

Edgar Filing: SHAVA INC - Form 10QSB

SHAVA INC  
Form 10QSB  
May 10, 2004

U. S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 10-QSB

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

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2002

TRANSITION REPORT UNDER SECTION 13 OR 15 (D) OF THE  
SECURITIES ACT OF 1934

COMMISSION FILE NUMBER 000-32563

SHAVA, INC.

(Name of Small Business Issuer in its Charter)

NEVADA  
(State or other jurisdiction of  
Incorporation or organization)

94-3391035  
(I.R.S. Employer  
Identification No.)

4878 RONSON COURT, SAN DIEGO, CALIFORNIA, 92037  
(Address of Principal Executive Office)

(858) 243-2615  
(Issuer's Telephone Number)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filings requirements for the past 90 days. Yes  No

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: 3,100,000 shares of common stock, \$.001 par value.

Transitional Small Business Disclosure Format (Check One): Yes  No

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

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SHAVA, INC.  
(A DEVELOPMENT STAGE ENTERPRISE)  
BALANCE SHEET

SEPTEMBER 30, 2002

(UNAUDITED)

ASSETS	
-----	
CURRENT ASSETS	
Cash in Bank	\$       0
	-----
TOTAL CURRENT ASSETS	0
	-----
TOTAL ASSETS	\$       0
	=====

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LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES	\$ 0
TOTAL LIABILITIES	0
STOCKHOLDERS' EQUITY	
Common stock, \$0.001 par value, 25,000,000 shares authorized; 3,100,000 shares issued and outstanding	3,100
Additional paid in capital in excess of par	3,000
Deficit accumulated during the development stage	(6,100)
TOTAL STOCKHOLDERS' EQUITY	0
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 0

The accompanying notes are an integral part of these financial statements

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SHAVA, INC.  
(A DEVELOPMENT STAGE ENTERPRISE)  
STATEMENT OF OPERATIONS

(UNAUDITED)

	THREE MONTHS ENDED 09/30/01	THREE MONTHS ENDED 09/30/02	03/06/01 (INCEPTION) TO 09/30/01	NINE MONTHS ENDED 09/30/02	FROM 03/06/01 (INCEPTION) TO 09/30/02
INCOME					
Income	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
TOTAL INCOME	0	0	0	0	0
EXPENSES					
Bank Charges	36	36	76	108	184
Professional Services	430	22	3,550	1,900	5,450
TOTAL EXPENSES	466	58	3,626	2,008	5,634
NET INCOME (LOSS)	\$ (466)	\$ (58)	\$ (3,626)	\$ (2,008)	\$ (5,634)
NET INCOME (LOSS) PER SHARE	\$ (0.01)	\$ (0.01)	\$ (0.01)	\$ (0.01)	

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Weighted average  
number of Common  
shares outstanding

2,000,000	3,100,000	2,000,000	3,100,000
=====	=====	=====	=====

The accompanying notes are an integral part of these financial statements

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SHAVA, INC.  
(A DEVELOPMENT STAGE ENTERPRISE)  
STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY  
(UNAUDITED)

	COMMON STOCK \$.001 PAR VALUE		ADDITIONAL PAID IN CAPITAL	RETAINED EARNINGS (DEFICIT)	TOTAL STOCKHOLDERS' EQUITY
	NO. OF SHARES	AMOUNT			
	-----	-----	-----	-----	-----
Beginning Balance - March 6, 2001	2,000,000	\$ 2,000	\$ 3,000	\$ 0	\$ 5,000
Net (loss)	0	0	0	(4,092)	(4,092)
	-----	-----	-----	-----	-----
Balance December 31, 2001	2,000,000	2,000	3,000	(4,092)	1,000
Sale of shares for cash	1,100,000	1,100	0	0	1,100
Net (loss)	0	0	0	(2,008)	(2,008)
	-----	-----	-----	-----	-----
Balance September 30, 2002 (Unaudited)	3,100,000	\$ 3,100	\$ 3,000	\$ (6,100)	\$ 1,000
	=====	=====	=====	=====	=====

The accompany notes are an integral part of these financial statements

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SHAVA, INC.  
(A DEVELOPMENT STAGE ENTERPRISE)  
STATEMENT OF CASH FLOWS  
(UNAUDITED)

THE PERIOD FROM MARCH 6, 2001 (INCEPTION) TO 09/30/01	FOR THE NINE MONTHS ENDED 09/30/02	FROM 03/06/01 (INCEPTION) TO 09/30/02
-----	-----	-----

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CASH FLOWS FROM DEVELOPMENT ACTIVITIES:			
Net (loss)	\$ (3,160)	\$ (2,008)	\$ (6,100)
Net cash flow provided by (used in) development activities	(3,160)	(2,008)	(6,100)
CASH FLOWS FROM INVESTING ACTIVITIES:			
None	0	0	0
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from sale of stock	5,000	1,100	6,100
Net cash flow provided by financing activities	5,000	1,100	6,100
NET INCREASE (DECREASE) IN CASH	1,840	(908)	0
BEGINNING OF PERIOD			
Cash and cash equivalents	0	908	0
END OF PERIOD			
Cash and cash equivalents	\$ 1,840	\$ 0	\$ 0

The accompanying notes are an integral part of these financial statements

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SHAVA, INC.  
 (A DEVELOPMENT STAGE ENTERPRISE)  
 NOTES TO FINANCIAL STATEMENTS  
 (INFORMATION WITH REGARD TO THE NINE MONTHS ENDED  
 SEPTEMBER 30, 2001 AND 2002 IS UNAUDITED)

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

THE COMPANY

Shava, Inc. was incorporated under the laws of the State of Nevada on March 6, 2001. Since its inception, the Company has been in the development stage and has conducted no business. The Company's only activities to date have been: (a) the initial issuance of common stock and organizational efforts; and (b) the registration of the Company under the Securities Exchange Act of 1934 as a reporting company, and subsequent periodic filings under Section 13 of the Securities Exchange Act. The year-end of the Company is December 31st for both book and tax purposes.

CASH AND CASH EQUIVALENTS - Cash and cash equivalents consist of cash, bank deposits and temporary cash investments with a maturity of three months or less when purchased.

USE OF ESTIMATES - the preparation of financial statements in conformity with

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Accounting Principles Generally Accepted in the United States, requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

START-UP COSTS - Costs of start-up activities, including organization costs, are expensed as incurred, in accordance with Statement of Position (SOP) 98-5.

NET LOSS PER SHARE - Basic loss per weighted average common share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period.

INTERIM FINANCIAL INFORMATION - The financial statements for the nine months ended September 30, 2001 and 2002 are unaudited and include all adjustments which in the opinion of management are necessary for fair presentation, and such adjustments are of a normal and recurring nature. The results for the nine months are not indicative of a full year results.

### NOTE 2 - STOCKHOLDERS EQUITY

The Company has authorized 25,000,000 shares of \$0.001 par value common stock. The Company had 3,100,000 shares of common stock issued and outstanding at September 30, 2002. On March 6, 2001, at inception, the Company issued 2,000,000 shares of common stock in exchange for \$5,000 in cash, or \$0.0025 per share. In January 2002, the Company issued 1,100,000 shares of common stock in exchange for \$1,100 in cash, or \$0.001 per share.

### NOTE 3 - RELATED PARTY TRANSACTIONS

The Company's President, Director, Chief Financial Officer and Secretary, is also a shareholder. The Company currently uses the offices of its shareholder, officer and director as its principal place of business at no cost to the Company.

### NOTE 4 - INCOME TAXES

Deferred income taxes (benefits) are provided for certain income and expenses which are recognized in different periods for tax and financial reporting purposes. The Company had net operating loss carry-forwards for income tax purposes of approximately \$6,100, expiring \$4,092 and \$2,008 at December 31, 2021 and 2022, respectively. The amount recorded as a deferred tax asset at September 30, 2002 is approximately \$900 which represents the amount of the tax benefit of the loss carry-forward. The Company has established a 100% valuation allowance against this deferred tax asset, as the Company has no history of profitable operations.

### NOTE 5 - SUBSEQUENT EVENTS

In September 2003, the stockholders of the Company sold all of their shares to a third party effecting a change in ownership. At the same time all the officers and directors resigned and appointed this individual as sole officer and director, effecting a change in control. This individual relocated the Company's office to their own.

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## RESULTS OF OPERATIONS

The Company was incorporated on March 6, 2001, and has had no operations to date. The Company is in the process of attempting to identify and acquire a favorable business opportunity. The Company has not entered into any agreement, nor does it have any commitment or understanding to enter into or become engaged in a transaction as of the date of this filing. The Company continues to investigate, review and evaluate business opportunities as they become available and will seek to acquire or become engaged in business opportunities at such time as specific opportunities warrant.

## COSTS AND EXPENSES

The Company had no income, and recorded a net loss of \$3,160 during the period from the Company's inception until September 30, 2001, and a net loss of \$2,008 for the nine months ended September 30, 2002. These losses were due almost entirely to expenses in connection with the Company's formation, and registration and subsequent reporting, as a reporting company under the Securities Exchange Act of 1934.

## LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2001 and 2002, the Company had total assets of \$1,374 and \$0, respectively, all in cash. During the period from the Company's inception to September 30, 2001, the Company raised \$5,000 in cash through the sale of 2,000,000 shares of its common stock. In the first quarter of 2002, the Company raised \$1,100 in cash through the sale of 1,100,000 shares of its common stock. At September 30, 2002, the Company has 3,100,000 shares of common stock outstanding, with total shareholder equity of \$0, or \$0.00 per share.

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## PART II - OTHER INFORMATION

### ITEM 1. LEGAL PROCEEDINGS

None

### ITEM 2. CHANGES IN SECURITIES

None

### ITEM 3. DEFAULTS ON SENIOR SECURITIES

None

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

The Company has held no regularly scheduled, called or special meetings of shareholders during the reporting period.

### ITEM 5. OTHER INFORMATION

None

### ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

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(a) EXHIBITS. The following documents are filed herewith or have been included as exhibits to previous filings with the Commission and are incorporated herein by this reference.

Exhibit No.	Description
3(i).1	[1] Articles of Incorporation of Shava, Inc.
3(ii).1	[1] Bylaws of Shava, Inc.
31.1	* Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	* Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
	-----
	* Filed herewith.
	[1] Incorporated herein by reference to the Company's Registration Statement on Form 10-SB filed April 17, 2001.

### (b) REPORTS ON FORM 8-K.

The Company filed a report on Form 8-K on May 7, 2004, reporting a change of control, change of address and a change in the Company's Certifying Accountant.

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### SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SHAVA, INC.,  
A NEVADA CORPORATION

By: /s/Roger E. Pawson

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Roger E. Pawson, Sole Officer and Director  
Date: May 7, 2004

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