

# SECURITIES AND EXCHANGE COMMISSION

## FORM 10QSB

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

Filing Date: **2004-05-18** | Period of Report: **2004-03-31**  
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### FILER

#### **FAMILY HEALTHCARE SOLUTIONS INC**

CIK: **1063262** | IRS No.: **880403762** | State of Incorporation: **NV** | Fiscal Year End: **0930**  
Type: **10QSB** | Act: **34** | File No.: **000-28881** | Film No.: **04815304**  
SIC: **6770** Blank checks

Mailing Address  
24843 DEL PRADO  
SUITE 326  
DANA POINT CA 92629

Business Address  
24843 DEL PRADO  
SUITE 326  
DANA POINT CA 92629  
9494877295

United States  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 10-QSB**

**[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission File Number: 000-28881

Second Quarter ended March 31, 2004

***Family Healthcare Solutions, Inc.***

Nevada	76-0528600
(Jurisdiction of Incorporation)	(I.R.S. Employer Identification No.)
24843 Del Prado, Suite 326 Dana Point, California	92629
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (949) 487-7295

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

Securities registered pursuant to Section 12(g) of the Act: Common Stock

As of March 31, 2004, 1,998,692 shares of shares of Common Stock were issued and outstanding.

Transitional Small Business Disclosure Format (check one): yes [ ] no [X]

**PART I: FINANCIAL INFORMATION**

**Item 1. Financial Statements.**

The financial statements, for the three months and six months ended March 31, 2004, included herein have been prepared by the Company, without audit pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnotes disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations, although the Company believes that the disclosures are adequate to make the information not misleading.

**Family Healthcare Solutions, Inc.**  
Financial Statements

March 31, 2004

**Family Healthcare Solutions, Inc.**  
(a Development Stage Company)  
Balance Sheets

	March 31, 2004 (Unaudited)	September 30, 2003
<b>ASSETS</b>		
Total Assets	\$-	\$-
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<hr/>		
Current Liabilities		
Notes Payable - Related Party	555,815	548,502
	<hr/>	<hr/>
Total Current Liabilities	555,815	548,502
	<hr/>	<hr/>

Total Liabilities	555,815	548,502
<hr/>		
Stockholders' Equity		
Common Stock, Authorized 100,000,000 Shares of \$.001 Par Value, 1,998,692 and 998,692 shares issued and outstanding respectively	1,999	999
Additional Paid in Capital	860,483	801,481
Accumulated Deficit	(1,418,297 )	(1,350,982 )
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Total Stockholders' Equity	(555,815 )	(548,502 )
<hr/>		
Total Liabilities and Stockholders' Equity	\$-	\$-

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**Family Healthcare Solutions, Inc.**  
(a Development Stage Company)  
Statements of Operations  
(Unaudited)

	For the three months ended March 31, 2004	For the three months ended March 31, 2003	For the six months ended March 31, 2004	For the six months ended March 31, 2003	From Inception on April 9, 1998 thru March 31, 2004
Revenues	\$-	\$-	\$-	\$-	\$-
Operating Expenses					
General & Administrative	13,063	33,892	27,020	90,331	806,199
<hr/>					
Total Operating Expenses	13,063	33,892	27,020	90,331	806,199

Operating Income (Loss) before discontinued operations	(13,063 )	(33,892 )	(27,020 )	(90,331 )	(806,199 )
(Loss) from discontinued operations	-	-	-	-	(292,036 )
(Loss) from disposal of discontinued operations	-	-	-	-	(115,947 )
Net (loss) from operations	(13,063 )	(33,892 )	(27,020 )	(90,331 )	(1,214,182)
Other Income (Expense)					
Impairment Loss					(168,430 )
Miscellaneous Income	-		-	-	(47,788 )
Interest Expense	(40,293 )	(2,141 )	(40,293 )	(4,500 )	12,105
Total Other Income (Expense)	(40,293 )	(2,141 )	(40,293 )	(4,500 )	(204,113 )
Net Income (Loss)	\$(53,356 )	\$(36,033 )	\$(67,313 )	\$(94,831 )	\$(1,418,295)
Net Income (Loss) Per Share	\$(0.03 )	\$(0.04 )	\$(0.03 )	\$(0.09 )	\$(3.59 )
Weighted Average Shares Outstanding	1,998,692	998,692	1,987,763	998,692	394,902

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**Family Healthcare Solutions, Inc.**  
(a Development Stage Company)  
Statements of Cash Flows  
(Unaudited)

From  
inception

For the three months  
ended

on April 9,  
1998

	March 31,		December 31
	2004	2003	2004

### Cash Flows from Operating Activities

Net Income (Loss)	\$(67,313 )	\$(94,831 )	\$(1,418,295 )
Adjustments to Reconcile Net Loss to Net Cash Provided by Operations:			
Bad debt expense	-	-	46,300
Stock Issued for Services	-	-	283,774
Stock issued to reduce payables	-	-	2,500
Interest on notes payable - related party	-	4,500	35,208
Loss on disposal of discontinued operations	-	-	397,995
Change in Assets and Liabilities	-	-	-
(Increase) in interest receivable	-	-	(42,995 )
Increase (Decrease) in Accounts Payable and Accrued Expenses	67,313	90,331	216,159

Net Cash Provided(Used) by Operating Activities	0	-	(479,354 )
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### Cash Flows from Investing Activities

Cash paid for investments	-	-	(255,000 )
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Net Cash Provided (Used) by Investing Activities	-	-	(255,000 )
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### Cash Flows from Financing Activities

Payments paid on notes receivable - related parties	-	-	(246,300 )
Principal received on notes receivable - related parties	-	-	100,000
Proceeds received on notes payable - related parties	-	-	399,654
Common stock issued for cash	-	-	481,000

Net Cash Provided(Used) by Financing Activities	-	-	734,354
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Increase (Decrease) in Cash	0	-	-
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Cash and Cash Equivalents at Beginning of Period	-	-	-
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Cash and Cash Equivalents at End of Period	0	-	\$-
Cash Paid For:			
Interest	\$-	\$-	\$-
Income Taxes	\$-	\$-	\$-

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**Family Healthcare Solutions, Inc.**  
Notes to the Financial Statements  
March 31, 2004

GENERAL

Family Healthcare Solutions, Inc. (the Company) has elected to omit substantially all footnotes to the financial statements for the six months ended March 31, 2004 since there have been no material changes (other than indicated in other footnotes) to the information previously reported by the Company in their Annual Report filed on Form 10-KSB for the fiscal year ended September 30, 2003.

UNAUDITED INFORMATION

The information furnished herein was taken from the books and records of the Company without audit. However, such information reflects all adjustments which are, in the opinion of management, necessary to properly reflect the results of the interim period presented. The information presented is not necessarily indicative of the results from operations expected for the full fiscal year.

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**Item 2. Discussion and Analysis or Plan of Operation.**

**(a) Plan of Operation for the next twelve months.** Our management has established a new direction for our future business. We intend to become involved in family health care. Current conditions are not favorable to pursuing any direct or reverse acquisition transactions at this time, in the opinion of present Management. We are presently mostly dormant, as to business activity, while our revised business plan is in development. We would expect to emerge with our new plan during the next twelve months. We have been active most recently in settling aged debt for new investment shares of common stock.

There can be no assurance that we will be successful at any time in the future, in raising sufficient funding from any sources during the next twelve months. Even if we are successful in raising capital through any sources, there can be no assurances that any such financing would be available in a timely manner or on terms acceptable to us and our current shareholders. Additional equity financing could be dilutive to our then existing shareholders, and any debt financing (if any) could involve restrictive covenants with respect to future capital raising activities and other financial and operational matters.

**(b) Discussion and Analysis of Financial Condition and Results of Operations.**

We have no cash, receivables, or assets, nor history of revenues. We have engaged in no operations during the period of this report. We have substantial liabilities which we are working to settle for new investment shares of common stock. Our current expenses have been legal and professional fees. We are presently dormant and inactive and expect to remain so for the next six months. There is no assurance that we will ever launch operation, make an acquisition or achieve profitability for shareholders.

**PART II: OTHER INFORMATION**

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**Item 1. Legal Proceedings.** None

**Item 2. Changes in Securities.** None

**Item 3. Defaults on Senior Securities.** None

**Item 4. Submission of Matters to Vote of Security Holders.** None

**Item 5. Other Information.** None

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

See Form 8K dated February 10, 2004, re reorganization of auditor. Todd Chisholm joined the firm of Chisholm, Bierwolf & Nilson, LLC

Exhibit 31. CERTIFICATIONS PURSUANT TO SECTION 302

Exhibit 32. CERITIFICATION PURSUANT TO 18 USC SECTION 1350

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, this Form 10-Q Report for the Quarter ended March 31, 2004, has been signed below by the following person on behalf of the Registrant and in the capacity and on the date indicated.

By signing this Quarterly Report, the undersigned hereby certify: (1) This 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 result of operations of the Company.

Dated: May 17, 2004

/s/Teodoro F. Franco L.  
Teodoro F. Franco L.  
Sole Officer/Director

## Exhibit 31

### Section 302 Certification

#### CERTIFICATIONS PURSUANT TO SECTION 302

I, Teodoro F. Franco L., certify that:

1. I have reviewed this Quarterly report on Form **10-QSB** of *Family Healthcare Solutions, 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 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 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 functions):

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 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.

Dated: May 17, 2004

/s/Teodoro F. Franco L.

Teodoro F. Franco L.

Sole Officer/Director

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## **Exhibit 32**

### **CERTIFICATION PURSUANT TO 18 USC SECTION 1350**

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

CERTIFICATION OF CUSTODIAN

In connection with the Quarterly Report of *Family Healthcare Solutions, Inc.*, a *Nevada* corporation (the "Company"), on **10-QSB** for the period ended **March 31, 2004** as filed with the Securities and Exchange Commission (the "Report"), I, Teodoro F. Franco L., certify, pursuant to 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), that to my knowledge:

- (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 17, 2004

/s/Teodoro F. Franco L.  
Teodoro F. Franco L.  
Sole Officer/Director

## CERTIFICATIONS PURSUANT TO SECTION 302

I, Teodoro F. Franco L., certify that:

1. I have reviewed this Quarterly report on Form **10-QSB** of *Family Healthcare Solutions, 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 Annual 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 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 by others within those entities, particularly during the period in which this Quarterlyreport 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 Quarterlyreport (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 functions):
  - 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 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.

Dated: May 17, 2004

/s/Teodoro F. Franco L.  
Teodoro F. Franco L.  
Sole Officer/Director



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

CERTIFICATION OF CUSTODIAN

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- (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 17, 2004

/s/Teodoro F. Franco L.

Teodoro F. Franco L.

Sole Officer/Director