

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 72093 / May 5, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-15862

In the Matter of

GeNOsys, Inc.,

Respondent.

**ORDER INSTITUTING ADMINISTRATIVE
PROCEEDINGS AND NOTICE OF HEARING
PURSUANT TO SECTION 12(j) OF THE
SECURITIES EXCHANGE ACT OF 1934**

I.

The Securities and Exchange Commission (“Commission”) deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 (“Exchange Act”), against GeNOsys, Inc. (“Genosys” or “Respondent”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

1. Genosys (CIK No.0001145328) is a Utah corporation headquartered in Provo, Utah. Genosys is a medical research company focusing on the use of nitric oxide gas to treat human diseases and conditions. At all relevant times, the common stock of Genosys was registered with the Commission pursuant to Section 12(g) of the Exchange Act and quoted on OTC Link operated by OTC Markets Group, Inc.

B. DELINQUENT PERIODIC FILINGS

2. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers with classes of securities registered pursuant to Exchange Act Section 12 to file with the

Commission current and accurate information in periodic reports. Specifically, Rule 13a-1 requires issuers to file annual reports and Rule 13a-13 requires issuers to file quarterly reports.

3. Genosys filed its last annual report on Form 10-K on March 15, 2011 and its last quarterly report on Form 10-Q on November 25, 2011. Since then, it has not submitted the following required periodic filings:

<u>Filing</u>	<u>Due date</u>
Annual report on Form 10-K for period ended Nov. 30, 2011	February 28, 2012
Quarterly report on Form 10-Q for period ended Feb. 29, 2012	April 16, 2012
Quarterly report on Form 10-Q for period ended May 31, 2012	July 16, 2012
Quarterly report on Form 10-Q for period ended August 31, 2012	October 15, 2012
Annual report on Form 10-K for period ended Nov. 30, 2012	February 28, 2013
Quarterly report on Form 10-Q for period ended Feb. 28, 2013	April 15, 2013
Quarterly report on Form 10-Q for period ended May 31, 2013	July 15, 2013
Quarterly report on Form 10-Q for period ended August 31, 2013	October 15, 2013
Annual report on Form 10-K for period ended Nov. 30, 2013	February 28, 2014
Quarterly report on Form 10-Q for period ended Feb. 28, 2013	April 14, 2014.

4. As a result of the foregoing, Genosys has failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations contained in Section II are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of, each class of securities registered pursuant to Section 12 of the Exchange Act of Genosys identified in Section II hereof, and any successor under Exchange Act Rules 12b-2 or 12g-3, and any new corporate name of the Respondent.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice [17 C.F.R. § 201.220].

If Respondent fails to file the directed Answer, or fails to appear at a hearing after being duly notified, the Respondent, and any successor under Exchange Act Rules 12b-2 or 12g-3, and any new corporate name of the Respondent, may be deemed in default and the proceedings may be determined against it upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice [17 C.F.R. § 201.155(a), 201.220(f), 201.221(f) and 201.310].

This Order shall be served forthwith upon Respondent personally or by certified, registered or Express Mail, or by other means permitted by the Commission's Rules of Practice.

IT IS FURTHER ORDERED, that the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Jill M. Peterson
Assistant Secretary