



DIVISION OF
CORPORATION FINANCE

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

December 29, 2010

Randy Hibma
Chief Financial Officer
Genmed Holding Corp.
Rontgenlaan 27
2719 DX Zoetermeer,
The Netherlands, 2719 DX

Re: Genmed Holding Corp.
Form 10-K for Fiscal Year Ended December 31, 2009
Filed on April 15, 2010
File No. 000-26607

Dear Mr. Hibma:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter within 10 business days by confirming that you will revise your document in future filings, and providing any requested information. If you do not believe our comments apply to your facts and circumstances, please tell us why in your response.

After reviewing the information you provide in response to these comments, we may have additional comments.

Form 10-K for Fiscal Year Ended December 31, 2009

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

Liquidity and Capital Resources, page 10

1. We note your disclosure that your management and other shareholders have made limited commitments to provide you with additional funds. In your future filings, if these agreements are in writing and are material to you, please file them as exhibits to your Form 10-K or advise.

Cash Flows, page 11

2. We note your disclosure that net cash provided by financing activities for fiscal year 2009 consisted "primarily of loans provided by an individual related to [your] Chief Executive Officer." In your future filings, please disclose these loans in your related

party transactions section or advise. Refer to Item 404 of Regulation S-K.

Item 8. Financial Statements and Supplementary Data

Note G. Impairment of Medical Registration Rights, page F-12

3. We note that you impaired your medical registration rights by \$6.3 million during 2009. We further note that you valued the medical registration rights using the income approach. Please tell us what specific assumptions were used including the basis for each assumption. Additionally, please tell us the expected cash flows for each year including fiscal year 2009 and the expected source of the cash flows.

Item 9A. Controls and Procedures

Evaluation of Disclosure Controls and Procedures, page 26

4. Your disclosure here specifically refers to only a portion of the disclosure controls and procedures as defined in Exchange Act rules 13a-15(e) and 15d-15(e). That is, you did not also indicate the portion of the disclosure controls and procedures that are designed to ensure that information required to be disclosed in reports filed or submitted under the Act is recorded, processed, summarized and reported, within the time periods specified in the Commission's rules and forms. Although there is no requirement to disclose the full definition, specific reference to only a portion of the definition gives the appearance of limiting management's conclusion solely to the portion referred to. Please revise all future filings for management's conclusion in regard to the company's disclosure controls and procedures as fully defined in Exchange Act rules 13a-15(e) and 15d-15(e).

Item 9A(T). Controls and Procedures

Management's Annual Report on Internal Control over Financial Reporting, page 26

5. We note that the management of the Company, specifically your Chief Executive Officer and Chief Financial Officer, conducted an evaluation of the effectiveness of the your internal control over financial reporting as of December 31, 2009 not pursuant to any established framework as required by Exchange Act Rule 13a-15(c). Please perform an evaluation of the effectiveness of the your internal control over financial reporting as of December 31, 2009 using an established framework. Please amend your filing to disclose the framework used and to update your conclusion regarding the effectiveness of your internal control over financial reporting based upon this new evaluation performed using an established framework.
6. In addition, please consider whether management's failure to perform its evaluation of internal control over financial reporting using an established framework impacts your conclusion regarding the effectiveness of your disclosure controls and

procedures as of the end of the fiscal year covered by the report and revise your disclosure as appropriate.

Directors, Executive Officers, Promoters, and Corporate Governance, page 28

7. In your future filings, please discuss specific experience, qualifications, attributes or skills of your directors. Refer to Item 401(e) of Regulation S-K.

Item 11. Executive Compensation, page 29

8. We note your disclosure that you have provided summary information of cash and non-cash compensation “paid or accrued by [you] for [your] executive officers in excess of \$60,000.” In your future filings, please revise to disclose all compensation to your named executive officers. Refer to Item 402(l) of Regulation S-K. In addition, please disclose compensation paid to your directors. Refer to Item 402(r) of Regulation S-K.

Item 15. Exhibits, Financial Statement Schedules, page 33

9. In your future filings, please revise your exhibit index to file each exhibit under its appropriate subsection specified in Item 601(b) of Regulation S-K. For example, we note that you have filed your ethics code as exhibit 10.4 instead of filing it in subsection 14. Similarly, your Exhibits 3.9 through 3.12 do not appear to be your articles of incorporation or bylaws. Additionally, please file a list of your subsidiaries as an exhibit to your Form 10-K. Refer to Item 601 of Regulation S-K.

Signatures, page 35

10. In your future filings, please have your principle executive officer, principle financial officer, your controller or principal accounting officer, and at least the majority of your board of directors sign the annual report in their individual capacities. Refer to General Instruction D to Form 10-K.

Exhibits 31.1 and 31.2

11. In your future filings, please revise paragraph 3 of Exhibits 31.1 and 31.2 to refer to yourself as the “registrant” instead of the “small business issuer.”

General

12. In future filings, please revise to include disclosure required by Item 201(d) of Regulation S-K.
13. In future filings, please revise to include disclosure regarding your directors' independence. Refer to Item 407(a) of Regulation S-K.
14. In future filings, revise your disclosure to include risk factors. Please refer to Item 503(c) of Regulation S-K.
15. In future filings, please revise to disclose whether you consider diversity in identifying nominees for directors. Refer to Item 407(c)(2)(vi) of Regulation S-K.
16. In your future filings, please describe your leadership structure and explain why you have determined that your leadership structure is appropriate. Additionally, please disclose the board of directors' role in the risk oversight and the effect that this has on your leadership function. Please refer to Item 407(h) of Regulation S-K.

We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable Exchange Act rules require. Since the company and its management are in possession of all facts relating to a company's disclosure, they are responsible for the accuracy and adequacy of the disclosures they have made.

In responding to our comments, please provide a written statement from the company acknowledging that:

- the company is responsible for the adequacy and accuracy of the disclosure in the filing;
- staff comments or changes to disclosure in response to staff comments do not foreclose the Commission from taking any action with respect to the filing; and
- the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Randy Hibma
Genmed Holding Corp.
December 29, 2010
Page 5

You may contact Aamira Chaudhry at 202-551-3389 if you have questions regarding comments on the financial statements and related matters. Please contact Tonya Bryan at 202-551-3601 for any questions regarding legal matters. Please contact me at 202-551-3380 with any other questions.

Sincerely,

Lyn Shenk
Branch Chief