BIZAUCTIONS, INC.

FINANCIAL STATEMENTS

FOR THE PERIODS ENDED

September 30, 2010

&

December 31, 2009

-Financial Principal's Letter Regarding Financial Statements

-September 30, 2010, Quarterly Financial Statements and Accompanying Notes

CERTIFICATION

The financial information contained in this report is unaudited and is based upon present knowledge and belief. This information is believed to be correct and does not contain untrue statement of material fact and is in accordance with generally accepted accounting principles, consistently applied.

These financial statements and the notes hereto, fairly present in all material respects the financial condition, results of operations and cash flows for the nine months and three months ended September 30, 2010, and in conformity with generally accepted accounting principles in the United States, consistently applied.

The Issuer has duly caused this report to be signed and certified on its behalf by the undersigned, duly authorized, on this 3rd day of December, 2010.

/s/ Delmar Janovec

Delmar Janovec
President and Principal
Financial Officer

CROUCH & ASSOCIATES
1453 SOUTH MAJOR STREET
SALT LAKE CITY, UTAH 84115

BizAuctions, Inc.
Mr. Delmar Janovec, President
3440 E. Russell Road, Suite 217
Las Vegas, NV 89120

Dear Mr. Janovec,

I have compiled the accompanying consolidated balance sheet of BizAuctions, Inc., formerly Kootenai Corp., (the "Company"), and its wholly-owned subsidiaries as of September 30, 2010, and the related consolidated statements of operations, changes in stockholders' deficit and cash flows for three months and nine months then ended in accordance with Statements of Standards for Accounting and Review Services issue by the American Institute of Certified Public Accounts.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. I have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

These financial statements have been prepared in accordance with Unites States generally accepted accounting principles.

I have participated in the decision making process regarding certain financial transactions and am therefore not independent.

/s/ Brent Crouch

Brent Crouch
November 30, 2010
Salt Lake City, Utah

BIZAUCTIONS, INC.

CONSOLIDATED BALANCE SHEETS

(Unaudited)

	September 30, 2010 (unaudited)	December 31, 2009 (unaudited)
ASSETS:		
Current Assets:		
Cash	$ 152,273	$ 143,016
Inventory-(Note D)	268,557	179,600
Accounts receivable	5,000	-
Note receivable-(Note H)	60,000	10,000
Due from affiliates-(Note C)	357,939	17,552
Total Current Assets	843,769	350,168
Plant, Property and Equipment (net)	124,135	52,725
Deposits	20,971	20,971
Total Assets	$ 988,875	$ 423,864
LIABLIITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accounts payable and accrued expenses	$ 284,320	$ 228,289
Note Payable - related party-(Note E)	98,665	80,733
Note Payable, short-term-(Note G)	125,000	125,000
Due to affiliates		29,126
Total Current Liabilities	507,985	463,148
Notes Payable, long-term-(Note G)	1,878,794	901,754
Contingencies and commitments-(Note J)	95,571	95,571
Total Liabilities	$ 2,482,350	$ 1,460,473
STOCKHOLDERS' DEFICIT		
Preferred stock, Series D, $.001 par value;25,000,000 shares authorized 10,000,000 shares issued and outstanding,	10,000	10,000
Preferred stock, Series C convertible stock, 20,000,000 shares authorized 10,000 shares and 0 shares issued and outstanding respectively converts to $5 of common shares per each share of preferred	50,000	
Preferred stock - Series A convertible stock, 100,000,000 shares authorized; voting rights - 10 votes to one share of common; 42,000,000 and 42,000,000 issued and outstanding	42,000	42,000
Common stock, $.001 par value; 10,000,000,000 shares authorized; 8,792,172,943 and 4,570,627,868 issued and outstanding at September 30, 2010 and December 31, 2009	8,792,173	4,570,629
Additional paid-in Capital	(2,432,065)	1,565,802
Subscription receivable		
Retained deficit	(7,955,583)	(7,225,040)
Total Stockholders' Deficit	(1,493,475)	(1,036,609)
Total Liabilities and Stockholders' Deficit	$ 988,875	$ 423,864

(The notes are an integral part of this financial statement.)

BIZAUCTIONS, INC.
CONSOLIDATED STATEMENT OF LOSS
(unaudited)

	Three months ended		Nine months ended	
	September 30, 2010	September 30, 2009	September 30, 2010	September 30, 2009
Revenues	$ 344,415	$ 295,787	$ 1,198,791	$ 1,637,691
	298,245	374,133	977,968	1,582,466
Gross profit	46,170	(78,346)	220,823	55,225
Operating expenses:				
Selling, general and administrative expenses	224,802	273,256	698,335	687,699
Depreciation and amortization	10,165	5,182	28,267	15,452
Total operating expenses	234,967	278,438	726,602	703,151
Other income and expenses:				
Interest expense	88,598	281,812	224,764	339,068
Loss before tax and extraordinary items	(277,395)	(638,596)	(730,543)	(986,994)
Loss on obsolete inventory				(105,254)
Income tax expenses	-	-		
Net loss	$ (277,395)	$ (638,596)	$ (730,543)	$ (1,092,248)
Net loss per common share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Weighted average common shares outstanding	7,711,996,699	1,416,361,759	6,681,425,405	837,878,587

(The notes are an integral part of this financial statement.)

BIZAUCTIONS, INC.

CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT

FROM DECEMBER 31, 2008 To SEPTEMBER 30, 2010

(Restated for a 1 for 1,000 reverse split effective June 27, 2006; and a 2 for 1 forward split effective August 17, 2006)

(unaudited)

	Preferred stock		Common Stock		Additional Paid-in	Retained
	Shares	Amount	Shares	Amount	Capital	Deficit
Balance at December 31, 2008	9,000,000	$ 9,000	151,805,281	$ 151,806	$ 4,914,221	$ (5,860,412)
Conversion of note for common stock			4,076,251,272	$ 4,076,251	$ (3,477,822)	
Conversion of note for common stock-related party			142,702,843	$ 142,703	$ (1,102)	
Conversion of note for common stock-parent			69,112,961	$ 69,113	$ 8,049	
Common stock issued for services rendered	33,000,000	$ 33,000	119,100,500	$ 119,101	$ (53,813)	
Preferred stock issued for note payable-parent	10,000,000	$ 10,000			$ 169,046	
Common stock issued for for cash			11,655,011	$ 11,655	$ 7,223	
Net loss for the year ended December 31, 2009						(1,364,628)
Balance at December 31, 2009	52,000,000	52,000	4,570,627,868	4,570,629	1,565,802	(7,225,040)
Conversion of note for common stock			2,657,142,585	$ 2,657,142	(2,526,643)	
Conversion of note for common stock-related party			1,500,000,000	$ 1,500,000	(1,440,000)	
Conversion of note for common stock-parent						
Preferred stock issued for services	10,000	50,000	64,402,490	$ 64,402	(31,224)	
Net loss for the nine months ended September 30, 2010						(730,543)
Balance at September 30, 2010	52,010,000	$ 102,000	8,792,172,943	$ 8,792,173	$ (2,432,065)	$ (7,955,583)

(The notes are an integral part of this financial statement.)

BIZAUCTIONS, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS

(unaudited)

	Nine Months Ended September 30, 2010	Nine Months Ended September 30, 2009
Cash flows from operating activities:		
Net Loss	$ (730,543)	$ (1,092,248)
Adjustment to reconcile net loss to cash used in operations:		
Stock issued to pay expenses (company and affiliates)	89,332	581,218
Depreciation	28,267	15,452
Change in operation accounts:		
Accounts payable and accrued expenses	56,031	(107,010)
Inventory	(88,957)	52,957
Deposits		4,000
Notes receivable	(50,000)	
Accounts receivable	(5,000)	23,259
	(700,870)	(522,372)
Cash flows from investing activities:		
Purchase of assets	(99,677)	(1,886)
Cash flows from financing activities:		
Proceeds from the sale of common stock		18,878
Proceeds (payments) from loans - affiliates		221,575
Proceeds from loans (net)	815,000	253,256
Payments on loans	(5,196)	
	809,804	493,709
Increase (decrease) in cash	9,257	(30,549)
Cash - Beginning of the year	143,016	57,745
Cash - End of the year	$ 152,273	$ 27,196

(The notes are an integral part of this financial statement.)

NOTE A – SUMMARY OF ACCOUNTING POLICIES

General

The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. The results from operations for the three months and nine months ended September 30, 2010, are not necessarily indicative of the results that may be expected for the year-ended December 31, 2010.

A summary of the significant accounting policies applied in the preparation of the accompanying financial statement follows.

The consolidated financial statements include a company which is effectively controlled directly by the Company, where control is defined as the power to govern the financial operation policies. This control is generally evidenced when the company directly or indirectly owns more than 50% of the voting rights of the company's share capital. Significant intercompany transactions have been eliminated in consolidation.

Inventory is valued at the lower of cost or market as of the respective balance sheet dates.

In May of 2006, the Company's parent, Green Endeavors LTD., formerly Net2Auction, Inc., at the time of the transaction, purchased 50,000 shares (50,000,000 shares prior to the pre-reverse stock split on June 27, 2006) to gain a 50.02% ownership of BizAuctions, Inc. On June 27, 2006, the Company had a reverse stock split whereby each shareholder received 1 share for each 1,000 shares owned. On June 28, 2006, the former parent company, Green Endeavors LTD., at the time of the transaction, acquired 50,000,000 post reverse split shares to gain a 99.9% ownership of the Company's outstanding common stock. In this transaction, the Company acquired 100% of BizAuctions, Corp. from its parent. This transaction was valued at $154,400 or $0.003 per share.

As of September 30, 2010, and December 31, 2009, AmeriResource Technologies, Inc., ("Parent" or "Affiliates"), controlled approximately 0.017% and 3%, respectively, of the outstanding common stock of the Company. Upon conversion of the Series A Preferred stock would give the Parent approximately 77% and 86% voting control of the Company.

On August 17, 2006, a forward stock split was affected whereby each shareholder of record received 2 shares of common stock for each share owned.

NOTE A – SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Business and Basis of Presentation

BizAuctions, Inc. was formed as a Delaware Corporation on May 5, 1995 as Topper's Brick Oven Pizza, Inc. Since the inception of the Company there have been three subsequent name changes to its current name, BizAuctions, Inc.

BizAuctions has established itself as a leader within the eBay marketplace through its online auctions of well known name brand merchandise. BizAuctions designation on eBay as a Power-Seller ranks the Company among the most successful on eBay in terms of sales and customer satisfaction. With a worldwide audience of approximately 250 million registered users, eBay provides the Company a well known and established forum to market and sell our merchandise for top dollar in most cases and in a competitive bidding format.

The Company strategy is that of the most basic of economic principles: Buy low and sell high. We have contracted with retailers that are leaders in their industry to purchase salvaged merchandise at a discount and sell for a profit on eBay, Amazon, and our Outlet store. This salvaged merchandise is generally overstock inventory, display models, and customer returns. We sell everything from quality home goods and brand name clothes to high-tech electronics. BizAuctions list the merchandise through Kyozou software which is fully integrated and compliant with eBay and Amazon. Once an auction ends, payment is collected via PayPal or credit card. We have our own designated Account Executives with eBay, Amazon, and PayPal to help BizAuctions achieve the highest potential.

BizAuctions operates out of its office-warehouse in Otay Mesa, CA, a suburb of San Diego, CA. We are currently providing liquidation services to retailers in California and Arizona. Over the past several years, we have created and refined an efficient business model that will allow for expansion and growth in good economic times. The current operational capacity has the ability to handle much more business that is limited to the Company purchasing power and current economic conditions. BizAuctions goal is to have operations strategically placed throughout the U.S. to accommodate our growth and demand for BizAuctions products and services.

BizAuctions opened an Outlet store in its current office-warehouse in Otay Mesa, CA during the 3rd quarter in order to sell its name brand general merchandise, appliances, household items, and some electronics, and clothing. The Outlet store has seen significant growth in terms of sales in the first 47 days of operations and is building a loyal customer base that is expanding rapidly due to the name brand merchandise that is available at prices far below retail prices.

BizAuctions formed a Joint-Venture with La Jolla Liquidation & Auction Co., during the 2nd quarter, to assist in the liquidation of furniture, fixtures, and equipment from the renovation of the Tropicana Hotel & Casino in Las Vegas, Nevada, estate sales, and other liquidation projects that were presented to La Jolla Liquidation & Auction Co.

BizAuctions began listing products on Amazon.com during the 1st quarter of 2010 to gain a new demographic of customers. The Company has listed a selection of higher-end electronics on Amazon to learn more about the Amazon platform, the demographics of their customers, and the pricing levels for various products. We have found through a minimal number of listings sold on Amazon, the sale prices of some electronics are approximately 10% higher than on eBay. The Company will continue to list on

NOTE A – SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Business and Basis of Presentation-(Continued)

Amazon specific electronics and will over-time increase the amount of items to be listed and sold on the Amazon platform.

BizAuctions opened a retail store, Lucky 7's, in Chula Vista, California at the Chula Vista Center mall in May, 2009 in order to sell its brand name clothing products in anticipation of realizing higher prices. The retail shop will also provide an outlet for some of its general merchandise that would be more specific to sales from foot traffic versus selling through the Company's eBay or Amazon business model. The Lucky 7's store had continued to increase its customer base and sales since the opening. (For additional information see Subsequent Events Note-L of this report.)

BizAuctions sales volume and revenue had increased since the inception of the Company through calendar year 2008, as the Company capitalized on the constant demand of a loyal, growing, and satisfied customer base. Due to economic conditions in the United States, BizAuctions has seen fewer customers bidding on and purchasing products through the Company's eBay business model that has forced down the purchase price of some products, particularly in the electronics field. This overall economic slump and fewer customers produced a significant decrease in the Company revenues for the calendar year ending 2009, and the 1st, 2nd and 3rd quarters of this calendar year, 2010.

Cash and Cash Equivalents

For the purposes of the Statements of Cash Flows, the company considers all highly liquid debt instruments purchased with a maturity date of three months or less to be cash equivalents.

Income Taxes

The Company has adopted Financial Accounting Standard No. 109 (SFAS 109) which requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statement or tax returns. Under this method, deferred tax liabilities and assets are determined based on the difference between financial statements and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Temporary differences between taxable income reported for financial reporting purposes and income tax purposes are insignificant.

Net Loss per Common Share

The Company computes earnings per share under Financial Accounting Standard No. 128, "Earnings Per Share" (SFAS 128). Net loss per common share is computed by dividing net loss by the weighted average number of shares of common stock and dilutive common stock equivalents outstanding during the year.
Dilutive common stock equivalents consist of shares issuable upon conversion of convertible preferred shares. During the nine months ended September 30, 2010, and year-ended December 31, 2009, common stock equivalents are not considered in the calculation of the weighted average number of common shares outstanding because they would be anti-dilutive, thereby decreasing the net loss per common share.

NOTE A - SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly actual results could differ from those estimates.

Revenue Recognition

Revenue for product sales is recognized at the time the product is shipped to or picked up by the customer.

Advertising

The Company follows the policy of charging the costs of advertising to expenses as incurred. For the periods ended September 30, 2010, and December 31, 2009, advertising costs were not material to the statement of income.

Liquidity

As shown in the accompanying financial statements, the Company has incurred a net loss of ($730,543) and ($1,092,248) during the nine months ended September 30, 2010, and 2009, respectively. As of September 30, 2010, the Company had working capital of $335,784. In order for the Company to sustain operations, additional working capital must be raised by increases in revenue realizing profitable margins, by the sale of equity securities or by advances from its parent company or its affiliates and loans.

Concentrations of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk, consist primarily of cash, cash equivalents and related party receivables. The Company places its cash and temporary cash investments with credit quality institutions. At times, such investments may be in excess of the FDIC insurance limit.

Stock Based Compensation

In December 2002, the FASB issued SFAS No. 148, "Accounting for Stock-Based Compensation-Transition and Disclosure-an amendment of SFAS 123." This statement amends SFAS No. 123, "Accounting for Stock- Based Compensation," to provide alternative methods of transition for a voluntary change to the fair value based method of accounting for stock-based employee compensation. In addition, this statement amends the disclosure requirements of SFAS No. 123 to require prominent disclosures in both annual and interim financial statements about the method of accounting for stock-based employee compensation and the effect of the method used on reported results. The Company has chosen to continue to account for stock-based compensation using the intrinsic value method prescribed in APB Opinion No. 25 and related interpretations. Accordingly, compensation expense for stock options is measured as the excess, if any, of the fair market value of the Company's stock at the date of the grant over the exercise price of the related option. The Company has adopted the annual disclosure provisions of SFAS No. 148 in its financial reports for the periods ended September 30, 2010, and December 31, 2009, respectively.

NOTE A - SUMMARY OF ACCOUNTING POLICIES (CONTINUED)

Comprehensive Income

Statement of Financial Accounting Standards No. 130, "Reporting Comprehensive Income" (SFAS 130), establishes standards for reporting and display of comprehensive income, its components and accumulated balances. Comprehensive income is defined to include all changes in equity except those resulting from investments by owners and distributions to owners. Among other disclosures, SFAS 130 requires that all items that are required to be recognized under current accounting standards as components of comprehensive income be reported in a financial statement that is displayed with the same prominence as other financial statements. The Company adopted SFAS 130 during the periods ended September 30, 2010, and December 31, 2009, and has no items of comprehensive income to report.

Segment Information

Statement of Financial Accounting Standards No. 131, Disclosures about Segments of an Enterprise and Related Information (SFAS 131) establishes standards for reporting information regarding operating segments in annual financial statements and requires selected information for those segments to be presented in interim financial reports issued to stockholders. SFAS 131 also establishes standards for related disclosures about products and services and geographic areas. Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision maker, or decision-making group, in making decisions to allocate resources and assess performance. The information disclosed herein, materially represents all of the financial information related to the Company's principal operating segment.

SFAS No. 168. In June of 2009, the Financial Accounting Standards Board, (“FASB”), issued SFAS No. 168, The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles-replacement of SFAS No. 162. No. 168 established the FASB Accounting Standards Codification as the source of authoritative accounting principles recognized by the FASB to be applied in the preparation of financial statements in conformity with generally accepted accounting principles. No.168 explicitly recognizes rule and interpretive releases of the Securities and Exchange Commission (SEC) under federal securities laws issued for fiscal years and interim periods ending after September 15, 2009. The Company has adopted SFAS No. 168 and there was no impact on the Company’s consolidated financial statements or results of operations.

SFAS No. 165. In May of 2009, the Financial Accounting Standards Board, (“FASB), issued SFAS No. 165, Subsequent Events No. 165 establishes general standards of accounting for, and requires disclosures of events that occur after the balance sheet date but before the financial statements are issued or available to be issued. SFAS No. 165 is effective for interim or annual financial periods ending after June 15, 2009, and should be applied prospectively. The Company has adopted SFAS 165 and there was no impact on the Company’s consolidated financial statements or results of operations.

NOTE B – ACQUISITION

On June 28, 2006, the Company entered into a purchase agreement ("Agreement") with Green Endeavors LTD., formerly Net2Auction, Inc., to acquire a 100% interest in BizAuctions, Corp., and issued to its parent 50,000,000 shares of restricted common stock and 9,000,000 shares of Series A Preferred stock to its former parent Green Endeavors LTD., formerly Net2Auction, Inc., and 3,000,000 of Series A

NOTE B – ACQUISITION-(CONTINUED)

Preferred stock to its affiliate AmeriResource Technologies, Inc., for a total of 12,000,000 shares of Series A Preferred stock.

NOTE C – DUE FROM AFFILIATES

Due from affiliate is comprised of balances due from its parent AmeriResource Technologies, Inc., and affiliates. The balance due at September 30, 2010 is $357,939.

NOTE D - INVENTORY

Inventory consists of unsold merchandise purchased from retailers for re-sale on internet outlets. Inventory is valued at the lower of cost or market.

NOTE E – NOTES PAYABLE RELATED PARTY

At September 30, 2010, the Company had notes payable to officers in the amount of $49,332. The notes are payable on demand and are non-interest bearing and is convertible into common stock, at the option of the note holder. The note does not have a beneficial conversion feature.

At September 30, 2010, the Company had notes payable to Brent Crouch, a former officer in the amount of $49,322. The Note is payable on demand and interest of 9% and is convertible into common stock, at the option of the note holder. The note does not have a beneficial conversion feature.

NOTE F – RELATED PARTY TRANSACTIONS

During the calendar year 2009, the Company issued its parent 60,000,000 shares of common restricted stock and 42,000,000 of Series A Preferred for services rendered and financial guarantees.

During the calendar year 2009, the Company issued 50,000,000 shares of common restricted stock to the officers of the Company for services rendered and financial guarantees.

During the calendar year 2009, the Company issued its parent 10,000,000 shares of Series D Preferred in exchange for the partial reduction of debt in the amount of $179,046 owed to its parent.

During the calendar year 2008, the Company issued 8,000,000 shares of restricted common stock to an officer of the Company for the conversion of debt in the amount of $80,000 that was owed to the officer of the Company.

On June 28, 2006, the Company purchased 100% of Green Endeavors LTD., formerly Net2Auction, Inc.'s subsidiary, BizAuctions, Corp. for the issuance of Fifty (50,000,000) million shares of its common restricted stock. The total value of the transactions was $154,400.

NOTE G – NOTE PAYABLE

The Company entered into a Promissory Note with an investor in September and in the amount of $150,000. The note is due on September 15, 2011 with an interest rate of 15% and can be extended for an additional one year upon the note holder's option.

The Company entered into a Promissory Note with an investor in September and in the amount of $75,000. The note is due on September 3, 2011 with an interest rate of 15% and can be extended for an additional one year upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in September and in the amount of $20,000. The note is due on September 2, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in August and in the amount of $10,000. The note is due on August 28, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in August and in the amount of $25,000. The note is due on August 24, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in August and in the amount of $25,000. The note is due on August 16, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in August and in the amount of $50,000. The note is due on August 6, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in June and in the amount of $70,000. The note is due on June 28, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a note with Ford Motor Credit in the amount of $31,457.50 for the purchase of a 2007 vehicle with an interest rate of 12%. The note is due on June 28, 2014 with forty-eight monthly payments.

The Company entered into a working capital loan with Strategic Funding in June and in the amount of $40,000 with an interest charge of $15,200. The loan is to be paid back at the rate of 15% of the total monthly net credit card sales. The loan balance at the end of the period ending September 30, 2010 is $16,628.

The Company entered into a Convertible Promissory Note with an investor in June and in the amount of $40,000. The note is due on June 1, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

NOTE G – NOTE PAYABLE-(CONTINUED)

The Company entered into a Convertible Promissory Note with an investor in May and in the amount of $62,068. The note is due on May 21, 2012 with an interest rate of 15% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in May and in the amount of $40,000. The note is due on May 18, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in April and in the amount of $50,000. The note is due on April 30, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in April and in the amount of $10,000. The note is due on April 19, 2012 with an interest rate of 10% and can be converted into common stock upon the note holder's option.

The Company entered into a note with Ford Motor Credit in the amount of $51,164 for the purchase of a 2010 vehicle with an interest rate of 12%. The note is due on April 28, 2015, with 60 monthly payments.

The Company entered into a Convertible Promissory Note with an investor in April and in the amount of $75,000. The note is due on April 1, 2012 with an interest rate of 10% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in March and in the amount of $50,000. The note is due on March 30, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in March and in the amount of $60,000. The note is due on March 4, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in March and in the amount of $20,000. The note is due on March 1, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in February and in the amount of $10,000. The note is due on February 11, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in February and in the amount of $75,000. The note is due on February 1, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in January and in the amount of $101,492. The note is due on January 22, 2012 with an interest rate of 10% and can be converted into common stock upon the note holder's option.

NOTE G – NOTE PAYABLE-(CONTINUED)

The Company entered into a Convertible Promissory Note with an investor in January and in the amount of $62,068. The note is due on January 21, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in January and in the amount of $10,000. The note is due on January 11, 2012 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in December, 2009 and in the amount of $110,000. The note is due on December 3, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in November, 2009 and in the amount of $50,000. The note is due on November 30, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in November, 2009 and in the amount of $20,000. The note is due on November 23, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in November, 2009 and in the amount of $30,000. The note is due on November 12, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in November, 2009 and in the amount of $60,000. The note is due on November 4, 2011 with an interest rate of 12% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in November, 2009 and in the amount of $50,000,000. The note is due on November 2, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in October, 2009 and in the amount of $25,000. The note is due on October 26, 2011 with interest rate of 12% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in October, 2009 and in the amount of $10,000. The note is due on October 21, 2011 with an interest rate of 12% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in October, 2009 and in the amount of $20,000. The note is due on October 13, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in October, 2009 and in the amount of $30,000. The note is due on October 9, 2011 with an interest rate of 18% and can be converted into common stock upon the note holder's option.

NOTE G – NOTE PAYABLE-(CONTINUED)

The Company entered into a Convertible Promissory Note with an investor in October, 2009 and in the amount of $15,000. The note is due on October 5, 2011 with an interest rate of 12% and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in September, 2009 and in the amount of $30,000. The note is due on September 14, 2012 with 10% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in August, 2009 and in the amount of $15,000. The note is due on August 14, 2011 with 12% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in July, 2009 and in the amount of $30,000. The note is due on July 31, 2012 with no interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in July, 2009 and in the amount of $20,000. The note is due on July 23, 2011 with 12% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in July, 2009 and in the amount of $20,000. The note is due on July 16, 2012 with no interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in July, 2009 and in the amount of $110,400. The note is due on July 8, 2012 with 10% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with in investor in July, 2009 and in the amount of $15,000. The note is due on July 6, 2011 with 12% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in June, 2009 and in the amount of $20,000. The note is due on June 19, 2012 with no interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in June, 2009 and in the amount of $10,000. The note is due on June 9, 2012 with no interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in May, 2009 and in the amount of $7,500. The note is due on May 11, 2011 with 18% interest and can be converted into common stock upon the note holder's option.

The Company entered into a Convertible Promissory Note with an investor in April, 2009 and in the amount of $10,000. The note is due on April 28, 2012 with no interest and can be converted into common stock upon the note holder's option.

NOTE G – NOTE PAYABLE-(CONTINUED)

The Company borrowed $125,000 from an investor on June 28, 2006, through a Convertible Promissory Note. The note which bears interest at the rate of 10% is convertible into common stock of the Company at a ratio of $0.01 per share. The note plus accrued interest may be converted into common stock at the option of the note holder after the maturity date of June 28, 2008. No interest or principal payments are due prior to the maturity date. An officer of the Company is liable as a co-signer on the note. The note will be converted into Twelve Million Five Hundred Thousand (12,500,000) shares of restricted common stock.

NOTE H – NOTE RECEIVABLE

The Company made a loan on August 10, 2007 and in the amount of $10,000 to Candwich, Inc. with an interest charge of $500.00 with note being due on or before October 10, 2007. The note has been extended to March 31, 2011, with additional interest due of $3,250.00.

The Company made a loan on April 6, 2010 and in the amount of $50,000 to La Jolla Liquidation & Auction Co. with an interest rate of 15% and the note being due on or before April 6, 2011.

NOTE I – SHAREHOLDERS' DEFICIT

Preferred Stock:

The Company increased its authorized from 43,000,000 to 150,000,000 shares with 100,000,000 of Series A Preferred stock, 5,000,000 shares of Series B Preferred stock, 20,000,000 shares of Series C Preferred stock, and 25,000,000 shares of Series D Preferred stock.

The Series A Preferred stock is convertible at the option of the holder into common stock at the rate of 10 shares of common for every one share of Series A Preferred after one year from the date of issue. Each share of Series A Preferred stock has voting rights equal to 10 shares of common stock.

The Series B Preferred stock is convertible at the option of the holder into common stock at the rate of 1 share of common for each share of Series B after one year from the date of issue. Each share of Series B Preferred stock has voting rights equal to 1 share of common stock

The Series C Preferred stock has a stated conversion value of $5.00, per share, and has voting rights equal to five shares of common stock.

The Series D Preferred stock has a stated conversion value of $2.00 divided by 50% of the average closing price of the Common Stock on five business days preceding the date of conversion. Each share of the Series D Preferred stock has voting rights equal to the conversion factor at the time of conversion.

As of September 30, 2010, and December 31, 2009 respectively, the Company had 42,000,000 and 42,000,000 shares of Series A preferred stock outstanding, 0 and 0 shares of Series B preferred stock outstanding, 10,000 and 0 shares of Series C preferred stock outstanding, 10,000,000 and 10,000,000 shares of Series D preferred stock outstanding.

Preferred Stock issued during the period ended September 30, 2010.

NOTE I – SHAREHOLDERS' DEFICIT-(CONTINUED)

There was no Preferred Stock issued during the quarter.

During the calendar year, 2010, the Company issued 10,000 shares of Series C Preferred, at a stated value of $5.00 per share at the time of conversion, to a consultant for services rendered.

Common Stock:

The Company is authorized to issue 10,000,000,000 shares of common stock with a par value of $.001 per share. As of September 30, 2010, and December 31, 2009, the Company has issued and has outstanding 8,792,172,943 and 4,570,627,868 shares of common stock. (For additional information see Subsequent Events-Note L of this report.)

Issuances of common stock during the quarter ended September 30, 2010:

During the quarter, the Company issued 150,000,000 shares of common stock for the partial conversion of notes payable at $0.0004, per share.

During the quarter, the Company issued 3,178,000 shares of common stock at par value to a consultant for services rendered.

Issuances of common stock during the preceding quarters in calendar year 2010:

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

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During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 50,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 100,000,000 shares of common stock for the partial conversion of a note payable at $0.0001, per share.

NOTE I – SHAREHOLDERS' DEFICIT-(CONTINUED)

During the calendar year, the Company issued 100,000,000 shares of common stock for the partial conversion of a note payable at $0.0007, per share.

During the calendar year, the Company issued 100,000,000 shares of common stock for the partial conversion of a note payable at $0.0006, per share.

During the calendar year, the Company issued 100,000,000 shares of common stock for the partial conversion of a note payable at $0.0006, per share.

During the calendar year, the Company issued 61,224,490 shares of common stock for the partial conversion of a note payable at $0.0005, per share.

During the calendar year, the Company issued 187,500,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 125,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 187,500,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 250,000,000 shares of common stock for the partial conversion of a note payable at $0.0004, per share.

During the calendar year, the Company issued 57,142,585 shares of common stock for the partial conversion of a note payable at $0.000175, per share.

Issuances of common stock during the calendar year 2009:

During the calendar year, the Company issued 1,499,000,000 shares of common stock for the conversion of a note payable at $0.00004, per share.

During the calendar year, the Company issued 206,966,400 shares of common stock for the conversion of a note payable at $0.00070, per share

During the calendar year, the Company issued 62,500,000 shares of common stock for the conversion of a note payable at $0.00070, per share.

NOTE I – STOCHOLDERS' DEFICIT-(CONTINUED)

During the calendar year, the Company issued 2,075,872,372 shares of common stock for the conversion of a note payable at $0.00004, per share.

During the calendar year, the Company issued 119,100,500 shares of restricted common stock for services rendered to officers and management of the Company and its parent, at par value, $0.001, per share.

During the calendar year, the Company issued 69,112,961 shares of common stock for the conversion of a note payable at $0.00070, per share.

During the calendar year, the Company issued 142,702,843 shares of common stock for the conversion of a note payable at $0.00070, per share.

During the calendar year, the Company issued 176,338,000 shares of common stock for the partial conversion of a note payable at $0.00095, per share.

During the calendar year, the Company issued 48,000,000 shares of common stock for the partial conversion of a note payable at $0.001, per share.

During the calendar year, the Company issued 11,655,011 shares of common stock to an investor under Regulation D-504 at $0.0016, per share.

During the calendar year, the Company issued 7,574,500 shares of common stock to investors for the partial conversion of a note payable at $0.0045, per share.

NOTE J– COMMITMENTS AND CONTINGENCIES

BizAuctions, Lucky 7's, renewed its Lease Agreement ("Lease"), on May 10, 2010 with General Growth Properties, Inc. for the premises located at the Chula Vista Center Mall, located at 555 Broadway, Suite 1118, Chula Vista, CA. (For additional information see Subsequent Events-Note L of this report.)

The premises governed by the lease consist of approximately 969 square feet. The lease term is for one (1) year and will terminate on May 14, 2011 with the right to vacate the premise upon a 30-day written notice.

555 Broadway, Suite 1118 from May 15, 2010 through May 14, 2011 is $1,450 per month.

The Company entered into an addendum to the Lease Agreement ("Lease") with Mars Enterprises, Inc. on May 27, 2010 for the Option years, and for the premises located at 1510 Corporate Center Drive, Otay Mesa, CA., 92154, a suburb of San Diego, CA. The premise governed by the lease is a free-standing industrial office-warehouse space consisting of approximately 21,193 square feet. The Lease term for the Option years is for two (2) years, and at the following sq. ft. prices;

Option Years
1510 Corporate Center Drive from October 17, 2009 through October 17, 2010 is $13,433 with cam charges of $3,231.

NOTE J– COMMITMENTS AND CONTINGENCIES-(CONTINUED)

1510 Corporate Center Drive from October 17, 2010 through October 17, 2011 is $13,903with cam charges of $3,231.

The Lease was guaranteed by Delmar Janovec.

The Company has made a security deposit on the lease totaling $20,971. Minimum future rental payments for the option years under the addendum to the lease for the remainder of this calendar year 2010, is $47,500.

Rent expense totaled $50,390 and $46,040, respectively during the periods ended September 30, 2010, and September 30, 2009.

The Company recorded contingencies in the amount of $95,571 that consisted of trade payables for various vendors owed by the Company. These trade payables were accrued more than seven years ago (beyond the statute of limitations in most states) or prior to the Company acquiring the subsidiary.

NOTE K-LEGAL

Since the filing of the Company's year-end statement for the period ended December 31, 2009 and its quarterly statement for the period ended September 30, 2010, no material changes have occurred to the legal proceedings reported therein.

NOTE L-SUBSEQUENT EVENTS

The lease for BizAuctions Lucky 7's retail store did not allow the Company to sell general merchandise or electronics therefore; the Company gave a thirty (30) day written notice to its Landlord, General Growth Properties, Inc., to terminate the lease for the premises located at the Chula Vista Center Mall at 555 Broadway, Suite 1111, Chula Vista, CA, on October 15, 2010.

The Board of Directors, with shareholder consent, approved an increase in the authorized common stock of the company from 10,000,000,000 to 20,000,000,000, pursuant to the laws of the state of Delaware in October of 2010. The shareholders of record holding common stock on the day of the record date were given notice pursuant to the laws of the State of Delaware.

NOTE M-OTHER MATTERS

The Company and Brent Crouch reached a settlement agreement in January of 2010 for obligations owed that consisted of accrued salary and expenses, and loans that totaled approximately $132,204, principle amount only, for the calendar years 2006, 2007, and 2008. It was the understanding between the Company and Mr. Crouch that stock was an option for the payment of his accrued salary and expenses so in order to resolve these obligations and come to a satisfactory resolution the Company and Mr. Crouch agreed to an amount of $186,204 for interest due and payment of the obligations via securities rather than cash with the issuance of common stock at a conversion rate of $0.0004, as allowable under Rule 144, as amended. The amount owing at the end of the 3rd quarter, was $136,204.

NOTE N - INCOME TAXES

The Company has adopted Financial Accounting Standard No. 109 which requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statement or tax returns. Under this method, deferred tax liabilities and assets are determined based on the difference between financial statements and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Temporary differences between taxable income reported for financial reporting purposes and income tax purposes are insignificant.

At September 30, 2010, the Company has available for federal income tax purposes a net operating loss carry-forward of approximately $7,900,000, beginning to expire in the year 2015, that may be used to offset future taxable income. The Company has provided a valuation reserve against the full amount of the net operating loss benefit, since in the opinion of management based upon the profit status of the Company, the tax benefits will not be recognized until income is realized. Due to any significant changes in the Company's ownership, the future use of its existing net operating losses may be limited.

Components of deferred tax assets as of September 30, 2010 are as follows:

Non Current:	
Net operating loss carry forward	$ 7,900,000
Valuation allowance	(7,900,000)

Net deferred tax asset	$ --
	======

NOTE O - GOING CONCERN

The accompanying consolidated statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As shown in the financial statements during the nine (9) months ended September 30, 2010, the Company incurred losses from operations of $ (730,543), and has not obtained profitable operation under its current operating plan. This may indicate that the Company will be unable to continue as a going concern for a reasonable period of time.

The Company's existence is dependent upon advances from its parent and affiliates, and the sale of additional investment stock, and management's ability to develop profitable operations. Management anticipates the Company will attain profitable status and improve its liquidity through the continued developing, marketing, and selling of its products, and additional equity investments in the Company. The accompanying financial statements do not include any adjustments that might result should the Company be unable to continue as a going concern. In order to improve the Company's liquidity, the Company is actively pursuing additional equity financing through discussions with investment bankers and private investors. There can be no assurance the Company will be successful in its effort to secure additional equity financing. If operations and cash flows continue to improve through these efforts, management believes that the Company can continue to operate and achieve profitability. However, no assurance can be given that management's actions will result in profitable operations or the resolution of its liquidity problems.