

BioAuthorize Holdings, Inc.
Form 10-Q
November 14, 2008

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

FORM 10-Q

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

For the Quarterly Period Ended September 30, 2008

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

For the transition period from **N/A** to **N/A**
Commission File Number: **000-33073**

BioAuthorize Holdings, Inc.
formerly known as
Genesis Holdings, Inc.
(Name of small business issuer as specified in its charter)

Nevada
State of Incorporation

20-2775009
IRS Employer Identification No.

15849 N. 71st Street, Suite 216
Scottsdale, AZ 85254
(Address of principal executive offices)

Registrant's telephone number, including Area Code: **(928) 300-5965**

Securities registered under Section 12(b) of the Exchange Act:
None

Securities registered under Section 12(g) of the Exchange Act:
Common Stock, \$0.001 par value per share
(Title of Class)

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

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-Accelerated filer Small Business Issuer

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Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Transitional Small Business Disclosure Format (check one): Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class	Outstanding at November 14, 2008
Common stock, \$0.001 par value	28,225,000

**BIOAUTHORIZE HOLDINGS, INC. F/K/A GENESIS HOLDINGS, INC.
INDEX TO FORM 10-Q FILING
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2008 AND 2007**

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PART I – FINANCIAL INFORMATION

BIOAUTHORIZE HOLDINGS, INC. F/K/A GENESIS HOLDINGS, INC.
(A Development Stage Company)
CONDENSED CONSOLIDATED BALANCE SHEETS

	September 30, 2008	December 31, 2007
	(unaudited)	(audited)
ASSETS:		
CURRENT ASSETS		
Cash	\$ 53,927	\$ 484,937
Prepaid expense	-	13,973
Total current assets	53,927	498,910
PROPERTY AND EQUIPMENT, net		
Patent	7,788	4,521
Deposits	2,575	27,031
TOTAL ASSETS	\$ 120,803	\$ 610,379
LIABILITIES AND STOCKHOLDERS' DEFICIT:		
CURRENT LIABILITIES:		
Accounts payable and accrued liabilities	\$ 21,782	\$ 14,272
Accrued liabilities	304,296	-
Total current liabilities	326,078	14,272
Notes payable - affiliate	7,962	-
TOTAL LIABILITIES	334,040	14,272
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' DEFICIT:		
Preferred stock, \$.001 par value, 1,000,000 shares authorized; none issued and outstanding	-	-
Common stock, \$.001 par value, 100,000,000 shares authorized; 28,225,000 and 20,000,000 issued and outstanding as of September 30, 2008 and December 31, 2007, respectively	28,225	20,000
Additional paid-in capital - originally filed	-	2,113,787
Reverse merger adjustment	-	(18,787)
Additional paid-in capital - restated	2,189,275	2,095,000
Accumulated deficit during this development stage	(2,430,737)	(1,518,893)
Total stockholders' deficit	(213,237)	596,107
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 120,803	\$ 610,379

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

BIOAUTHORIZE HOLDINGS, INC. F/K/A GENESIS HOLDINGS, INC.

(A Development Stage Company)

CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2008 AND 2007 (unaudited)

AND FOR THE PERIOD FROM AUGUST 23, 2006 (INCEPTION) THROUGH SEPTEMBER 30, 2008

				For the Period from August 23, 2006 (inception) through
	Three Months Ended	Nine Months Ended	Three Months Ended	Nine Months Ended
	2008	2007	2008	2007