

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

**FORM 10-KSB**

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF 1934

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

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
ACT OF 1934

Commission File No. 33-26787-D

**ARIZONA VENTURES, INC.**

(Exact name of Registrant as specified in its charter)

**NEVADA**

(State or other jurisdiction of  
incorporation or organization)

**87-0403828**

(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 required reports under the Securities Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) is not subject to such filing requirements for the past 90 days.  **Yes**  **No**

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Form 10-K or any amendment to this Form 10-K.  **X**

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

As of January 14, 2003 it is unclear as to the aggregate market value of the Registrant's Securities. This is due to the low or almost non-existing trading of the Registrant's Securities.

As of January 14, 2003 the number of shares outstanding of the Registrant's Common Stock was 20,375.

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## PART I

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### ITEM 1. DESCRIPTION OF BUSINESS

#### General

Arizona Ventures, Inc. formerly China Global Development, Inc.; formerly iBonZai.com, Inc.; (the "Company"). The Company initially was organized on December 26, 1991 as a Delaware corporation under the name Life Medical Technologies, Inc. which focused in the business of bringing new medical products to market. In 1995, the Company cut back its operations and eliminated all non-core assets. In 1995, the Company cut back its operations and eliminated all non-core assets and maintained a skeleton crew to maintain and ship existing orders. By mid 1997, all employees and remaining assets were distributed to its wholly owned subsidiary (see below) and sold off to two of its former employees.

By 1999, all subsidiaries were either sold off or allowed to lapse into nonexistence. The parent corporation, Life Medical Technologies, Inc. changed its name from Life Medical Technologies, Inc. to Life Medical Technologies, Inc. In 1999, the Company changed its name back to Life Medical Technologies, Inc.

In May 2000, the Company acquired all the equity of Virtual Market Solutions, Inc., a Nevada corporation doing business as iBonZai.com ("iBonZai"). iBonZai was a subsidiary of the Company. Due to the change in the Internet industry following the U.S. market break in the spring of 2000, iBonZai experienced substantial obstacles in developing its business as a provider of broadband backbone, billing services and technical support to Internet service providers. As the general and Internet industry and economic conditions deteriorated in the second half of 2001, management suspended operations and laid off all its employees. Following the resumption of operations in the first half of 2001, management determined that it was in the best interest of the Company to rescind the acquisition of VMS in an effort to complete a restructure of the Company. The financial statements for the year ended December 31, 2001 refer to the acquisition of VMS. Information of VMS has been removed (except for any debt guaranteed or assumed by the Company) and retained all assets of the Company and the associated debt. As such, 9,250,000 shares of the Company's additional paid-in capital, and accumulated deficit was returned to the books.

The financial statements reflect the position of the Company as if the assumption of certain liabilities remains with the Company as part of the expenses for the Company amounted to \$129,320 and \$1,150,594 for the years 2001 and 2000 respectively.

On January 10, 2002, the Company was merged into iBonZai.com, Inc. and effected a 1 for 25 reverse stock split. Capitalization remained at 100,000,000 shares of common stock having a par value of \$.001 per share and 10,000,000 shares of preferred stock having a par value of \$.001 per share.

On May 14, 2002, the Company acquired all of the equity of Rainbow Corporation, a British Virgin Islands Corporation ("Rainbow"). In equity markets, the Company was unable to raise any capital to fund its new acquisition. The Company rescinded the acquisition of Rainbow and is currently searching for a new business opportunity to acquire or merge with.

### ITEM 2. DESCRIPTION OF PROPERTY

TheThe Company currently mainThe Company currently maintThe Company currently maintains its corporate presence e  
no rent or expenses.

### ITEM 3. LEGAL PROCEEDINGS

TheThe Company is not aware of any pending legal proceedings against it, and is not engaged in any legal proceedings  
againstagainst any party. Theagainst any party. The possibility exists thatagainst any party. The possibility exists that litigation ma  
Company has not occupied since 2000.

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

In JanuaryJanuary 2002, a majority of the Company's shareholders consented to the Company mergingJanuary 2002,  
subsidiarysubsidiary for the purpose of changing domicile, changing itssubsidiary for the purpose of changing domicile, changing  
of 25:1 of the Company s common stock.

InIn September 2002, a ma 2002, a majority of the Co 2002, a majority of the Company s shareholders ratified the  
Corporation and cancellation of 45 million shares issued in connection with the acquisition.

InIn October2002,a majorityIn October2002,a majority of the shareholders consented to a 1 to 10 reverse split and a chang  
Ventures, Inc. effective November 14, 2002.

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## PART II

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

TheThe company currently has issued and outstanding 20,373,624 sharescompany currently has issued and outstanding  
199199 shareholders of record. During the preceding two fiscal years199 shareholders of record. During the preceding two fiscal  
Stock,Stock, and the Company does not antStock, and the Company does not anticipate thatStock, and the Company does not  
dividends,dividends, if andividends, if any, on the common stdividends, if any, on the common stock is within the discretio  
Company'sCompany's earnings, its capital requirements, and financial condition and otherCompany's earnings, its capital requirem  
of the Company is as follows:

<u>Period</u>	<u>High</u>	<u>Low</u>
<u>2000</u>		
1 <sup>st</sup> Quarter	\$0	\$0
2 <sup>nd</sup> Quarter	7.25	4.38
3 <sup>rd</sup> Quarter	6.25	2.38
4 <sup>th</sup> Quarter	4.13	0.88
<u>2001</u>		
1 <sup>st</sup> Quarter	\$.21	\$.17

2 <sup>nd</sup> Quarter	.04	.03
3 <sup>rd</sup> Quarter	.04	.03
4 <sup>th</sup> Quarter	.03	.02
<u>2002</u>		
1 <sup>st</sup> Quarter	N/A	N/A
2 <sup>nd</sup> Quarter	N/A	N/A
3 <sup>rd</sup> Quarter	N/A	N/A
4 <sup>th</sup> Quarter	N/A	N/A

The Company has been researching the historical stock quotes under this symbol and has been unable to obtain historical information.

The foregoing quotes do not reflect the 1:25 reverse split effected on January 15, 2002 or the 1:10 reverse split effected on November 14, 2002. The Company's shares currently trade on the OTC:BB under the symbol ARZV.

## **Item 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

### **Financial Condition -**

Effective September 27, 2002, the Company rescinded the acquisition of Rainbow. Therefore, the financial statements reflect the position of the Company as if the acquisition of Rainbow did not take place.

The Company reported no revenues for either the year ended September 30, 2002 or the year ended September 30, 2001. The absence of revenues were a result of the rescission of the acquisition of Rainbow. The absence of the acquisition of Rainbow, the financial statements for the year ended September 30, 2001 do not contain information at December 31, 2001 where the financial information of Rainbow has been guaranteed or assigned by the Company).

As a result of the foregoing, total stockholders equity for the year ended September 30, 2002 was \$961,219 compared to \$958,365 at December 31, 2001. The Company has no operating capital for future operations.

### **Liquidity and Capital Resources**

As of September 30, 2002 and December 31, 2001, the Company had no assets and no liabilities. As of September 30, 2002 and December 31, 2001, the Company had no assets but had liabilities \$958,365 as of December 31, 2001 and \$961,219 as of September 30, 2002.

The Company has no assets and is currently in the process of searching for funding to meet the financial needs of being a reporting company and to meet the financial needs of its operations. During the next twelve months, the Company will need to raise additional capital to meet its financial needs. In the past, the Company has funded its operations from the sale of stock and loans from various sources. With the rescission of the Rainbow acquisition, the Company has had no business operations. The Company is currently searching for a business opportunity. There is no guarantee that the Company will be successful in obtaining necessary funding to develop any business opportunities.

## **Results of Operations**

The Company reported a net loss of \$94,752 for the year ended September 30, 2002, compared to a net loss of \$94,752 for the previous year. The Company anticipates very little or no overhead from future operations for the previous year. The Company's business can be acquired or merged.

## **ITEM 7. FINANCIAL STATEMENTS**

(a)(1) The following financial statements of the Company and its subsidiaries have been filed as part of this report.

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 January 1, 2001 to September 30, 2002.

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

Notes to Financial Statements.

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

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)

Financial Statements  
September 30, 2002  
and  
December 31, 2001

## INDEPENDENT AUDITORS REPORT

To the Board of Directors and Stockholders of  
Arizona Ventures, Inc.  
(Formerly China Global Development, Inc.)

We have audited the accompanying balance sheet of Arizona Ventures, Inc., (a Delaware Corporation) as of September 30, 2002 and December 31, 2001, and the related income, retained earnings, and 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 on these financial statements based on our audits.

We conducted our audit in accordance with generally accepted auditing standards of 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 evaluating the overall financial statement presentation and whether the financial statements are prepared in accordance with the accounting principles 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 Arizona Ventures, Inc., at September 30, 2002 and December 31, 2001, and the results of its operations and cash flows for the years then ended, in accordance with accepted accounting principles, in the United States of America.

The accompanying financial statements have been prepared on the basis that the Company will continue as a going concern. As discussed in Note #4 to the financial statements, Arizona Ventures, Inc., has suffered recurring losses from operations and has a net capital deficiency that raises substantial doubt about the Company's ability to continue as a going concern. Management's plans in regard to these matters are described in Note #4. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Bierwolf, Nilson & Associates  
Salt Lake City, UT  
January 9, 2003

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)  
Balance Sheet

	<u>September 30,</u> <u>2002</u>	<u>December 31,</u> <u>2001</u>
<b>Assets</b>		
Total Assets	<u>\$ -</u>	<u>\$ -</u>
<b>Liabilities and Stockholders Equity</b>		
<u>Current Liabilities:</u>		
Accounts Payable	\$ 4,025	\$ 5,305
Line of Credit	-	45,500
Interest Payable	-	132,974
Short-term Loans	461,229	361,500
Shareholder Loans	<u>495,965</u>	<u>398,586</u>
Total Current Liabilities	961,219	943,865
<u>Long Term Liabilities:</u>		
Vehicle Loan	<u>-</u>	<u>14,500</u>
Total Long Term Liabilities	<u>-</u>	<u>14,500</u>
Total Liabilities	961,219	958,365
<u>Stockholders s Equity:</u>		
Preferred Stock; 10,000,000 Shares Authorized at \$.001 Par Value; No Shares Issued and Outstanding	-	-
Common Stock, 100,000,000 Shares Authorized at \$.001 Par Value; 373,681 and 21,618 Shares Issued and Outstanding Respectively	373	21
Additional Paid in Capital	2,285,758	2,194,212
Accumulated Deficit	<u>(3,247,350)</u>	<u>(3,152,598)</u>
Total Stockholders Equity	<u>(961,219)</u>	<u>(958,365)</u>
Total Liabilities and Equity	<u>\$ -</u>	<u>\$ -</u>

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

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)  
Statement of Operations  
For the Years Ended September 30, 2002 and December 31, 2001

	September 30, <u>2002</u>	December 31, <u>2001</u>
<u>Revenues</u>	\$ -	\$ -
<u>Operating Expenses</u>		
General & Administrative	<u>22,720</u>	<u>46,449</u>
Total Operating Expenses	<u>22,720</u>	<u>46,449</u>
Operating Income (Loss)	(22,720)	(46,449)
<u>Other Income (Expense)</u>		
Interest (Expense)	<u>(72,032)</u>	<u>(92,146)</u>
Total Other (Expense)	<u>(72,032)</u>	<u>(92,146)</u>
Net (Loss)	<u><u>\$ (94,752)</u></u>	<u><u>\$ (138,595)</u></u>
Basic and Diluted Income (Loss) per Share	\$ (0.70)	\$ (6.59)
Weighted Average Common Shares	135,029	21,029

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

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)  
Statement of Stockholders Equity  
From January 1, 2001 to September 30, 2002

	Preferred Stock		Common Stock		Paid-In Capital	Accumulated Deficit
	Stock	Amount	Stock	Amount		
Balance, January 1, 2001	-	\$ -	19,694	\$ 20	\$ 2,127,505	\$ (3,014,003)
Shares Issued for Services at \$.001 per Share	-	-	400	-	100	-
Shares Issued to Satisfy Debt at \$.24 per Share	-	-	1,092	1	66,499	-
Shares Issued for Services at \$.001 per Share	-	-	432	-	108	-
Loss for the Period Ended December 31, 2001	-	-	-	-	-	(138,595)
Balance, December 31, 2001	-	-	21,618	21	2,194,212	(3,152,598)
Acquisition of Rainbow Global	-	-	4,500,000	4,500	40,500	-
Shares Issued to Satisfy Debt at \$.01 Per Share	-	-	150,000	150	9,748	-
Shares Issued to Satisfy Debt at \$4.00 Per Share	-	-	2,000	2	79,998	-
Rescission of Purchase Agreement of Rainbow Global	-	-	(4,500,000)	(4,500)	(40,500)	-
Shares Issued for Services at \$.001 Per Share	-	-	200,000	200	1,800	-
Rounding of Shares Due to Reverse Stock Split	-	-	63	-	-	-
Loss for the Year Ended September 30, 2002	-	-	-	-	-	(94,752)
Balance, September 30, 2002	-	\$ -	373,681	\$ 373	\$ 2,285,758	\$ (3,247,350)

The accompanying notes are integral part of these financial statements.

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)  
Statement of Cash Flows  
For the Years Ended September 30, 2002 and December 31, 2001

	2002	2001
<u>Cash Flows from Operating Activities</u>		
Net Income (Loss)	\$ (94,752)	\$ (138,595)
Adjustments to Reconcile Operating Income		
To Net Cash Provided by Operating Activities:		
Stock Issued/(Canceled) for Services	2,000	208
Changes in Current Assets and Liabilities:		
Increase (Decrease) in Accounts Payable	(1,280)	5,305
Increase (Decrease) in Interest Payable	<u>(132,246)</u>	<u>92,146</u>
 Net Cash Provided (Used) by Operating Activities	 (226,278)	 (40,936)
 <u>Cash Flows from Investing Activities</u>	 <u>-</u>	 <u>-</u>
 Net Cash Provided (Used) by Investing Activities	 -	 -
 <u>Cash Flows from Financing Activities:</u>		
Increase in Short Term Loans	99,729	40,936
Increase in Shareholder Loans	<u>126,549</u>	<u>-</u>
 Net Cash Provided (Used) from Financing Activities	 <u>226,278</u>	 <u>40,936</u>
 Increase (Decrease) in Cash	 -	 -
 Cash at Beginning of Period	 <u>-</u>	 <u>-</u>
 Cash at End of Period	 <u>\$ -</u>	 <u>\$ -</u>
 <u>Supplemental Disclosure</u>		
Convert Debentures into Common Stock	\$ 9,095	\$ 66,500
Stock for Services	2,000	208

The accompanying notes are an integral part of these financial statements





**Arizona Ventures, Inc.**  
 (Formerly China Global Development, Inc.)  
 Notes to the Financial Statements  
 September 30, 2002

NOTE 4 - Going Concern

The Company's financial statements are prepared using the going concern basis, which contemplates the realization of assets and liabilities in the normal course of business. Currently, the Company does not have any other material assets, nor does it have an established source of revenue or other material assets, nor does it have sufficient operating costs and to allow it to continue as a going concern. The Company is currently seeking equity funding through private placements to raise sufficient funds to satisfy current debt.

NOTE 5 - Net Earnings (Loss) Per Share

Basic earnings (loss) per common share (BEPS) is based on the weighted average number of common shares outstanding during each period. Diluted earnings (loss) per share is based on shares outstanding (computed as under BEPS) and dilutive potential common shares.

The following data shows the shares used in the computing diluted earnings (loss) per share:

Common shares outstanding during the entire period.	135,029
Weighted average shares paid for, but not issued during the period.	_____ - _____
Weighted average number of common shares used in basic EPS dilutive effect of options.	_____ 135,029 _____
Weighted average number of common shares and dilutive potential common shares used in diluted EPS.	_____ <u>135,029</u> _____

NOTE 6 - Related Party Transactions

During the periods ending September 30, 2002, the Company loaned the Company a total of \$376,491. The notes are unsecured, bear interest between 8% and 18%, and are due on demand. On September 30, 2002, new notes were signed which included accrued interest as part of the new notes. Accordingly, accrued interest of \$119,474 was reclassified from accrued interest to notes payable.



On September 27, 2002, the Company issued 200,000 post split shares. On September 27, 2002, the Company provided by the President of the Company in locating business investors.

**Arizona Ventures, Inc.**  
(Formerly China Global Development, Inc.)  
Notes to the Financial Statements  
September 30, 2002

NOTE 9 - Prior Period Adjustment

The accompanying financial statements for December 31, 2001 have been related to an unrecorded note payable and related accrued interest. On September 30, 2002, the note was converted to 150,000 post split shares of the Company's common stock.

The effect of this restatement for September 30, 2002 and December 31, 2001 is as follows:

	September 30, 2002		December 31, 2001	
	As Previously Reported	As Restated	As Previously Reported	As Restated
<b>Balance Sheet:</b>				
Notes Payable	\$ 495,965	\$ 495,965	\$ 389,491	\$ 398,586
Interest Payable	-	-	132,246	132,974
Accumulated Deficit	(3,247,350)	(3,247,350)	(3,142,775)	(3,152,598)
<b>Statement of Operations:</b>				
General & Administrative				
Expenses	22,720	22,720	37,354	46,449
Interest Expense	72,032	72,032	91,418	92,146
Net earnings (Loss)	(97,752)	(94,752)	(128,772)	(138,595)
Net earnings (Loss) per common and common equivalent share				
Basic	(.70)	(.70)	(6.12)	(6.59)
Diluted	(.70)	(.70)	(6.12)	(6.59)

Accumulated deficit as of January 1, 2002 has been restated to reflect the effect of the conversion of the note payable to common stock on prior years.

**ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

CPACPA Network, LLC was CPA Network, LLC was the principal accountant for the Company for the year 2000. Bierwolf, Nilson & Associates, LLC was the principal accountant.

In connection, with the audit of the fiscal year ended December 31, 2000 there were no disagreements with CPA Network, LLC on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures, which have caused them to make reference in connection with their opinion to lack of operations and operating capital, and the CPA Network LLC has not advised the Company of any reportable events.

The accountants' reports of CPA Network, LLC on the (formerly Life Medical, Inc.) did not contain any qualified as to audit scope, or accounting principles, but there was a lack of operations and operating capital.

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**PART III**

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**ITEM 9. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT**

As a result of the recission of Rainbow Light Global Corporation the former officers and directors Bao Hua Zheng, Yu Chen Zhang, and Baldwin Yung resigned and were replaced by Paul Bao Hua Zheng officer and director.

The following information is furnished with respect to the Company's Board of Director executive officers. There are no family relationship between or among any executive officers. There are no executive officers.

Directors and Executive Officers

Name	Age (2002)	Director Since	Position with Company
Paul F. Beatty 4766 South Holladay Boulevard Holladay, Utah 84117			President, CEO and Director

Paul F. Beatty, age 60, has been employed as the in-house accountant for Tri-State Utah since approximately 1966. He graduated with an associates degree University in Cedar City, Utah. He has served 12 years as mayor was on the City Council for 14 years. He volunteer commander and captain of that unit.

**ITEM 10. EXECUTIVE COMPENSATION**

Compensation of Executive Officers and Directors.

During the year 2002, Paul F. Beatty, President and sole director was issued 2,000,000 shares of common stock valued at \$2000 for past services rendered on behalf of the Company.

Employment Agreements and Other Compensation Arrangements

None.

Compensation of Non-Employee Directors

None.

**ITEM 11. SECURITY OWNERSHIP MANAGEMENT**

Name and Address of Beneficial Owner	Amount and Nature Of Beneficial Ownership	Percent of Class
Paul F. Beatty 4766 Holladay Blvd Holladay City, UT 84117	20,200,000 Common	99%

**ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS**

During the year 2002, Paul F. Beatty, President split shares of common stock for past services rendered on behalf of the Company.

Subsequent to year end, 20,000,000 post split shares of common stock were issued to Paul Be for services rendered on behalf of the Company.

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

(a) Exhibits

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

(b) The Company filed the following reports on form 8-K.

(1) On January 31, 2002 reporting a change in company's shares and a change in management.

(2) On April 2, 2002 reporting a change in certifying accountants.



SECTION 302 CERTIFICATION

I, Paul F. Beatty, certify that:

1. I have reviewed this annual report on Form 10-KSB of Arizona Ventures, Inc.;
2. Based on my knowledge, this annual report does not contain or omit to state a material fact necessary to make the statements made, in light of the circumstances which such statements were made, not misleading;
3. Based on my knowledge, the financial statements, and other financial information presented 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 annual report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and 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 us promptly, particularly during the period in which this annual report is being prepared.
  - b) Evaluated the effectiveness of the registrant's disclosure controls and procedures 90 days prior to the filing date of this annual report (the "Evaluation Date"); and
  - c) Presented in this annual report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. I have disclosed, based on our most recent evaluation, to the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies in the design or operation of internal controls that could result in the registrant's inability 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 persons in a significant role in the registrant's internal controls; and
6. I have indicated in this annual report whether or not there were any changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of evaluation, including any corrective actions taken during the period covered by the annual report.

Date: January 14 , 2003

/s/ \_\_\_\_\_

Paul F. Beatty

And Principle Accounting Officer

Chief Executive Officer

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 10-KSB for the period ending September 30, 2002 as on the date hereof (the "Report"), the undersigned, Paul F. Beatty, Chief Executive Officer and Principle Accounting Officer of the Company, certify, pursuant to 18 U.S.C. §1350, as adopted of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13 (a) or Act of 1934; and

(2) The information contained in the Report fairly presents, in and result of operations of the Company.

Date: January 14 , 2003

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Paul F. Beatty, Chief Executive Officer  
And Principle Accounting Officer