it's only because foreclosures are being pushed through the pipeline faster.

"The foreclosure starts rate increased for all loan types and the foreclosure starts rate for prime fixed loans set a new record high in the survey, as more loans entered the foreclosure process," said Fratantoni

Right Now

- Top cities for cheap homes
- Black Friday's dirty little secrets
- Wal-Mart's holiday deals



What the election means for foreclosures and robo-signing  
 American dream fades for more as homeownership falls

Loans very seriously delinquent can sit in the pipeline for months, contributing to the high delinquency

rates quarter after quarter. If they exit quicker, it shows up in improved delinquency rates.

The foreclosure rate for prime fixed loans set a record high at 1.12%. That high rate for the safest loan category is an indication that the main causes of mortgage payment problems have continued to shift since the mortgage meltdown began back in 2007.

In the initial stage of the crisis, toxic subprime loans were the driving force behind the high default numbers. These were mortgages that were often unaffordable to begin with, their borrowers dependent on soaring home prices, which added value to their homes, to make them work.

Now, more fundamental economic issues, especially job losses, are the main causes of delinquency.

The economy is unlikely to improve substantially over the next few months, according to Fratantoni, and job growth will be sluggish. The MBA is forecasting that the unemployment rate will be around 9.5% through to the end of 2011.

"So much depends on the job market," Fratantoni said. "And while we're getting some job growth, it's still weak."

The robo-signing scandal, which broke in September and involved problems with filings of foreclosure related documents, had little or no impact on the MBA's delinquency statistics; it simply came too late.

But, by delaying foreclosure starts as the banks sort out all the problems, it could well increase foreclosure inventory numbers in the fourth quarter of 2011. ■

## Hot List

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Looking to buy a home? Hope you live in Indianapolis or Grand Rapids, two of the nation's most affordable cities for homebuyers.  
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### Black Friday 2010's dirty little secrets

Bargain-hungry Black Friday shoppers need to know these tricks before they hit stores on the day after Thanksgiving.  
[More](#)



### Lanvin for H&M hits stores

Upcoming Lanvin for H&M launch is likely to draw loads of fashionable shoppers with a preference for price cuts.  
[More](#)



## Mortgage & Savings Center

Mortgages	Home Equity Loan	Insurance	Credit Cards	CDs		
Overnight Avg Rate					Latest	Change
30 yr fixed					4.56%	4.43%
15 yr fixed					3.97%	3.81%
5/1 ARM					3.44%	3.33%
30 yr refi					4.46%	4.33%
15 yr refi					3.83%	3.69%

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Enter ZIP code

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## Press Release - NDS

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**Title:** Delinquencies, Foreclosure Starts Increase in Latest MBA National Delinquency Survey  
**Source:** MBA  
**Date:** 5/19/2010  
**Contacts:**  
 Name: Carolyn Kemp Phone: (202) 557-2727 Email: ckemp@mortgagebankers.org

**WASHINGTON, D.C. (May 19, 2010)** — The delinquency rate for mortgage loans on one-to-four-unit residential properties increased to a seasonally adjusted rate of 10.06 percent of all loans outstanding as of the end of the first quarter of 2010, an increase of 59 basis points from the fourth quarter of 2009, and up 94 basis points from one year ago, according to the Mortgage Bankers Association's (MBA) National Delinquency Survey. The non-seasonally adjusted delinquency rate decreased 106 basis points from 10.44 percent in the fourth quarter of 2009 to 9.38 percent this quarter.

The percentage of loans on which foreclosure actions were started during the first quarter was 1.23 percent, up three basis points from last quarter but down 14 basis points from one year ago.

The delinquency rate includes loans that are at least one payment past due but does not include loans in the process of foreclosure. The percentage of loans in the foreclosure process at the end of the first quarter was 4.63 percent, an increase of five basis points from the fourth quarter of 2009 and 78 basis points from one year ago. This represents another record high.

The combined percentage of loans in foreclosure or at least one payment past due was 14.01 percent on a non-seasonally adjusted basis, a decline from 15.02 percent last quarter.

The serious delinquency rate, the percentage of loans that are 90 days or more past due or in the process of foreclosure, was 9.54 percent, a decrease of 13 basis points from last quarter, but an increase of 230 basis points from the first quarter of last year.

### Caution regarding seasonally adjusted numbers

"The issue this quarter is that the seasonally adjusted delinquency rates went up while the unadjusted rates went down. Delinquency rates traditionally peak in the fourth quarter and fall in the first quarter and we saw that first quarter drop in the data. The question is whether the drop represents anything more than a normal seasonal decline or a more fundamental improvement. Most importantly, the normal seasonal drop is coming right at the point where we believe delinquencies could potentially be declining and the problem for the statistical models is determining which is which," said Jay Brinkmann, MBA's chief economist.

"The seasonal models say it is not a fundamental improvement and that the seasonal drop should have been larger to represent a true improvement, hence the increase in the seasonally adjusted numbers. Yet there is reason to believe the seasonally adjusted numbers could be too high. Simply put, fundamental market factors may be having a greater influence on the delinquency rates than is normally the case, but mathematical models have difficulty discerning the difference over a short period of time.

"Since discerning what represents a fundamental improvement versus a simply seasonal improvement is probably more of an art than a mathematical science at this point, the seasonally adjusted numbers should be viewed with a degree of caution.

### Continuation of trends seen last quarter

"Overall, we see a continuation of the pattern of declines in short-term delinquency rates, at least on a non-seasonally adjusted basis, the continued historically high share of delinquencies that are 90 days or more past due, and a leveling off in the pace of foreclosures.

"The economy has begun to generate jobs and layoffs have declined, although new claims for unemployment insurance remained higher in the first quarter than we expected. The percent of loans behind one payment had been declining as first-time claims for unemployment began falling in March 2009. Those new claims stopped falling during the first quarter of this year, which likely halted the decline in the underlying 30-day delinquency rate. If mortgage delinquencies are not yet clearly improving, it also appears they are not getting worse. However, a bad situation that is not getting worse is still bad.

"For several years, the four states of Florida, Arizona, Nevada, and California have dominated the national delinquency and foreclosure numbers. Florida is still getting worse, but California is showing signs of improvement. However, Washington, Maryland, Oregon, and Georgia showed the greatest overall increases in foreclosures started compared to last quarter," Brinkmann said.

### Change from last quarter (fourth quarter of 2009)

The seasonally adjusted delinquency rate increased for all loan types with the exception of FHA loans. On a seasonally adjusted basis, the delinquency rate stood at 6.17 percent for prime fixed loans, 13.52 percent for prime ARM loans, 25.69 percent for subprime fixed loans, 29.09 percent for subprime ARM loans, 13.15 percent for FHA loans, and 7.96 percent for VA loans. On a

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non-seasonally adjusted basis, the delinquency rate fell for all loan types.

The foreclosure starts rate increased for all loan types with the exception of subprime loans. The foreclosure starts rate increased six basis points for prime fixed loans to 0.69 percent, 17 basis points for prime ARM loans to 2.29 percent, 18 basis points for FHA loans to 1.46 percent, and eight basis points for VA loans to 0.89 percent. For subprime fixed loans, the rate decreased nine basis points to 2.64 percent and for subprime ARM loans the rate decreased 39 basis points to 4.32 percent.

#### Change from last year (first quarter of 2009)

Given the challenges in interpreting the true seasonal effects in these data when comparing quarter to quarter changes, it is important to highlight the year over year changes. The non-seasonally adjusted delinquency rate increased 151 basis points for prime fixed loans, 172 basis points for prime ARM loans, 343 basis points for subprime fixed loans, and 244 basis points for subprime ARM loans from the first quarter of 2009. The delinquency rate was 48 basis points lower for FHA loans and 12 basis points for VA loans relative to the same quarter a year ago.

The non-seasonally adjusted foreclosure starts rate increased eight basis points for prime fixed loans, 36 basis points for FHA loans and 17 basis points for VA loans compared to the first quarter of 2009. The rate decreased 22 basis points for prime ARM loans, 10 basis points for subprime fixed loans, and 259 basis points for subprime ARM loans on a year over year basis.

About half of the states saw increases in the rate of foreclosure starts on a year over year basis, with the largest increases coming in Oregon, North Carolina and Maryland. The largest decreases were in Florida, Rhode Island and California. Almost all of the states saw year-over year decreases in subprime ARM foreclosure starts while almost all had increases in prime fixed-rate and FHA foreclosure starts.

If you are a member of the media and would like a copy of the survey, please contact Carolyn Kemp at [ckemp@mortgagebankers.org](mailto:ckemp@mortgagebankers.org) or Melissa Key at [mkey@mortgagebankers.org](mailto:mkey@mortgagebankers.org). If you are not a member of the media and would like to purchase the survey, please call (800) 348-8653.

###

The Mortgage Bankers Association (MBA) is the national association representing the real estate finance industry, an industry that employs more than 280,000 people in virtually every community in the country. Headquartered in Washington, D.C., the association works to ensure the continued strength of the nation's residential and commercial real estate markets; to expand homeownership and extend access to affordable housing to all Americans. MBA promotes fair and ethical lending practices and fosters professional excellence among real estate finance employees through a wide range of educational programs and a variety of publications. Its membership of over 2,200 companies includes all elements of real estate finance: mortgage companies, mortgage brokers, commercial banks, thrifts, Wall Street conduits, life insurance companies and others in the mortgage lending field. For additional information, visit MBA's Web site: [www.mortgagebankers.org](http://www.mortgagebankers.org).

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## Foreclosures



Jim Wilson/The New York Times

Updated Oct. 21, 2010

When the housing boom began to cool in 2006, that set in motion a chain of events that was a disaster for millions of homeowners whose property has been seized by lenders. The plummeting property values that both followed from and accelerated foreclosures helped create the billion-dollar losses for lenders that brought the financial system to the brink of collapse in the fall of 2008. The recession that followed led to even greater homeowner delinquencies. And in the fall of 2010, what had become a foreclosure boom threatened to become a gigantic legal mess for banks, as evidence emerged of sloppy recordkeeping, cut corners and possible fraud.

Revelations that mortgage servicers failed to accurately document the seizure and sale of tens of thousands of homes have caused a public uproar and prompted lenders like Bank of America, JPMorgan Chase and GMAC Mortgage to temporarily halt foreclosures in many states. In October, all 50 state attorneys general announced that they would investigate foreclosure practices. The nation's largest electronic mortgage tracking system, MERS, has been criticized for losing documents and other sloppy practices and JPMorgan Chase announced that it no longer used the service.

Mortgage documents of all sorts were treated in an almost lackadaisical way during the dizzying mortgage lending spree from 2005 through 2007, according to court documents, analysts and interviews. Now those missing and possibly fraudulent documents are at the center of a potentially seismic legal clash that pits big lenders against homeowners and their advocates concerned that the lenders' rush to foreclose flouts private property rights.

In short, the legal disagreement amounts to whether banks can rely on flawed documentation to repossess homes.

Hundreds of thousands of households could be effected. In the first quarter of 2010, there were 930,000 foreclosure filings — an increase of 7 percent from the previous quarter and 16 percent from the first three months of 2009, according to recent data from RealtyTrac, an online

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**So Who Benefits From Protracted Foreclosures? Servicers!**

THE ASSOCIATED PRESS  
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Document problems in the foreclosure process have raised questions about the culpability of banks.



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marketer of foreclosed properties. Some six million borrowers were more than 60 days delinquent. About 11.5 percent of borrowers were in default, up from 5.7 percent from two years earlier.

The root of today's problems goes back to the boom years, when home prices were soaring and banks pursued profit while paying less attention to the business of mortgage servicing, or collecting and processing monthly payments from homeowners.

Banks spent billions of dollars in the good times to build vast mortgage machines that made new loans, bundled them into securities and sold those investments worldwide. Lowly servicing became an afterthought. When borrowers began to default in droves, banks found themselves in a never-ending game of catch-up, unable to devote enough manpower to modify, or ease the terms of, loans to millions of customers on the verge of losing their homes. Now banks are ill-equipped to deal with the foreclosure process.

The revelations about the sloppy paperwork emboldened homeowners and law enforcement officials in many states to challenge notarizations -- including those by so-called robo-signers, employees who approved hundreds of documents in a day -- and to question whether lenders rightfully hold the notes underlying foreclosed properties. Evictions were expected to slow sharply -- good news for many homeowners. But at the same time, the freezes further disrupted an already shaky housing market.

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By PAUL M. BARRETT

Two business journalists examine the toxic marriage between the housing market and Wall Street.

Updated 11/19/10

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**Delinquency Rate on Mortgages Falls**

By DAVID STREITFELD

The Mortgage Bankers Association reported the lowest delinquency rate since the beginning of 2009, lowered by loan modifications to some and evictions of others.

Updated 11/19/10

STATISTICS, FINANCIAL MARKETS AND UNITED STATES ECONOMY, MORTGAGES

**Deal Over Foreclosures Stays Out of Reach**

By DAVID STREITFELD and NELSON D. SCHWARTZ

Since all 50 states signed on to an investigation of big mortgage lenders, a public tug of war has ensued.

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ATTORNEYS GENERAL, BANK OF AMERICA CORP

**Bank of America's Call Center for Foreclosure Cases**

By NELSON D. SCHWARTZ

In California's Simi Valley, 4,000 employees of Bank of America handle 50,000 calls a day about mortgages and homes in peril.

Updated 11/19/10

EMPLOYMENT, SUBPRIME MORTGAGE CRISIS, MORTGAGES, SIMI VALLEY (CALIF), BANK OF AMERICA CORP, SENATE, HOUSE OF REPRESENTATIVES, DESOER, BARBARA J



**Bad Foreclosure Documents Could Threaten Banks, Panel Says**

By DAVID STREITFELD

A Congressional panel recommended new bank stress tests, saying forcing them to take back their bad loans could precipitate another crisis.

Updated 11/19/10

CONGRESS, BANKING AND FINANCIAL INSTITUTIONS, UNITED STATES POLITICS AND GOVERNMENT, CONGRESSIONAL OVERSIGHT PANEL

**DEBBOOK DEBATE:**

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Document problems in the foreclosure process have raised questions about the culpability of banks.



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**TimesCast | October 15, 2010**

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A growing number of photographers are using their craft to document the hidden side of the foreclosure crisis.



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The recession and predatory lending destroyed black income, and erased two decades of slow progress.



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**The Faces of Foreclosure**

People across the New York region tell their stories.



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**Mapping Foreclosures in the New York Region**

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129 Marcell Ln

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28425 Foreclosures	3 2 2,462
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HOMES | NOVEMBER 19 2010

Mortgage Delinquencies Decline

Number Reflects Stronger Economy, But Stubborn Jobless Rate Likely to Keep Foreclosure Rate High

Article

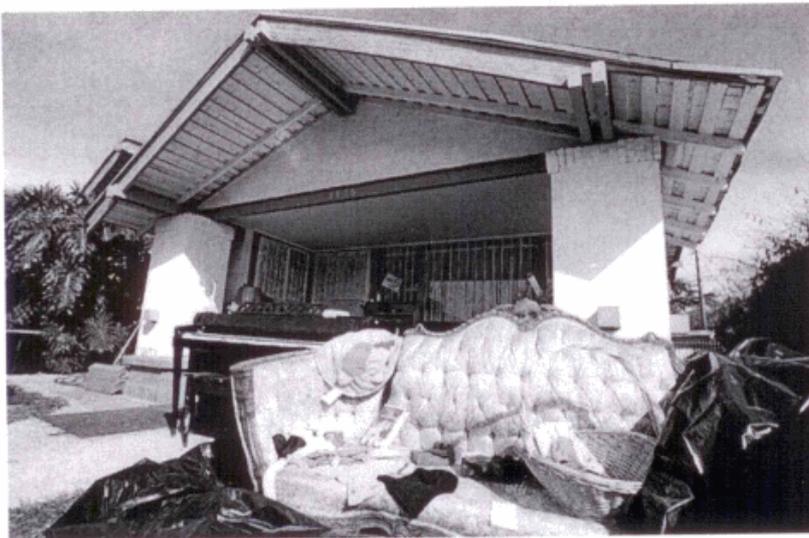
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By NICK TIMIRAOS



Reuters

A foreclosed home in Los Angeles. California has the nation's second highest delinquent-mortgage rate.

The number of U.S. households behind on their mortgage payments declined during the third quarter, but the number of newly initiated foreclosures rose as banks continued to clear a backlog of delinquent loans.

Nearly 13.5% of home loans were 30 days or more past due or in foreclosure at the end of September, representing around seven million households, according to the Mortgage Bankers Association quarterly survey. That rate is down from 14.4% one year ago but still up from 10% two years ago.

Developments Blog

Barney Frank: Homeowners Shouldn't Have False Hopes

The decline reflects an improving economy and is the latest sign that the worst of the mortgage crisis may be easing.

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Home Price Cuts at 18-Month High  
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on prices. Falling prices will hamstring homeowners who need to sell their homes because they can't make their payments.

Still, the housing market still faces considerable stress as tepid job growth and an overhang of unsold homes puts pressure

**Foreclosure Drag**

See how the length of time borrowers spend in their homes during delinquency and foreclosure has grown since 2007.



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Unless the economy improves faster, it's unlikely that loan delinquencies will decline significantly "just given the headwinds from the job market" and a large oversupply of homes, said Michael Fratantoni, the MBA's vice president for research and economics. "We still have a long way to go."

The number of loans considered seriously delinquent— meaning the borrower has missed at least three consecutive payments or is in foreclosure—dropped to 8.7%, the lowest level since the second quarter of 2009.

Meanwhile, the rate of newly-initiated foreclosures climbed to 1.34% in the third quarter from 1.11% during the previous quarter, driven heavily by foreclosures on prime fixed-rate loans, which increased to the highest level since the MBA began tracking that data in 1998.

The improvement in mortgage performance is "largely illusory" because much of it has resulted from loan modifications, which generally have a high rate of re-default, said Laurie Goodman, senior managing director at mortgage-bond trader Amherst Securities Group LP in New York.

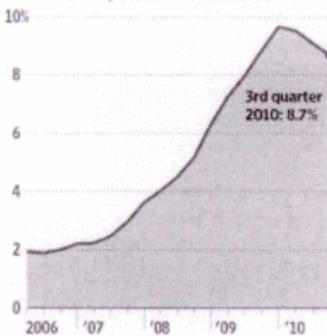
Separately, data released by the Treasury Department on Thursday showed that the number of homeowners receiving help under the Obama administration's Home Affordable Modification Program declined for the first time since the program began.

More homeowners in "trial" reduced-payment plans were ruled ineligible for a permanent modification, or simply missed their payments.

The bankers association data don't yet show the impact of foreclosures suspensions by several banks in certain states, which began in late September amid reports that foreclosure documents weren't being properly filed. Mr. Fratantoni said the delays were likely to inflate the share of homes in the foreclosure process in the fourth quarter and through the first half of next year.

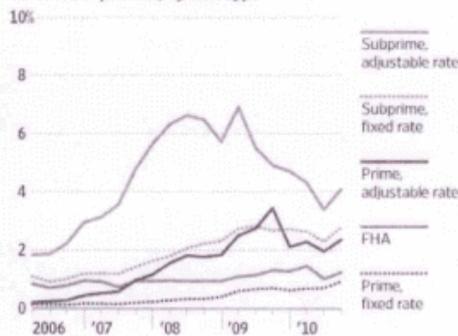
**Cleaning House | Delinquencies fall, but foreclosures rise**

Percentage of loans that are 90 days or more delinquent or in foreclosure



Source: Mortgage Bankers Association

Percentage of loans entering the foreclosure process, by loan type



The states with the highest rate of seriously delinquent loans at the end of September were Florida (19.5%), Nevada (17.8%), Illinois (10.8%), Arizona (10.8%), and New Jersey (10.7%).

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Florida, Arizona, Nevada and California have faced the most severe home-price declines and have the highest rate of loans that are 90 days or more past due.

But foreclosure inventory remains particularly high in states such as Florida, New Jersey and Illinois where banks must take back homes by going to court.

California, where judges don't have to approve foreclosures, has the second-highest rate of loans that are at least 90 days overdue, but it has only the 11th largest inventory of foreclosures. "There's a public policy success story to be told in California in terms of the speed with which they've been able to dispatch foreclosures," said Stan Humphries, chief economist at Zillow.com, a real-estate website.

Loan defaults began rising more than four years ago after easy lending practices and a variety of exotic mortgage products allowed millions of people to buy homes they couldn't ultimately afford. Initially, the mortgage crisis was confined to subprime mortgages, many of which were adjustable-rate mortgages that reset to higher levels that borrowers couldn't afford.

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Since 2008, the mortgage problem has spread to prime mortgages as high unemployment and sharp declines in home prices hurt the broader group of borrowers.

At the end of the third quarter, more than 11 million borrowers live in homes that are worth less than what they owe on the mortgage.

The MBA survey showed that prime fixed-rate loans and FHA-backed loans accounted for a majority of foreclosure starts for the first time since the crisis began, at 53%, up from 39% in the second quarter. Those mortgages can be harder to successfully modify without reducing loan balances, a step that banks and investors have been reluctant to take.

More homeowners who fall behind on their mortgages are staying in their homes longer as banks struggle to administer modifications. Among borrowers who were 90 days or more delinquent in September, one-third hadn't made any payments in more than one year, up from 18% one year earlier, according to LPS Applied Analytics.

**Write to Nick Timiraos** at [nick.timiraos@wsj.com](mailto:nick.timiraos@wsj.com)

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