

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

FORM 10-KSB

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

For the fiscal year ended **September 30, 2002**

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

Commission File No. **2-94704-NY**

MedXLink, Corp.
(Formerly NTC Holdings, Inc.)
(Exact name of Registrant as specified in its charter)

Nevada
(State or other jurisdiction of
incorporation or organization)

11-2647209
(IRS Employer
Identification No.)

4766 South Holladay Boulevard, Holladay, Utah 84117
(Address and zip code of principal executive offices)

Registrant's telephone number, including area code: **(801) 273-9300**

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

Securities registered pursuant to Section 12(g) of the Act: **NONE**

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or Securities Exchange Act of 1934 during the preceding 12 months to file such reports, and (2) has been subject to such filing requirements for the past 90 days. ☒ **Yes** ☐ **No**

Indicate by check mark if disclosure of delinquent filers pursuant to Item 103(d) of Regulation S-K will not be contained, to the best of Registrant's knowledge, in definitive proxy or information will not be contained, to the best of Registrant's knowledge, in Part III of this Form 10-KSB or any amendment to this Form 10-KSB. ☒ **x**

Revenue for the year ended September 30, 2002: \$ 0.

eHDL, eHDL, management does not anticipate it will eHDL, management does not anticipate it will complete the ac
Company Company may have to seek bankruptcy protection to resolve de be Company may have to seek ban
anticipation of acquiring eHDL. anticipation of acquiring eHDL. Only if the debenture obligations are resolved a
be be able to proceed with finding a be able to proceed with finding a busin be able to proceed with finding a
because because of numerous representations made by eHDL to the because of numerous representations made
business business opportunity, and because of business opportunity, and because of the debt owe business opp
exploring the need to commence litigation.

ITEM 2. DESCRIPTION OF PROPERTY

The The Company currently operates from the office of the Company's The Company currently operates from
rent or expenses.

ITEM 3. LEGAL PROCEEDINGS

Not applicable

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITIES HOLDERS

A special shareholders meeting was held on May 31, 2002. The shareholders authorized the
following: following: 1) a reverse split of following: 1) a reverse split of up to 100:1 effective immediately; 2) a cha
York York to Nevada; 3) an amendment to the articles of incorporation effecting a cha York to Neva
authorized authorized common shares from 25 million to 100 million and eliminate the Cla authorized common s
preferred preferred stock; 4) a change in preferred stock; 4) a change in the Company s name to be decided at a fut
approved by the shareholders and the Company effected a reverse split of 100 to 1.

PART II

ITEM 5. MARKET PRICE FOR REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

The The Company is not currently trading in any public markets. The symbol for The Company is not curr
is is MXLK and trades on the OTC Bulletin Bo is MXLK and trades on the OTC Bulletin Board. As of J
approximately 167 shareholders of record.

The The Company has not declared any cash The Company has not declared any cash dividends The Company
its its Board of Directors its Board of Directors has no present intention of declaring any dividends. its Board of Direc
the the Company intends to retain all earnings, if any, the Company intends to retain all earnings, if any, for use in
business.

Independent Auditors' Report

Balance Sheets as of September 30, 2002.

Statements of Operations for the years ended September 30, 2002 and September 30, 2001.

Statement of Stockholders' Equity for the period from October 1, 2000 to September 30, 2002.

Statement of Cash Flows for the years ended September 30, 2002 and September 30, 2001.

Notes to Financial Statements.

(2)(2) (2) Schedu(2) Schedules are omitted because of the absence of conditions under which they are required because the required information is given in the financial statements or notes thereto.

MedXLink, Corp.
Financial Statements

September 30, 2002 and 2001

INDEPENDENT AUDITOR S REPORT

To the Board of Directors
MedXLink, Corp.

We have audited the accompanying balance sheet of MedXLink, Corp., (a Nevada corporation) as of September 30, 2002 and 2001 and the related statements of cash flows for the years then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion based on our audit.

We conducted our audit in accordance with generally accepted auditing standards in the United States of America. 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 the financial position of MedXLink, Corp. at September 30, 2002 and 2001, and the results of its operations and cash flows for the years then ended in conformity with generally accepted accounting principles, in the United States of America.

The accompanying financial statements have been prepared assuming the company will continue as a going concern. As discussed in Note 9, the company has minimal assets and no operations and is dependent upon financial factors that raise substantial doubt about its ability to continue. These matters are also described in the Note 9. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Salt Lake City, Utah
January 13, 2003

MedXLink, Corp
Balance Sheet

Assets

	September 30, <u>2002</u>	September 30, <u>2001</u>
<u>Current Assets</u>		
Cash	\$ 63	\$ 450
Interest Receivable	3,391	-
Note Receivable (Note 5)	<u>195,000</u>	<u>-</u>
Total Assets	<u>\$ 198,454</u>	<u>\$ 450</u>

Liabilities and Stockholders Equity

Current Liabilities

Accounts Payable	79,627	3,813
Taxes Payable (Note 3)	2,400	300
Interest Payable (Note 4)	7,271	1,733
Notes Payable (Note 4)	<u>220,010</u>	<u>18,767</u>
Total Current Liabilities	309,308	24,613

Stockholders Equity (Deficit)

Common Stock; 100,000,000 Shares Authorized; at \$.001 Par Value; 2,256,594 and 250,000 Shares Issued and Outstanding, Respectively	2,257	250
Capital in Excess of Par Value	293,885	293,892
Retained Deficit	<u>(406,996)</u>	<u>(318,305)</u>
Total Stockholders Equity (Deficit)	<u>(110,854)</u>	<u>(24,163)</u>
Total Liabilities and Stockholders Equity (Deficit)	<u>\$ 198,454</u>	<u>\$ 450</u>

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

MedXLink, Corp.
Statement of Operations
For the Years Ended

	September 30, <u>2002</u>	September 30, <u>2001</u>
<u>Revenue</u>	<u>\$ -</u>	<u>\$ -</u>
<u>Expenses</u>		
General & Administrative	<u>85,744</u>	<u>18,295</u>
Total Expenses	<u>85,744</u>	<u>18,295</u>
Net Income (Loss) from Operations	(85,744)	(18,295)
<u>Other Income (Expenses)</u>		
Interest Income	3,391	-
Interest Expense	<u>(5,538)</u>	<u>(412)</u>
Total Expenses	<u>(2,147)</u>	<u>(412)</u>
Income (Loss) - Before Taxes	(87,891)	(18,707)
Taxes (Note 3)	<u>800</u>	<u>800</u>
Net Income (Loss)	<u><u>\$ (88,691)</u></u>	<u><u>\$ (19,507)</u></u>
Net (Loss) Per Common Share	\$ (.35)	\$ (.08)
Weighted Average Outstanding Shares	251,445	232,083

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

MedXLink, Corp.
Statement of Stockholders Equity
From October 1, 2000 through September 30, 2002

	Common Stock		Capital In	Retained
	Shares	Amount	Excess of Par Value	Deficit
Balance, October 1, 2000	225,908	\$ 226	\$ 285,916	\$ (298,798)
Shares Issued for Cash at \$.0011 Per Share	18,092	18	1,982	
Shares Issued for Cash at \$.01 Per Share	6,000	6	5,994	
Loss for the Year Ended September 30, 2001				(19,507)
Balance, September 30, 2001	250,000	250	293,892	(318,305)
Rounding Due to 1 to 100 Reverse Stock Split	6,594	7	(7)	
Shares Issued for Relief of Debt at \$.001 Per Share	2,000,000	2,000		
Loss for the Year Ended September 30, 2002				(88,691)
Balance, September 30, 2002	<u>2,256,594</u>	<u>\$ 2,257</u>	<u>\$ 293,885</u>	<u>\$ (406,996)</u>

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

MedXLink, Corp.
Statement of Cash Flow

	For the Years Ended	
	September 30,	September 30,
	<u>2002</u>	<u>2001</u>
<u>Cash Flows from Operating Activities</u>		
Net (Loss)	\$ (88,691)	\$ (19,507)
Changes in Operating Assets & Liabilities;		
Stock Issued for Relief of Payable	2,000	-
(Increase) in Interest Receivable	(3,391)	-
Increase (Decrease) in Accounts Payable/Interest Payable	81,352	(883)
Increase (Decrease) in Taxes Payable	<u>2,100</u>	<u>(800)</u>
Net Cash Provided (Used) by Operating Activities	(6,630)	(21,190)
<u>Cash Flows from Investing Activities</u>		
Payment for Note Receivable	<u>(195,000)</u>	<u>-</u>
Net Cash Provided (Used) by Investing Activities	(195,000)	-
<u>Cash Flows from Financing Activities</u>		
Proceeds from Notes Payable	201,243	-
Issuance of Note Payable for Services	-	13,640
Issuance of Common Stock for Cash	<u>-</u>	<u>8,000</u>
Net Cash Provided (Used) by Financial Activities	<u>201,243</u>	<u>21,640</u>
Increase (Decrease) in Cash	(387)	450
Cash, Beginning of Period	<u>450</u>	<u>-</u>
Cash, End of Period	<u><u>\$ 63</u></u>	<u><u>\$ 450</u></u>
<u>Supplemental Disclosure</u>		
Interest	\$ -	\$ -
Income Taxes (Including Interest & Penalties)	-	800

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

MedXLink, Corp.
Notes to the Financial Statements
September 30, 2002

NOTE 1 - Corporate History

The Company was organized in May 1983 in the State of New York as Thoroughbred Corporation. Subsequently, the name was changed to Thoroughbred Corporation. Although originally formed to engage in purchasing, the company's management anticipates future mergers.

On July 5, 2002, Articles of Merger were filed with the state of Nevada, merging MedXLink, Inc., (a New York corporation) into Medport, Inc., (a New York corporation) changing domicile. On July 12, 2002, the name was changed to Thoroughbred Corporation. The shareholders agreed to eliminate the Class A Preferred Stock of 1,000,000 shares (\$.001 par value) and the Class B Preferred Stock of 1,000,000 shares (\$.001 par value) and had no shares issued or outstanding.

Effective July 21, 2002, the Company entered into an agreement to acquire all the assets of MedXLink, Inc., (eHDL). The transaction is not scheduled to close until the following; one million dollars in funding, converts its financial statements.

NOTE 2 - Significant Accounting Policies

- A. The Company uses the accrual method of accounting.
- B. Revenues and directly related expenses are recognized in the period when the goods are shipped to the customer.
- C. The Company considers all short term, highly liquid investments that are readily convertible within three months, to known amounts as cash equivalents. The Company considers all short term, highly liquid investments that are readily convertible within three months, to known amounts as cash equivalents.
- D. Basic Earnings Per Share are computed by dividing income available to common stockholders by the weighted average number of common shares outstanding during the period. Diluted Earnings Per Share shall be computed by including the effect of the contingently issuable shares would have an antidilutive effect upon earnings per share shall be presented.
- E. Estimates: The preparation of the financial statements requires management to make estimates. The amounts reported in the financial statements and accompanying notes could differ from those estimates.

Continued

MedXLink, Corp.

NOTE 3 - Income Taxes

The Company adopted Statement of Financial Standards No. 109 Accounting for Income taxes The Company the fiscal year ended September 30, 1999 and was applied retroactively.

Statement of Financial Accounting Standards Statement of Financial Accounting Standards Statement of Financial Accounting Standards

asset and liability approach for asset and liability approach for asset and liability approach for financial accounting and reporting

statement recognizes (a) the amount of statement recognizes (a) the amount of statement recognizes (a) the amount of

deferred tax liabilities and assets for deferred tax liabilities and assets for deferred tax liabilities and assets for

in the financial statements or tax returns.

Deferred income taxes result from temporary differences in the recognition of income tax expense or benefit for financial reporting purposes and the amount of income tax payable or refundable for tax purposes. Deferred income tax liabilities are recorded for taxable temporary differences which will result in taxable amounts in future periods when the related assets are realized or liabilities are settled. Deferred income tax assets are recorded for deductible temporary differences which will result in deductible amounts in future periods when the related assets are realized or liabilities are settled. The Company has no deferred income tax assets or liabilities as of September 30, 2002 and earlier years; accordingly, no deferred tax liabilities have been recorded for all years.

The Company has cumulative net operating loss carryforwards as of September 30, 2002. No effect has been shown in the financial statements as the likelihood of future tax benefit from carryforwards is highly improbable. Accordingly, the potential tax benefit is not estimated based upon current tax rates at September 30, 2002. The Company has cumulative net operating loss carryforwards as of September 30, 2002. No effect has been shown in the financial statements as the likelihood of future tax benefit from carryforwards is highly improbable. Accordingly, the potential tax benefit is not estimated based upon current tax rates at September 30, 2002. The Company has cumulative net operating loss carryforwards as of September 30, 2002. No effect has been shown in the financial statements as the likelihood of future tax benefit from carryforwards is highly improbable. Accordingly, the potential tax benefit is not estimated based upon current tax rates at September 30, 2002.

The Company has available approximately \$332,000 in net operating losses that will begin to expire in the year 2003. The Company has taxes while it was a New York Corporation.

NOTE 4 - Notes Payable

During the year, the Company issued numerous promissory notes in relation to the penDuring the acquisition of eHDL, Inc. and to acquisition of eHDL, Inc. and to other unrelated parties for operating the notes is \$220,010. The notes bear the notes is \$220,010. The notes bear interest of which are secured by the Company's common stock. Several of the notes are due of which are secured while others shall be due and payable within the while others shall be due and payable while accrued interest totaled \$7,271.

MedXLink, Corp.
Notes to the Financial Statements
September 30, 2002

NOTE 4 - Notes Payable - continued

	<u>September 2002</u>	<u>September 2001</u>
The Company has the following notes payable obligations:		
Convertible note payable to investor is due on September 30, 2003 plus accrued interest at a rate of 8% per annum, secured by common stock of the Company.	\$ 5,127	\$ 5,127
Convertible notes payable to investor are due on demand plus accrued interest at a rate of 10% per annum.	19,883	-
Convertible notes payable to investors due within one year plus accrued interest at a rate of 8% per annum.	<u>195,000</u>	<u>-</u>
Totals	\$ 220,010	\$ 5,127
Less Current Maturities	<u>(220,010)</u>	<u>(5,127)</u>
Total Long-Term Notes Payable	<u>\$ -</u>	<u>\$ -</u>

Following are maturities of long-term debt for each of the next five years:

<u>Year</u>	<u>Amount</u>
2003	\$ 220,010
2004	-
2005	-
2006	-
Thereafter	<u>-</u>
Total	<u>\$ 220,010</u>

NOTE 5 - Note Receivable

The Company loaned eHDL, Inc., \$195,000 in conjunction with the anticipated merger. The note bears an interest rate of 8% per annum and is due on demand. As of September 30, 2002, accrued interest is \$3,788.

	<u>September 2002</u>	<u>September 2001</u>
The Company has the following note receivable:		
Note Receivable to eHDL, Inc., due on demand bearing interest at 8% per annum.	<u>\$ 195,000</u>	<u>\$ -</u>
Totals	195,000	-
Less Current Maturities	<u>(195,000)</u>	<u>-</u>
Total Long-Term Note Receivable	<u>\$ -</u>	<u>\$ -</u>

Continued

September 30, 2002

NOTE 6 - Stockholders Equity

The Company's Articles of Incorporation were amended on common stock split and eliminate the Class A and total authorized shares from 101,000,000 to 100,000,000 maintaining a par value of \$.001. There were no issued or outstanding shares of either class of preferred stock. This were no issued or outstanding common stock and additional paid in capital values has been retroactively applied to all prior years.

Additional shares have been issued during the year

shareholder with fewer than 100 shares was not effected by the split.

On September 30, 2002 Dean Becker, the Company's president, was issued 2,000,000 shares of common stock in exchange for a \$2,000 payment of legal fees in behalf of the Company.

NOTE 7 - Net Earnings (Loss) Per Share

Basic earnings (loss) per common share (BEPS) Basic earnings (loss) per common share (BEPS) is based on common shares outstanding during each period. common shares outstanding during each period. Diluted earnings (loss) per common share (DEPS) is based on common shares outstanding (computed as if all outstanding options were exercised) during each period. Diluted earnings (loss) per common share (DEPS) is based on common shares outstanding (computed as if all outstanding options were exercised) during each period. Basic earnings (loss) per common share (BEPS) is based on common shares outstanding during each period. common shares outstanding during each period. Diluted earnings (loss) per common share (DEPS) is based on common shares outstanding (computed as if all outstanding options were exercised) during each period. Basic earnings (loss) per common share (BEPS) is based on common shares outstanding during each period. common shares outstanding during each period. Diluted earnings (loss) per common share (DEPS) is based on common shares outstanding (computed as if all outstanding options were exercised) during each period.

The following data shows the shares used in the computing loss per common potential common stock:

Common shares outstanding during the entire period	
Weighted-average shares paid for, but not issued during the period.	<u>251,445</u>
Weighted-average number of common shares used in basic EPS	
dilutive effect of options	<u>251,445</u>
Weighted-average number of common shares and dilutive potential	
common shares used in diluted EPS	<u>251,445</u>

Shares from the exercise of the outstanding options were loss per share because their inclusion would have been antidilutive for the 2002.

NOTE 8 - Related Party Transactions

On September 30, 2002 Dean Becker, the Company's Chief Executive Officer, entered into a consulting agreement with the Company for a \$2,000 payment of legal fees in behalf of the Company.

MedXLink, Corp.
Notes to the Financial Statements
September 30, 2002

NOTE 9 - Going Concern

The Company's financial statements are prepared applicable to a going concern, which contemplates liabilities in the normal course of business. or other material assets, nor does it have an established operating costs and to allow it to continue as a going concern. The Company does not possess a financial institution source of financing existing sources of cash will be adequate to meet its liquidity requirements.

- (a) Seek additional equity funding through private placements to continue operations and fund its ongoing development, merger and activities.
- (b) The Company will seek to continue converting payables into common stock in order to reduce future cash obligations;
- (c) Management is identifying prospective acquisition targets with sufficient cash to fund operations, as well as potentially sustain corporate administrative expenses;

The Company's future capital initiatives.

NOTE 10 - Subsequent Events

Effective July 21, 2002 the Company entered into an agreement with eHDL Inc. ("eHDL"). In anticipation of the transaction the Company sold approximately \$195,000 of debentures and loaned the proceeds to eHDL. The debentures and loaned the proceeds to eHDL until and unless eHDL obtains 1) \$1 million in funding and 3) obtains audited financial statements. Based on the current facts, the Company does not anticipate it will complete the acquisition of eHDL. Consequently, the Company may have to seek bankruptcy protection to resolve debenture obligations created by eHDL. Only if the debenture obligations are resolved will the Company be able to proceed with finding a business opportunity to merge with or acquire.

ITEM 8. ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTING AND FINANCIAL DISCLOSURE

On April 23, 2001, the client-auditor relationship between NTC Holdings, Inc. ("the Company") and Crouch, Bierwolf & Associates ("Crouch") ceased as the Company's auditor.

ToTo the knowledge of the Company's current board of directors, Crouch's reports of To the knowle
financiafinancialfinancial statefinancial statements of the Company were not subject to an adverse or qualif
disclaimerdisclaimer of opinion and weredisclaimer of opinion and were not modifieddisclaimer of opinion and w
during the past 3 years.

On April 23, 2001, the Company's board of directors approved the appointment of Nilson & Associates as its independent accountants for the fiscal year ended September 30, 2001.

PART III

ITEM 9. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

The following information is furnished with respect to the Company's executive officers. There are no family relationship between executive officers. There are no family directors or executive officers.

Directors and Executive Officers

<u>Name</u>	<u>Age</u> <u>(2001)</u>	<u>Director</u> <u>Since</u>	<u>Position with the Company</u>
Dean Becker	47	1997	President, CEO and Director
4766 South Holladay Boulevard Holladay, Utah 84117			

Dean H. Becker, age 47 Practiced law in Sale Lake City, Utah since 1979. , age 47 Practiced law in S
BrighamBrigham Young University in 1976 with a Bachelors of Arts in English Brigham Young University in
designation.designation. He then attended lawdesignation. He then attended law school at thedesignation. He the
University where he served as associate editor on the law review staff.

He has a general law practice with emphasis on corporate and business law. He has a general law practice with number of community activities.

ITEM 10. EXECUTIVE COMPENSATION

Compensation of Executive Officers and Directors

During the current fiscal year, no one in the Company's management received compensation. During the current fiscal year, no one in the Company's management received compensation.

Employment Agreements and Other Compensation Arrangements

There are currently no agreements with management. There are currently no agreements with management. There are currently no agreements with management.

Compensation of Non-Employee Directors

There is currently no compensation paid to non-employment directors.

ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS

<u>Name and Address Of Beneficial Owner</u>	<u>Beneficial Ownership</u>	<u>Percent of Class</u>
Dean Becker 4766 South Holladay Boulevard Holladay, Utah 84117	2,005,000	89.0%
Officers and Directors As a Group (one)	2,005,000	89.0%

ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

During the fourth quarter Dean Becker, the Company's president, was issued 2,000,000 in exchange for payment of \$2,000 in the Company's accounts payable.

During the reported year, the Registrant has no transactions with its management which are to be reported under this Item.

ITEM 13. EXHIBITS AND REPORTS ON FORM 8-K.

(a) Exhibits. The following exhibits follow the signature page of this report.

99.1 Written Statement of Chief Executive Officer and Chief Financial Officer to compliance with Section 13(a) or 15(d) of the Securities Exchange Act of 1934.

(b) The Registrant filed no current reports on Form 8-K during the year ended September 30, 2002.

ITEM 14. CONTROLS AND PROCEDURES.

(a)(a) Evaluation of disclosure controls and procedures. The Company(a) Evaluation of disclosure controls and procedures. The Company's principal financial officer and its principal financial officer, based on their evaluation of the Company's disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 (c) as of a date controls and procedures prior to the filing of this Annual Report on Form 10-K, disclosure controls and procedures are added to the definition in Exchange Act rules.

(b)(b) Changes in internal controls. There were no significant changes in internal controls or in other factors that could affect the effectiveness of internal controls subsequent to the date of their evaluation.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by a duly authorized person.

MedXLink, Corp.

By: Dean Becker

/s/ Dean Becker

Dated: January 14, 2003

Pursuant to the requirements of the Securities Exchange Act of 1934, this Report is being signed below by the following persons on behalf of the Registrant and in the capacities indicated.

SIGNATURE	TITLE	DATE
<u>/s/ Dean Becker</u>	President and Director (Principal Executive and Financial Officer)	January 14 , 2003

SECTION 302 CERTIFICATION

I, Dean Becker, certify that:

1. I have reviewed this annual report on Form 10-KSB of MedXLink, Corp.;

2.2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the material fact or omit to state a material fact necessary to understand the circumstances under which such statement or omission is made, or any other information covered by this annual report.

3.3. 3. Bas3. Based on my knowledge, the financial statements, and other financial information included in this annual report, included in this annual report, fairly present in all material respects the financial condition, results of operations and of operations and cash flows of the registrant as of, and for, the period covered by this annual report;

4.4. I am responsible for establishing4. I am responsible for establishing and maintaining disclosure4. I am responsible for establishing and maintaining disclosure controls and procedures defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

a)a) Designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to the registrant, including its consolidated subsidiaries, within those entities, particularly during the period in which this annual report is being prepared.

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

c) Presented in this annual report our conclusions aboutc) Presented in this annual report our conclusions about the effectiveness of the registrant's disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5.5. I have disclosed, based on our most recent evaluation, to the5. I have disclosed, based on our most recent evaluation, to the audit committee of the registrant's board of directors (or persons performing similar functions) the results of our evaluation and the conclusions of our audit committee of the registrant's board of directors (or persons performing similar functions);

aa)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 have been identified for the registrant's auditors any material weaknesses in internal controls; and

b)b) Any fraud, whether or not material, that involvesb) Any fraud, whether or not material, that involves the registrant's internal controls; and

6.6. I have indicated6. I have indicated in this annual report whether or not there were significant changes in internal controls or in other factors that could significantly affect the registrant's internal controls or in other factors that could significantly affect the registrant's internal controls during the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: January 14, 2003

/s/ _____
Dean Becker

And Principle Accounting Officer

EXHIBIT 99.1

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

In connection with the Annual Report of MedXLink, Corp., on Form 10-KSB for the year ending September 30, 2002 as filed with the Securities and Exchange Commission (the "Report"), the undersigned, Dean Becker, Chief Executive Officer and Principle Accounting Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of section 13 (b) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report is true and accurate in all material respects and condition and result of operations of the Company.

Date: January 14, 2003

Dean Becker, Chief Executive Officer
And Principle Accounting Officer