

SECURITIES AND EXCHANGE COMMISSION

FORM 10QSB

Optional form for quarterly and transition reports of small business issuers under section 13 or 15(d)

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FILER

RECLAMATION CONSULTING & APPLICATIONS INC

CIK: **1100091** | IRS No.: **840703717** | State of Incorporation: **CO** | Fiscal Year End: **0630**
Type: **10QSB** | Act: **34** | File No.: **000-29881** | Film No.: **04816986**
SIC: **4953** Refuse systems

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U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-QSB

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES AND EXCHANGE ACT OF 1934

For the quarterly period ended: MARCH 31, 2004

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES AND EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number: 000-29881
RECLAMATION CONSULTING AND APPLICATIONS, INC.
(Formerly, Recycling Centers of America, INC.)
(Name of Small business Issuer as specified in its Charter)

Colorado
(State or other jurisdiction of Incorporation or organization)

58-2222646
(IRS Employer Identification No.)

23832 Rockfield Boulevard, Suite 275
Lake Forest, California 92630
(Address of Principal Executive Offices)

(949) 609-0590
(Issuer's Telephone Number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days:

Yes No

As of March 31, 2004, Reclamation Consulting and Applications, Inc. had 24,390,168 shares of Common Stock Outstanding.

Transitional Small Business Disclosure Format (check one):

Yes No

=====

RECLAMATION CONSULTING AND APPLICATIONS, INC.
(Formerly known as Recycling Centers of America, Inc.)

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Item 1. Financial Statements

RECLAMATION CONSULTING AND APPLICATIONS, INC.
(FORMERLY, RECYCLING CENTERS OF AMERICA, INC.)
BALANCE SHEET
MARCH 31, 2004
(Unaudited)

ASSETS

CURRENT ASSETS:

| | | |
|---------------------------|----|---------|
| Cash and Cash equivalents | \$ | 300 |
| Accounts receivable | | 139,900 |
| Inventory | | 61,791 |
| Prepaid expense | | 4,680 |

| | |
|-----------------------------|------------|
| Employee receivables | 14,305 |
| Interest receivables | 29,119 |
| Other receivables | 3,139 |
| Deposits | 380 |
| | ----- |
| Total current assets | 253,614 |
| PROPERTY AND EQUIPMENT, net | 13,261 |
| NON CURRENT ASSETS: | |
| Note receivable | 648,286 |
| | ----- |
| Total Assets | \$ 915,161 |
| | ===== |

LIABILITIES AND STOCKHOLDERS' DEFICIT

| | |
|--|--------------|
| CURRENT LIABILITIES: | |
| Accounts payable | \$ 128,355 |
| Accrued expenses | 369,897 |
| Note payable - shareholder | 125,213 |
| Convertible current loans - shareholders | 65,104 |
| | ----- |
| Total current liabilities | 688,569 |
| Long Term Liabilities | |
| Convertible Debentures | 55,850 |
| | ----- |
| Total liabilities | 744,419 |
| | ----- |
| STOCKHOLDERS' DEFICIT | |
| Common stock, \$.01 par value; | |
| Authorized shares 75,000,000, | |
| 24,390,168 shares issued and outstanding | 243,523 |
| Additional paid in capital | 10,433,993 |
| Treasury stock | (15,000) |
| Shares to be issued | 96,400 |
| Accumulated deficit | (10,588,174) |
| | ----- |
| Total stockholders' deficit | 170,742 |
| | ----- |
| | \$ 915,161 |
| | ===== |

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

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RECLAMATION CONSULTING AND APPLICATIONS, INC.
(FORMERLY, RECYCLING CENTERS OF AMERICA, INC.)
STATEMENTS OF OPERATIONS
FOR THE THREE MONTH AND NINE MONTH PERIODS ENDED MARCH 31, 2004 AND 2003
(Unaudited)

<table>
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| | Three month periods ended March 31, | | Nine month periods ended March 31, | |
|---|--|--------------|---------------------------------------|--------------|
| | 2004 | 2003 | 2004 | 2003 |
| Net revenue | \$ 116,481 | \$ 96,057 | \$ 162,011 | \$ 214,634 |
| Cost of revenue | 55,226 | 27,111 | 87,293 | 133,373 |
| Gross Profit | 61,255 | 68,946 | 74,718 | 81,261 |
| Total operating expenses | 180,638 | 408,310 | 1,352,467 | 1,358,067 |
| Loss from operations | (119,383) | (339,364) | (1,277,749) | (1,276,806) |
| Non-operating income (expense): | | | | |
| Interest income | 29,166 | - | 29,166 | - |
| Interest expense | (2,936) | (14,505) | (33,126) | (54,669) |
| Gain (loss) on Settlement of debts | - | 11,819 | (585,224) | 384,924 |
| Litigation settlement | (128,000) | - | (128,000) | - |
| Loss on Disposal of asset | - | - | (22,692) | - |
| Loss before income tax | (221,153) | (342,050) | (2,017,625) | (946,551) |
| Provision for income tax | - | - | 800 | 800 |
| Net loss | \$ (221,153) | \$ (342,050) | \$ (2,017,625) | \$ (947,351) |
| Basic and diluted weighted average shares outstanding* | 23,426,637 | 17,622,282 | 22,677,919 | 16,198,666 |
| Basic and diluted net loss per share | \$ (0.01) | \$ (0.02) | \$ (0.09) | \$ (0.06) |

*Weighted average number of shares used to compute basic and diluted loss per share is the same in these financial statements since the effect of dilutive securities is anti-dilutive.

The accompany notes are an integral part of these financial statements.

</table>

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RECLAMATION CONSULTING AND APPLICATIONS, INC.
(FORMERLY, RECYCLING CENTERS OF AMERICA, INC.)
STATEMENTS OF CASH FLOWS
FOR THE THREE MONTH AND NINE MONTH PERIODS ENDED MARCH 31, 2004 AND 2003
(Unaudited)

<table>

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2004

2003

CASH FLOWS FROM OPERATING ACTIVITIES

Net loss

\$ (2,018,425)

\$ (947,351)

| | | |
|---|-------------|-----------|
| Adjustments to reconcile net Loss to net cash used in operating activities: | | |
| Depreciation and amortization | 4,110 | 23,154 |
| Issuance of shares for services and compensation | 518,413 | 338,244 |
| Gain (Loss) on settlement of debts | 585,224 | (384,924) |
| Loss on disposal of fixed assets | 22,692 | - |
| (Increase)/decrease in current assets: | | |
| Accounts receivable | (112,780) | 45,234 |
| Inventory | 36,908 | (127,509) |
| Prepaid expenses | 4,931 | - |
| Employee advances | 1,790 | - |
| Interest receivable | (29,000) | - |
| Note receivable | (561,577) | - |
| Deposit | 630 | - |
| Other assets | (4,664) | (9,689) |
| Increase/(decrease) in current liabilities: | | |
| Accounts payable and accrued expenses | 70,181 | 218,053 |
| Customer deposit | 10,638 | - |
| | ----- | ----- |
| Total adjustments | 547,496 | 102,563 |
| | ----- | ----- |
| Net cash used in operating activities | (1,470,929) | (884,788) |
| | ----- | ----- |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisition of equipment | (1,217) | (90,365) |
| | ----- | ----- |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Payments on note payable | (195,707) | 827,715 |
| Proceeds from issuance of convertible debenture | - | 23,104 |
| Proceeds of note payable | 215,268 | (47,656) |
| Proceeds from loan | 15,000 | - |
| Payment from loans | (10,000) | - |
| Proceeds of shares to be issued | 78,900 | 120,315 |
| Proceeds from issuance of common stock | 1,368,985 | 10,000 |
| | ----- | ----- |
| Net cash provided by financing activities | 1,472,446 | 933,478 |
| | ----- | ----- |
| NET INCREASE/(DECREASE) IN CASH & CASH EQUIVALENTS | 300 | (1,675) |
| CASH & CASH EQUIVALENTS, BEGINNING BALANCE | 0 | 1,675 |
| | ----- | ----- |
| CASH & CASH EQUIVALENTS, ENDING BALANCE | \$ 300 | \$ 0 |
| | ===== | ===== |

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

</table>

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1. ORGANIZATIONS AND DESCRIPTION OF BUSINESS

Reclamation Consulting and Applications, Inc. (formerly, Recycling Centers of America, Inc.) (the "Company") is a Colorado corporation, originally formed in 1976 under the name of Vac-Tech Systems, Inc. The Company changed its name to Recycling Centers of America on March 26, 1999. On January 16, 2002, an article of amendment was filed to change the name of corporation to Reclamation Consulting and Applications, Inc. The Company as of June 30, 1998 had a wholly owned subsidiary Aquadynamic Technologies, Inc. (ATI). ATI had two subsidiaries,

Aquatek, Inc. and Wil-Flow, Inc. Wil-flow, Inc., on March 8, 1999, was dissolved and the patents on the technology were returned to its former owner and president as a result of the resolution of a lawsuit between the parties. In July of 2000, Aquatek, Inc. was sold back to its management for a cash purchase price of \$57,500.

Presently, the Company's primary business is production and sale of Alderox™ ASA-12™, KR-7™, TSR™, applicator systems and development name products Alderox™ cleaner-12 and Alderox™ Cleaner-7. ASA-12™ is an asphalt release agent that was developed by the Company in response to the industry's need for an effective, economical and environmentally friendly product. KR-7™ is a concrete release agent that was also developed by the company in response to industry's need for an effective, economical and environmentally friendly product. Alderox™ TSR™ was specifically designed as a non-stick agent for use in the tar sands industry. Both Cleaner-7 and Cleaner -12 were designed for use with Alderox™ ASA-12™ and KR-7™.

2. BASIS OF PRESENTATION

The accompanying unaudited condensed interim financial statements have been prepared in accordance with the rules and regulations of the Securities and Exchange Commission for the presentation of interim financial information, but do not include all the information and footnotes required by generally accepted accounting principles for complete financial statements. The audited financial statements for the year ended June 30, 2003 were filed on October 15, 2003 with the Securities and Exchange Commission and is hereby referenced. In the opinion of management, all adjustments considered necessary for a fair presentation have been included. Operating results for the nine-month period ended March 31, 2004 are not necessarily indicative of the results that may be expected for the year ended June 30, 2004.

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3. 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 reporting period. Actual results could differ from those estimates.

4. NEW ACCOUNTING PRONOUNCEMENTS

In December 2002, the FASB issued SFAS No. 148 "Accounting for Stock Based Compensation-Transition and Disclosure". SFAS No. 148 amends SFAS No. 123, "Accounting for Stock Based Compensation", to provide alternative methods of transition for a voluntary change to the fair value based method of accounting for stock-based employee compensation. In addition, this Statement amends the disclosure requirements of Statement 123 to require prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used, on reported results. The Statement is effective for the Companies' interim reporting period ending January 31, 2003.

In compliance with FAS No. 148, the Company has elected to continue to follow the intrinsic value method in accounting for its stock-based employee compensation plan as defined by APB No. 25 and has made the applicable disclosures below.

Had the Company determined employee stock based compensation cost based on a fair value model at the grant date for its stock options under SFAS 123, the Company's net earnings per share would have been adjusted to the pro forma amounts for the nine months ended March 31, 2004, as follows (\$ in thousands, except per share amounts). :

| | | |
|--|----|---------|
| Net loss - as reported | \$ | (2,018) |
| Stock-Based employee compensation expense included in reported net income, net of tax | | - |
| Total stock-based employee compensation expense determined under fair-value-based method for all rewards, net of tax | | (57) |
| | | ----- |
| Pro forma net loss | \$ | (2,075) |
| | | ===== |
| Earnings per share: | | |
| Basic, as reported | | (0.09) |
| Diluted, as reported | | (0.09) |
| Basic, pro forma | | (0.09) |
| Diluted, pro forma | | (0.09) |

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On May 15, 2003, the Financial Accounting Standards Board (FASB) issued FASB Statement No. 150 (FAS 150), Accounting for Certain Financial Instruments with Characteristics of both Liabilities and Equity. FAS 150 changes the accounting for certain financial instruments that, under previous guidance, could be classified as equity or "mezzanine" equity, by now requiring those instruments to be classified as liabilities (or assets in some circumstances) in the statement of financial position. Further, FAS 150 requires disclosure regarding the terms of those instruments and settlement alternatives. FAS 150 affects an entity's classification of the following freestanding instruments: a) Mandatorily redeemable instruments b) Financial instruments to repurchase an entity's own equity instruments c) Financial instruments embodying obligations that the issuer must or could choose to settle by issuing a variable number of its shares or other equity instruments based solely on (i) a fixed monetary amount known at inception or (ii) something other than changes in its own equity instruments d) FAS 150 does not apply to features embedded in a financial instrument that is not a derivative in its entirety. The guidance in FAS 150 is generally effective for all financial instruments entered into or modified after May 31, 2003, and is otherwise effective at the beginning of the first interim period beginning after June 15, 2003. For private companies, mandatorily redeemable financial instruments are subject to the provisions of FAS 150 for the fiscal period beginning after December 15, 2003. The adoption of SFAS 150 does not have a material effect on the earnings or financial position of the Company.

In December 2003, the Financial Accounting Standards Board (FASB) issued a revised Interpretation No. 46, "Consolidation of Variable Interest Entities" (FIN 46R). FIN 46R addresses consolidation by business enterprises of variable interest entities and significantly changes the consolidation application of consolidation policies to variable interest entities and, thus improves comparability between enterprises engaged in similar activities when those activities are conducted through variable interest entities. The Company does

not hold any variable interest entities.

5. NOTE RECEIVABLES

The note receivables include an amount of \$669,447 due from North American Systems Inc. (NAS), the sole United States distributor of the Company's line of Alderox™ products, working in Salt Lake City (SLC) under a revolving loan agreement. The receivable is against the sale of all the assets of the Company in SLC as well as other amounts transferred to the distributor at various times during the period according to the agreement with NAS and is secured by assets of NAS. Part of the agreement with NAS requires that the Company will provide loans to NAS to be used towards meeting the working capital requirements until such time when NAS is able to start paying the amount owed to the Company through sale of the Company's line of Alderox™ products. The receivable bears interest at the rate of 10% per annum. The agreement terminates October 14, 2005.

NSA also owes \$138,040 in account receivable to the Company.

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6. NOTES PAYABLE - SHAREHOLDER

Note Payable to various shareholders amounting \$125,212 bear an interest rate of 10 %, unsecured and are payable on demand. Interest expense for the nine-months ended March 31, 2004 and 2003 amounted to \$2,936 and \$14,505, respectively.

7. CONVERTIBLE LOANS-SHAREHOLDERS

The Company has convertible loans outstanding at March 31, 2004 for the amounts received before June 30, 2003 totaling \$65,104. The investor has an option to be paid in cash at 6 months including the interest at ten percent (10%) per annum or to convert the loan to restricted common stock at \$0.40 per share.

8. CONVERTIBLE DEBENTURES

The Company through a 506 D Securities Offerings solicited investment funds. The Convertible Debentures bear interest at ten percent (10%) per annum payable annually and are convertible into restricted common shares of the Company at \$0.40 per share. The Company has the right to change the conversion price of the debentures. The Debentures are unsecured and are due and payable by December 31, 2005 and amounted \$55,850 at March 31, 2004.

9. COMMITMENTS

The Company conducts its operations utilizing leased facilities and equipment under noncancellable operating lease agreements expiring at various dates through the year 2007. Future minimum lease commitments, excluding property taxes and insurance, are approximately as follows:

| | Period ending | |
|-------|---------------|---------|
| | March 31, | |
| | ----- | |
| 2005 | \$ | 75,408 |
| 2006 | | 66,480 |
| 2007 | | 50,535 |
| 2008 | | 23,653 |
| | ----- | |
| Total | \$ | 216,076 |
| | ===== | |

Rent expenses for all leased facilities and equipment were \$41,355 and \$84,570 for the period ended March 31, 2004 and 2003, respectively.

The commitments include the rentals of facilities in Salt Lake City, which are being used by the Company's distributor. The rent is being paid by company and charged to the distributor's account.

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10. NET LOSS PER SHARE

Net loss per share is calculated in accordance with the Statement of financial accounting standards No. 128 (SFAS No. 128), "Earnings per share". Basic net loss per share is based upon the weighted average number of common shares outstanding. Diluted net loss per share is based on the assumption that all dilutive convertible shares and stock options were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period.

Weighted average number of shares used to compute basic and diluted loss per share is the same in this financial statement since the effect of dilutive securities is anti-dilutive.

11. MAJOR CUSTOMERS AND CONCENTRATION OF CREDIT RISK

As the result of an agreement with North American Systems (NAS) to act as the sole distributor in selected territories and manufacturer of the company's only selling products ASA-12, 85% of the sales was to NAS. Accounts receivable from this customer amounted to \$138,040 at March 31, 2004. The Company did not have significant sales or receivable from this customer at March 31, 2003.

12. LITIGATION SETTLEMENT

The Company settled a lawsuit with two former employees during the three month period ended March 31, 2004. The former employees had alleged that the Company and its officer were liable to them for losses suffered by the former employees due to breach of employment contract.

Per the settlement agreement, the Company agreed to pay to the former employees in a total amount of \$128,000 in exchange of 200,000 shares of the Company's common stock. The payments will be paid in combined monthly installment of \$14,333. Per the settlement agreement, these settlements shall pay off before December 31, 2004. The Company has recorded \$128,000 as accrued expense in the accompanying financial statements.

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13. STOCKHOLDERS' EQUITY

Common Stock:

For the six month period ended December 31, 2003, the Company has the issuance of shares as per follows:

During the period ended December 31, 2003, the Company issued 1,516,794 shares

of common stock for cash amounting \$606,717, of which \$71,167 which was received in the prior period.

During the period ended December 31, 2003, the Company issued 1,516,131 shares of common stock for settlement of debt amounting \$609,230, resulting in a loss of \$577,724.

During the period ended December 31, 2003, the Company issued 84,359 shares of common stock for conversion of accrued interest amounting \$34,077.

During the period ended December 31, 2003, the Company issued 640,675 shares of common stock for services amounting \$486,913.

For the three month period ended March 31, 2004, the Company has the issuance of shares as per follows:

During the period ended March 31, 2004, the Company issued 1,844,650 shares of common stock for cash amounting \$821,450 of which \$231,000 was received in the prior period.

During the period ended March 31, 2004, the Company issued 30,000 shares of common stock for debt settlement amounting to \$12,000, agreed in the prior period.

During the period ended March 31, 2004, the Company issued 50,000 shares of common stock for services amounting \$31,500 which was awarded in the prior period.

Shares to be issued:

For the six month period ended December 31, 2003, the Company has the issuance of shares as per follows:

The Company received cash of \$443,400 for 1,016,000 shares to be issued during the period ended December 31, 2003.

The Company has 25,000 shares to be issued for settlement of debts of \$10,000 amounting \$17,500 resulting a loss of \$7,500.

For the nine month period ended March 31, 2004, the Company has the issuance of shares as per follows:

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As on March 31, 2004, the Company has 10,000 shares to be issued for service rendered by a consultant amounting to \$5,000.

The total shares to be issued as of March 31, 2004 are 96,400 shares which amounted to \$112,000 of which 73,400 shares were carried forward from prior period.

Stock Options:

For the nine month period ended March 31, 2004, the Company granted 150,000 of stock options to employees for compensation.

14. SUPPLEMENTAL DISCLOSURE OF CASH FLOWS

The Company prepares its statements of cash flows using the indirect method as defined under the Financial Accounting Standard No. 95.

The Company paid income tax \$800 for each nine month period ended March 31, 2004 and 2003. Interest expenses of \$2,936 and \$12,400 was paid during the three month period ended March 31, 2004 and 2003, respectively.

Supplemental disclosure of non-cash investing and financing activities:

The cash flow statements do not include following non-cash investing and financing activities:

The Company issued 690,675 and 778,125 shares of common stock for services during the period ended March 31, 2004 and 2003, respectively, for services amounting \$518,413 and \$338,244, respectively.

The Company cancelled 0 shares and 150,000 shares of common stock for the period ended March 31, 2004 and 2003, respectively.

For the period ended March 31, 2004 and 2003, the Company converted \$0 and \$499,092 note, respectively, plus interest of \$6,500 into 1,253,369 shares of common stock amounting \$351,616.

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For the period ended March 31, 2004, and 2003 the Company converted \$0 and \$194,000 of convertible debenture and \$80,000 of convertible note and interest of \$5,522 to 698,805 shares of common stock amounting \$202,653.

For the period ended March 31, 2004 and 2003, the Company issued 1,546,131 shares and 0 shares, respectively, of common stock for settlement of debt amounting \$621,230, resulting in a loss of \$585,224.

For the period ended March 31, 2004, and 2003, the Company issued 84,359 shares and 0 shares, respectively, of common stock for conversion of accrued interest amounting \$34,077 and \$0, respectively.

15. RELATED PARTY TRANSACTIONS

Certain of the Company's major shareholders have loaned money to the Company at various times. These loans bear interest at ten percent (10%) per annum. The Company issued 1,546,131 shares of common stock valued at \$1,206,454 for settlement of debt amounting \$621,230, resulting in a loss of \$585,224 in the nine month period ended March 31, 2004.

16. GAIN (LOSS) ON SETTLEMENT OF DEBTS

During the period ended March 31, 2003, the Company was released from its liability to pay for the note of \$199,075 from the creditor after a payment of \$44,996 to transfer the equipment. The Company recorded extinguishments of debt as gain of \$154,079 in the period ended March 31, 2003.

The Company converted notes of \$499,092 and interest payable amount of \$6,500 into 1,253,369 shares of common stock valued at \$351,616. The gain on this conversion amounting \$153,976 was recorded in the period ended March 31, 2003.

During the period ended March 31, 2003, the Company converted \$194,000 of convertible debenture and \$80,000 of convertible note and interest of \$5,522 to 698,805 shares of common stock amounting \$202,653. The gain on this conversion amounted to \$76,869.

For the period ended March 31, 2004 and 2003, the Company issued 1,546,131

shares and 0 shares, respectively, of common stock for settlement of debt amounting \$621,230, resulting in a loss of \$585,224.

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17. DISPOSAL OF MAJOR ASSETS

During the period ended December 31, 2003, the Company appointed North American Systems (NAS) as the sole distributor of Company's product ASA-12.

On August 1, 2003 the Company sold all the assets in Salt Lake City to NAS. The assets transferred had a carrying value of \$111,834. The Company recorded \$71,355 as a receivable from NAS and offset the remaining balance of \$40,479 against outstanding debts to NAS.

During the period ended December 31, 2003, the Company appointed North American Systems (NAS) as the sole distributor of Company's line of AlderoxTM products.

On August 1, 2003 the Company sold all the assets in Salt Lake City to NAS. The assets transferred had a carrying value of \$111,834. The Company recorded \$71,355 as a receivable from NAS and offset the remaining balance of \$40,479 against outstanding debts to NAS.

18. GOING CONCERN

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Company's assets and the satisfaction of its liabilities in the normal course of business. Through March 31, 2004, the Company had incurred cumulative losses of \$10,588,174 including net losses of \$2,018,425 for the period ended March 31, 2004. The Company had negative working capital of \$434,969 at March 31, 2004. The continuing losses have adversely affected the liquidity of the Company.

In view of the matters described in the preceding paragraph, recoverability of a major portion of the recorded asset amounts shown in the accompanying balance sheet is dependent upon continued operations of the Company, which in turn is dependent upon the Company's ability to raise additional capital, obtain financing and to succeed in its future operations. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Management has taken the following steps to revise its operating and financial requirements, which it believes are sufficient to provide the Company with the ability to continue as a going concern. Management devoted considerable effort during the period ended March 31, 2004, towards (i) obtaining additional equity financing (ii) controlling of salaries and general and administrative expenses (iii) management of accounts payable and (iv) evaluation of its distribution and marketing methods.

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Item 2. Management's Discussion and Analysis

Our primary business is production and sale of AlderoxTM ASA-12TM, AlderoxTM KR-7TM, TSR-TM, applicator systems and development name products AlderoxTM cleaner-12 and AlderoxTM Cleaner-7. ASA-12TM is an asphalt release agent that was developed by the Company in response to the industry's need for an effective, economical and environmentally friendly product. KR-7TM is a

concrete release agent that was also developed by the company in response to industry's need for an effective, economical and environmentally friendly product. Alderox™ TSR-TM was specifically designed as a non-stick agent for use in the tar sands industry. Both Cleaner-7 and Cleaner -12 were specifically developed for the removal of used Alderox™ ASA-12™ and Alderox™ KR-7.

As of August 1, 2003, the Company has entered into an agreement with North American Systems, Inc. (NAS) making NAS the sole United States distributor of the Alderox™ line of products. As part of the agreement, NAS has taken over the Company's Salt Lake City, Utah office. Additionally, NAS has taken over all the operating expenses related to the Salt Lake City operation. NAS is carrying forward the efforts of the Company to produce sales nationally. The Company has developed an applicator system at the request of one of these customers to further assist with cost savings and to reduce potential liability created by manually applying Alderox™ ASA-12™ to the truck beds. NAS has also taken over the sale of this applicator system.

Current Alderox™ ASA-12™ customers operate similar facilities both nationally and internationally. We have been providing Alderox™ ASA-12™ within the State of Utah with the intent of providing product to our same customers located in different states as we receive approval of our product within those states. Other customers within the United States will be approached through sales representatives of NAS.

On November 25, 2003 the Company entered into an agreement with Cooperative Holdings Corporation, a Delaware corporation, for the exclusive distribution of Alderox™ ASA-12™ and KR-7™ within the territory of Puerto Rico, U.S. and British Virgin Islands, Bahamas, Jamaica, Bermuda, and other nations commonly referred to as Caribbean countries.

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One December 5, 2003 the Company entered into an agreement with Bob Wolfe Investments, Limited. a company organized under the laws of Alberta, Canada operating as "Canadian Release Agents, Inc." for the exclusive distribution of Alderox™ ASA-12™, KR-7™ and TSR-TM within the territory of Canada.

On or about March 30, 2004 the Company entered into an Exclusive Distributorship Agreement with Topia Energy, Inc. whereas the Company obtained the exclusive right to distribute Topia Energy, Inc's BioDiesel fuel, BioDiesel Additives, and other BioDiesel related products in the Commercial Marine Industry and other industries first identified by the Company. There are no geographical limits on the Company's exclusivity.

Three Month Statement of Operations:

The Company has incurred losses of \$119,383 for the three months ended March 31, 2004 as compared to a net loss of \$339,364 for the three months ended March 31, 2003. These are primarily cash losses.

The Cost of goods sold represents forty-seven percent (47%) of net revenue for the three months ending March 31, 2004. The cost of sales for the three months ending March 31, 2003 was twenty-eight percent (28%) of net revenue. Revenues for both of the three periods were derived from the sales of the Alderox™ line of products.

Operating expenses consist primarily of general and administrative expenses. For the three months ended March 31, 2004 operating expenses totaled \$180,368 as compared to \$408,310 for the three months ended March 31, 2003.

During the three months ended March 31, 2004 the Company recognized a \$0 loss on the settlement of debts. Interest expense decreased during the three months ended March 31, 2004 by \$11,569 over the same period in 2003.

Liquidity and Capital Resources

As of March 31, 2004 the Company had cash and cash equivalents of \$300 as compared to cash and cash equivalents of \$0 as of March 31, 2003. At March 31, 2004, the Company had a working capital deficit (total current liabilities in excess of total current assets) of \$434,955 as compared to a working capital deficit of \$746,675 as of March 31, 2003.

The principal use of cash for the three months ended March 31, 2004 and 2003 was to fund the net loss from operations. Cash received as proceeds of notes payables was \$24,567 during the three months ended March 31, 2004 as compared to the same three month period ended March 31, 2003, it was \$780,059.

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The management of the Company is endeavoring to cover operating expenses in excess of revenues of the Company until adequate sales are generated, through private sale of additional shares. There is no assurance of success in such placement. Management projects that the Company may become profitable and begin to generate sufficient cash flow to meet its monthly operating expenses sometime during the forth quarter of the current fiscal year, but cannot guarantee this result.

ITEM 3. Controls And Procedures

a) Within 90 days prior to the filing date of this report, with the participation of the Company's management, the Company's President and Chief Executive Officer and Vice President - Finance and Chief Financial Officer, evaluated the effectiveness of the Company's disclosure controls and procedures in accordance with Rule 13a-14 of the Securities Exchange Act of 1934 (the "Exchange Act"). Based upon that evaluation, the President and Chief Executive Officer and Vice President - Finance and Chief Financial Officer concluded that the Company's disclosure controls and procedures are effective in providing reasonable assurance that information required to be disclosed by the Company in reports that it files under the Exchange Act is recorded, processed, summarized and reported within the time period specified in the Commission's rules and procedures.

(b) Changes in Internal Controls. There were no significant changes in the Company's internal controls or in other factors that could significantly affect these controls subsequent to the date of the evaluation.

Code of Ethics:

We intend to adopt a code of ethics in 2004 that applies to our principle executive officer, principal financial officer, principle accounting officer or controller, other persons performing similar functions. We intend to post the text of our code of ethics on our website in connection with our "Investor Relations" materials. In addition, we intend to promptly disclose (1) the nature of any amendment to our code of ethics that applies to our principle executive officer principal financial officer, principle accounting officer or controller, other persons performing similar functions (2) the nature of any wavier, including an implicit wavier, from a provision of our code of ethics that is granted to one of these specific officers, the name of such person who

is granted the waiver and the date of the waiver on our web site in the future.

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We do not currently have a code of ethics as this is a new regulatory requirement and we are examining the various form and contents of other companies written code of ethics, discussing the merits and meaning of a code of ethics to determine the best form for our Company.

PART II --- OTHER INFORMATION

Item 1. Legal Proceedings.

RE: DISCLOSURE OF LEGAL PROCEEDINGS

On February 5, 2004, Jamie K.A. Williams filed a Complaint against Reclamation Consulting And Applications, Inc., alleging causes of action for breach of contract, breach of the implied covenant of good faith and fair dealing, common counts and fraud, in the Superior Court of California, County of Orange. (Case No. 04CC02795) On April 15, 2004, Reclamation Consulting And Applications, Inc. filed its' Answer to the Complaint and asserting thirty-one affirmative defenses. On April 15, 2004, Reclamation Consulting And Applications, Inc., filed its' Cross-Complaint against Jamie K. A. Williams, alleging causes of action for breach of contract, negligence, international misrepresentation, rescission, and declaratory relief. Litigation is ongoing.

Item 2. Changes in Securities.

Nothing to Report

Item 3. Defaults Upon Senior Securities.

Nothing to Report

Item 4. Submission of Matters to a Vote of Security Holders.

Nothing to Report

Item 5. Other Information.

Nothing to Report

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Item 6. Exhibits and Reports on Form 8-K.

i) Exhibits:

31.1 Rule 13a-14(a) Certification of Chief Executive Officer

31.2 Rule 13a-14(a) Certification of the Chief Financial Officer.

32.1 Certification Pursuant to 18 U.S.C. Section 1350 Chief Executive Officer

32.2 Certification Pursuant to 18 U.S.C. Section 1350 Chief Financial Officer.

ii) Report on Form 8-K:

On July 8, 2002, Reclamation Consulting and Applications, Inc. appointed new independent accountants. File No. 000-29881 and Accession Number 0001091818-02-000345, are incorporated herein by reference.

SIGNATURES

In accordance with the requirements of the Exchange Act, the Registrant caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Los Angeles, State of California, on the 18th day of may 2004.

RECLAMATION CONSULTING AND APPLICATIONS, INC.

Date: May 18, 2004

/s/ Gordon W. Davies

Gordon W. Davies,
President

EX 31.1-CERTIFICATION

RECLAMATION CONSULTING AND APPLICATIONS, INC.
(FORMERLY, RECYCLING CENTERS OF AMERICA, INC.)
CERTIFICATIONS
MARCH 31, 2004

I, Gordon W. Davies, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Reclamation Consulting and Applications, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Securities Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:

(a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to me by others within those entities, particularly during the period in which this quarterly report is being prepared;

(b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

(c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):

(a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability

to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 17, 2004

/s/ Gordon W. Davies

Gordon W. Davies,
President

RECLAMATION CONSULTING AND APPLICATIONS, INC.
(FORMERLY, RECYCLING CENTERS OF AMERICA, INC.)
CERTIFICATIONS
MARCH 31, 2004

I, Michael C. Davies, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Reclamation Consulting and Applications, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Securities Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have:

(a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to me by others within those entities, particularly during the period in which this quarterly report is being prepared;

(b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

(c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function):

(a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability

to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

(b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 17, 2004

/s/ Michael C. Davies

Michael C. Davies,
Secretary

EXHIBIT 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Amended Quarterly Report on Form 10-QSB of Reclamation Consulting and Applications, Inc. (the "Company") for the period ended March 31, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), the undersigned, Gordon W. Davies, President of the Company, and Michael C. Davies, Secretary of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 18, 2004

/s/ Gordon W. Davies

Gordon W. Davies

EXHIBIT 32.2

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Amended Quarterly Report on Form 10-QSB of Reclamation Consulting and Applications, Inc. (the "Company") for the period ended March 31, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), the undersigned, Gordon W. Davies, President of the Company, and Michael C. Davies, Secretary of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 18, 2004

/s/ Michael C. Davies

Michael C. Davies