NUVONYX, INC.

Annual Financial Statements
Period Ending September 30, 2011

PART A GENERAL COMPANY INFORMATION

Item I Exact name of the issuer and its predecessor (if any)

Nuvonyx, Inc. f/k/a US Aloe, Inc. (the "Company"). The name change to Nuvonyx, Inc. was effective on October 4, 2010.

Item II Address of issuer's principal executive offices

7470 Dean Martin Drive
Las Vegas, NV 89139
(888) 334-5329

Item III Jurisdiction(s) and date of issuer's incorporation or organization

Nevada; incorporated on October 25, 2007.

PART B SHARE STRUCTURE

Item IV Exact title and class of securities outstanding

Common Stock.
CUSIP is 67091D100
Ticker Symbol NVNX

Item V Par or stated value and description of security

$0.001 par value.

Each shareholder of our common stock is entitled to a pro rata share of cash distributions made to shareholders, including dividend payments. The holders of our common stock are entitled to one vote for each share of record on all matters to be voted on by shareholders. There is no cumulative voting with respect to the election of our directors or any other matter. Therefore, the holders of more than 50% of the shares voted for the election of those directors can elect all of the directors. The holders of our common stock are entitled to receive dividends when and if declared by our Board of Directors from funds legally available therefor. Cash dividends are at the sole discretion of our Board of Directors. In the event of our liquidation, dissolution or winding up, the holders of common stock are entitled to share ratably in all assets remaining available for distribution to them after payment of our liabilities and after provision has been made for each class of stock, if any, having any preference in relation to our common stock. Holders of shares of our common stock have no conversion, preemptive or other subscription rights, and there are no redemption provisions applicable to our common stock.

Item VI **Number of shares or total amount of securities outstanding for each class of securities authorized**

i) As of September 30, 2011
ii) The Company has 240,000,000 shares of Common Stock authorized and 5,000,000 shares of Preferred Stock.
iii) There were 88,596,280 common shares outstanding and 0 shares of preferred stock outstanding
iv) There is a total of 3,702,227 Freely Trading Shares (Float) that are not held by officers or Directors of the company.
v) The shares of Common Stock are held beneficially by a brokerage account by 45 holders.
vi) The total number of Shareholders is recorded by 45.

i) As of September 30, 2010 our last fiscal year
ii) The Company had 240,000,000 shares of Common Stock authorized and 5,000,000 shares of Preferred Stock.
iii) There were 59,632,668 common shares outstanding and 0 shares of preferred stock outstanding after giving effect to a stock dividend (the "Stock Dividend") of 0.632600 shares for each outstanding share of Common Stock effective September 13, 2010.
iv) There is a total of 792,227 Freely Trading Shares (Float) that are not held by officers or Directors of the company.
v) The shares of Common Stock are held beneficially by a brokerage account by 2 holders.
vi) The total number of Shareholders is recorded by 27.

i) As of September 30, 2009 our previous fiscal year
ii) The company had 95,000,000 shares of Common Stock authorized and 5,000,000 shares of Preferred Stock.
iii) There were 25,221,561 common shares outstanding and 0 shares of preferred stock outstanding
iv) There is a total of 527,349 Freely Trading Shares (Float) that are not held by officers or Directors of the company.
v) The shares of Common Stock are held beneficially by a brokerage account by 16 holders.
vi) The total number of Shareholders is recorded by 16.

PART C **BUSINESS INFORMATION**

Item VII **Name and address of transfer agent**

Interwest Transfer Company, Inc.
1981 Murray Holladay Road, Suite 100
Salt Lake City, UT 84117

P.O. Box 17136
Salt Lake City, UT 84117

Phone: (801)272-9294
Fax: (801)277-3147

The transfer agent is registered under the Securities Exchange Act of 1934.

Item VIII **Nature of issuer's business**

A. Business Development

1. The Company is a Nevada corporation
2. Incorporated on October 25, 2007 as US Aloe, Inc.
3. The Company's fiscal year-end is September 30.
4. The Company has not been involved in any bankruptcy, receivership or any similar proceeding.
5. The company has made not material reclassification, merger, consolidations, or purchase or sale of a significant amount of assets.
6. The Company is presently in default under a note (the "Note") to the seller of certain assets in the principal amount of approximately $239,000.
7. There was no change of control between October 1, 2010 and September 30, 2011. In May 2008, William P. Mountanos obtained control of the Company through the acquisition of 24,537,978 shares of the Company in satisfaction of a loan to the Company's then management. (The share numbers are after giving effect to a stock dividend of 0.632600 shares for each outstanding share effective September 13, 2010.)
8. Mr. Mountanos acquired an additional 22,953,723 shares during the fiscal year ended September 30, 2010 by converting indebtedness owed to him by the Company. (The share numbers are after giving effect to a stock dividend of 0.632600 shares for each outstanding share effective September 13, 2010.)
9. Mr. Mountanos acquired an additional 18,402,773 shares during the fiscal year ended September 30, 2011 by converting indebtedness owed to him by the Company, as well as, selling the Company equipment previously leased to the Company on a month-to-month basis. (The share numbers are after giving effect to a stock dividend of 0.632600 shares for each outstanding share effective September 13, 2010.)
10. Effective September 13, 2010, the Company paid a stock dividend at the rate of 0.632600 for each share of Common Stock. This increased the common shares by over 10%. No other pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization is

currently planned. Share disclosures are affected by this dividend.

11. The issuers stock has never been delisted by any securities exchange or OTC Bulletin Board.

12. The Company is not in any legal or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effects on the issuers business, financial condition or operations and any current past or pending trading suspensions by a securities regulators.

B. Business of Issuer

1. Our SIC Codes is listed as 2033.

2. We are a current manufacturer of and international distributor and marketer of juice and nutritional beverages with a small portfolio of products across these categories. We have exclusive trademark rights to our trademarks and control licensing accordingly. Currently, our core market is the United States. We intend to establish market positions in Europe, Asia and South America as well.

3. This company is not and has never been a shell company.

4. The company has no parent, subsidiary or affiliate. No other company is associated with the financial statements.

5. The company is randomly monitored by the Federal and State Food and drug administration and works with them as needed as part of normal business operations. Increased paperwork requirements had decreased production efficiency but increased Quality control of the products.

6. For Year ending September 30, 2011 the Company's research and development expenses were not a significant part of operations.

   For year ending on September 30, 2010 the company spent an estimated $80,000 in research and development activities.

7. Estimated cost of compliance with environmental laws both federal and state add about 35% to the cost of our utilities or about 25% over the cost by other states outside of California. This is not expected to make a material impact on the business.

8. As of September 30, 2011, we had approximately 14 full-time employees located in Carlsbad, CA. In addition, we engage a variety of contract employees and/or service providers as needed.

Item IX **Nature of products or services offered**

Liquid nutritional products across the juice and nutritional products categories.

Principal Product

Our signature product, REAL ALOE, is a premium ALOE VERA juice made from organically grown plants grown on our farm. It is hand filleted such that only the premium heart is used in our products. By not using the toxic skin, we avoid any chemicals such as alcohol for toxin removal. In addition, we use a proprietary low temperature process for pasteurization to preserve the active nature of the juice. After such stabilization, it is bottled such that exposure to degradation by oxygen and/or light is minimized. The result is an ultra-smooth and mild-tasting juice without the bitterness associated with the skin.

Marketing and Distribution

We intend to engage a large marketing and advertising firm to create a multinational brand for our new consumer products.

Our products are primarily distributed by wholesale distributors and/or individuals engaged in our Network Marketing System. In the U.S., Nature's Best and Tree of Life distribute REAL ALOE, which is now being sold in nutritional food stores.

New Product introductions.

We also plan to introduce or have introduced the following products during our fiscal year 2012:

- Retail Skin Whitening Soap for the Asian market.
- Two additional flavored aloe products (Blueberry and Cranberry).
- Separate products for religious institutions and schools that are kosher certified.
- Aloe Skin care line

Competition

The nutritional and juice beverage industry is highly competitive. We compete on the basis of quality, price, brand recognition and distribution strength. Our beverage products compete with other juice and nutritional beverages for consumer purchases, as well as shelf space in retail stores, restaurant presence and wholesaler attention. We compete with numerous multinational producers and distributors of network marketing nutritional products, most of which have greater resources than the

Company.

Production

The principal components in the production of our branded beverage products are ALOE VERA juice we manufacture, combined with a wide variety of other juices such as, but not limited to, grape, acai, pomegranate, noni, mangosteen, Goji, and natural substances such as Vitamins, Minerals, plant extracts and packaging materials (primarily plastics).

Currently, three producers in the U.S. supply all of our plastic container requirements for our operations. Custom Blow Molding, General Bottle and Microdyne Plastics, Inc.. Our plastics containers are delivered to the US ALOE bottling plant where the production and bottling of our juice based products occur. We have been able to satisfy our requirements with respect to the foregoing and consider our sources of supply to be adequate at this time. However, the inability of our plastic bottle suppliers to satisfy our requirements could adversely affect our operations. Aloe Vera as our majority ingredient is in abundant supply worldwide. Aloe Vera currently comes from our field in Imperial Valley in southern California.

Government Regulation

We are subject to a range of regulations in the countries in which we operate. Where we market and sell products, we may be subject to laws and regulations on trademark and brand registration, packaging and labeling, distribution methods and relationships, pricing and price changes, sales promotions, advertising and public relations. We are also subject to rules and regulations relating to changes in officers or directors, ownership or control. We hold logo trademarks for five logos and product names. We have no other patents, licenses, franchises, concessions, royalty agreements or labor contracts.

We believe we are in compliance in all material respects with all applicable governmental laws and regulations in the countries in which we operate. We also believe that the cost of administration and compliance with, and liability under, such laws and regulations does not have, and is not expected to have, a material adverse impact on our financial condition, results of operations or cash flows.

We currently have approval in all 27 countries in the US and EU to sell the Mazu product and we have approval in the US and Australia to sell the Real Aloe products. We currently have approval to sell PVX in the US. We do not have other products currently in the approval process.

Seasonality

The nutritional and juice industry is subject to seasonality in each major category. For example topical aloe juice is mostly consumed during the summer. Network Marketing is typically slowest during the summer. While we try to reduce seasonality by creating products and channels that have different characteristics, we do have some seasonality, such that the 2nd calendar quarter is our largest quarter.

Item X Nature and extent of issuer's facilities

The Company leases approximately 70 acres to grow aloe plants in Brawley, California, and processes its products in a 12,000 sq. ft. food facility where the Company operates bottling lines and processing line. In addition, it leases 5,000 sq. ft of office space for sales and customer support activities of MazuGlobal.

PART D MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

Item XI Name of chief executive officer, members of board of directors, as well as control persons

The following information sets forth the names of our officers and directors, their present positions with us, and their biographical information.

Name	Age	Office
William P. Mountanos	61	Chief Executive Officer and Director
Doug Verner	35	Chief Operating Officer and Director
Darin Pines	41	Director
Peter Mountanos	41	Director (Through October 31, 2011)
Chris Thibodeau	41	Chief Financial Officer

The Business address for all of the officers is the California address of 7470 Dean Martin Drive, Las Vegas, NV 89139.

William P. Mountanos is our Chief Executive Officer, a Director, and was our seed investor. He has been our Chief Executive Officer since May 2007. Previously, he was an Executive in Residence at Softbank Ventures, Director of Acquisitions and Investments at Microsoft Corp., CEO of VxTreme, which was acquired by Microsoft in 1997, and CEO of Abekas Video Systems, which was acquired by Scitex. He is educated as a Physicist and holds an M.B.A.

Doug Verner is our Chief Operating Officer and a Director. Mr. Verner has spent the last 12 years in the packaging industry, both as a customer and supplier. He has successfully designed full packaging lines as well as overseen the production of equipment, install of equipment, and production line qualifications for many Fortune 500 companies. In 1998, he joined a fast-growing vitamin nutrition company that specialized in liquid supplements. As the Quality Control Manager, his primary role in the company was to establish, update, and maintain a quality control department.

Mr. Verner played a key role in the implementation of the USDA "HACCP" program (Hazardous Analysis of Critical Control Points). In 2001 he joined Accutek Packaging Equipment Company, spending time initially in Sales Management but quickly moving into Operations. Mr. Verner was responsible for the integration and expansion of four additional companies that Accutek acquired. He is a native to California and was raised in Orange County. He moved to San Diego and attended California State University of San Marcos.

Darin Pines is our outside director. Mr. Pines has over 20 years combined experience in farm and nursery operations. Mr. Pines began his career in 1992 with his family's Nursery business where he was responsible for managing their various nursery facilities, as well as managing business development activities including responsibility for customer development and retention. In 2006 Mr. Pines developed the largest Aloe Vera farm in California which has now been certified organic. Mr. Pines currently serves as a consultant to Nuvonyx, Inc. and has been part of restoration, development and planting of the Imperial Valley farm, and establishing the company's proprietary organic farming techniques which have provided superior quality and yield. Mr. Pines served as a chief operating officer and director of public companies in the past. In 2009 Mr. Pines started the California Plant Company which is a large supplier of nursery products including Aloe Vera to big box stores.

Peter Mountanos is our outside director. From January 2006 to the present, Mr. Mountanos has been a software designer for Microsoft Corp. since January 2006. Prior to that Mr. Mountanos was Chief Operating Officer of Nine Systems, which was acquired by AKAMAI. He is the son of William Mountanos. Effective October 31, 2011 Mr. Mountanos resigned an a director of the Company.

Chris Thibodeau is our Controller and Chief Financial Officer and has over fifteen years of experience as a small business consultant, working with clients on internal and external audits, reviews and compilations in accordance with GAAP, GAAS and SSARS. Mr. Thibodeau designed and managed the financial statement process including budgeting, preparation and review of work papers, preparation of detailed account analysis, performance of analytical procedures and analysis, and preparation of the financial statements and notes. Before coming to Nuvonyx, Inc. Mr. Thibodeau was a manager at CBIZ MHM, LLC and Mayer Hoffman McCann, P.C a Top 10 national accounting & consulting provider handling accounts up to $350 million dollars. As Controller of Mountain Movers Engineering Contractors, Inc., a $10 million grading & excavation contractor, Mr. Thibodeau directed the monthly, quarterly and annual financial reporting for two entities as well as oversaw all aspects of the accounting departments. Mr. Thibodeau has a B.S in Business Administration from California State University, San Marcos and is member of American institute of Certified Public Accountants, Member of the Association of General Contractors and winner of the 2008 AGC affiliate of the Year.

EXECUTIVE COMPENSATION

Employment Contracts

We do not have an employment agreement with any of our officers or directors. However, we anticipate entering into three-to-five year employments agreements with our three officers, on terms mutually acceptable to the parties, with compensation at the following approximate levels:

Name	Approximate Compensation
William P. Mountanos	$120,000 per year
Doug Verner	$109,200 per year
Chris Thibodeau	$50,000 per year

Directors' Compensation

Directors of our company who are also employees do not receive cash compensation for their services as directors or members of the committees of the board of directors. All directors may be reimbursed for their reasonable expenses incurred in connection with attending meetings of the board of directors or management committees.

Stock Options

In September 2010, we adopted a stock incentive plan for employees, directors and consultants. The plan has been approved by the Company's stockholders.

Number and Class of Shares Held by Directors

As of September 30, 2011

Name	Number of Shares Class
William P. Mountanos	53,977,973Control Shares
Doug Verner	81,630 shares restricted common
Peter Mountanos	5,254,025 shares restricted common
Darin Pines	None.
Chris Thibodeau	None.

Legal/Disciplinary History.

No Officer or Director have in the last 5 years been subject to any criminal proceedings, or

Is currently barred temporarily or permanently from involvement with the company or

Has had any finding or judgments reversed by the SEC or any other government regulatory agency or

Is currently barred by any self regulated organizations from involvement with the company.

Family Relationships

There are no family relationships within the company.

CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

Except as set forth below, during the last two fiscal years there have not been any relationships, transactions, or proposed transactions to which we were or are to be a party, in which any of the directors, officers, or 5% or greater shareholders (or any immediate family thereof) had or is to have a direct or indirect material interest.

The Company rents factory equipment from a company affiliated with William P. Mountanos at the rate of .08% per month of appraised value. It is expected that Mountanos will instruct the Company to convert some or all of the unpaid rents to common share equity at current market prices during 2011.

Item XII Financial information for issuer's most recent fiscal period

See attached.

Item XIII Fiscal Year End Financial Statements

See attached at the end of the Annual Update in Attachment A
The following reports are located in Attachment A:

Balance Sheet
Statement of Operations
Statement of Stockholders' Deficit
Statement of Cash Flows

Item XIV **Beneficial owners**

Security Ownership of Certain Beneficial Owners and Management

The following table sets forth, as of September 30, 2011, certain information with respect to our equity securities owned of record or beneficially by (i) each Officer and Director of the Company; (ii) each person who owns beneficially more than 5% of each class of the Company's outstanding equity securities; and (iii) all Directors and Executive Officers as a group.

Common Stock

Name (1)	Amount of Beneficial Ownership	Percent of Class Before Offering (2)
William P. Mountanos	53,977,973	60.9%
Douglas Verner	81,630	.0009%
Peter Mountanos	5,254,025	5.9%
All Officers and Directors as a Group (3 Persons)	59,313,628	66.9%

(1) Unless otherwise indicated, the address of each shareholder is c/o Nuvonyx, Inc.

(2) Unless otherwise indicated, based on 88,596,280 shares of common stock outstanding. Shares of common stock subject to options or warrants currently exercisable or exercisable within 60 days, are deemed outstanding for purposes of computing the percentage of the person holding such options or warrants, but are not deemed outstanding for purposes of computing the percentage of any other person.

We believe that the beneficial owners of securities listed above, based on information furnished by such owners, have sole investment and voting power with respect to such shares, subject to community property laws where applicable. Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission and generally includes voting or investment power with respect to securities.

Item XV **Name, address, telephone number, and email address of each outside provider that advises issuer on matters relating to operations, business development and disclosure**

Counsel:

TroyGould PC
1801 Century Park East, Suite 1600
Los Angeles, CA 90067
Attention: David L. Ficksman, Esq.
(310) 789-1290
dficksman@troygould.com

Item XVI **Management's discussion and analysis**

Overview:
Nuvonyx is a vertically integrated manufacturer and marketer of nutritional products that feature Aloe Vera juice as an ingredient. It owns a 70 acre crop of organically grown Aloe Vera, which it harvests on a weekly basis and processed for juice. This is done in the 12,000 sq. ft. plant in Las Vegas, Nevada. After processing which includes hand filleting of the leaves, the juice is blended and bottled in the factory. The fully automated facility includes bottling, Automated Capping and Labeling.

Our product line is divided into four categories: our newly developed nutritional beverage, other products containing aloe sold under our own brands, other products containing aloe which are sold under private label arrangements, and Real Aloe nutritional supplements. Our products have historically been sold through direct relationships with customers. It is our intention that our newly developed nutritional beverage product be sold through a network marketing multilevel channel, and we have invested in key personnel who have a track record of success in this channel.

We believe our facility is capable of producing over $1 billion dollars of products annually, so plant utilization as a result of sales is a key factor in profitability. While our priority is to utilize our facility to produce aloe products, subject to the availability of financing to purchase production equipment, we intend to increase our marketing efforts with third parties who may wish to subcontract product manufacturing to us.

On September 27, 2010, we restarted our network marketing activities under the brand "MAZU." The first week's sales were $167,054 and exceeded our forecast of $10,000 due to larger than anticipated inventory purchases. We are additionally encouraged by the interest that has been demonstrated in our product with requests from Europe, Canada, Australia, Indonesia, Mexico and the Russian Federation to sample product. In February 2011, we launched in 27 EU countries, with distributors in Spain, UK, Ireland, Germany, France and Austria.

There are industry wide factors that impact our business starting with the condition of the general economy. 2011 has been a relatively flat year for the overall economy. We have mirrored that in our company. Although we have launched new products it has only allowed us to maintain our sales numbers. We do continue to feel that utilizing a network marketing model for our new product line during this economic downturn will provide the best return on investment for our sales and marketing dollar. Strong network marketing businesses have outperformed many industry leaders during down economies as more people are looking to supplement their income or migrate from other industries.

Another important strategic factor is the existing consumer knowledge of aloe as a product with health benefits. We feel that we will be able to leverage this existing consumer knowledge to get people to try our products. We will not have to carry the same level of burden for initial educational costs that other entrants to this market had to bear when their products were focused on acai, pomegranate, or goji, which were relatively unknown at the time.

While there has been a substantial increase in entrants into the health products industry in the last ten years, we believe there is space for another competitor. Obesity rates continue to climb, both in the United States and worldwide, along with the average age of the overall global population. This will continue to fuel the growth of this industry and its need for healthier products. Furthermore, the proliferation of products within this industry has created an environment that is conducive to trying new products. Additionally, network marketing distributors are constantly looking for products to add to their portfolio, and consumers are looking for the best tasting, healthiest product. Management believes that this confluence of events will lead to a lower cost to acquire a customer than many of our competitors had to face upon their entry into the market.

We believe that the most critical factor to our business strategy will be to obtain distributors for our new nutritional beverage product line. We must acquire distributors, facilitate their ability to sell our products, and reward them financially to sell those products on our behalf. Oftentimes a network marketing company has the ability to initially acquire distributors but not retain them. We believe that our incentive plan matches other top network marketing sales incentive models.

Our initial distributor outreach will be focused in the United States. While many network companies operate and are successful on a global scale, we believe the best use of our resources is to focus initially on the U.S. market. We have received interest from international distributors, but initially their support will be secondary to the U.S. Market and establishing our distributor base there. Once we have reached what we believe is an appropriate base in the U.S. market, we intend to expand to appropriate international markets.

Results of Operations:

In our presentations of financial figures, "gross sales" is the total amount that we are charging for our products. However, we recognize that with a network marketing business model, there are significant adjustments to the gross sales numbers and that it is not a measurement consistent with U.S. Generally Accepted Accounting Principles (U.S. GAAP). We believe our "net sales" numbers are in compliance with U.S. GAAP and derived as follows:

Gross Sales to Net Sales Calculation

  Product Sales From All Product Lines
\+ Shipping, Handling, & Related Income
= Gross Sales
\- Distributor Commissions
\- Credit Card Fees
= Net Sales

Gross Sales is a critical number for us to demonstrate as it allows us to comprehend our overall transactions and measure the effectiveness of our incentive structure for distributors. However, Gross Sales is not a replacement for Net Sales, as demonstrated on our income statement. Net Sales as demonstrated in our reconciliation is our gross sales minus distributor commissions and including revenue from shipping and handling. Cost of Goods Sold includes our raw material and product preparation costs, shipping handling, Allocation of Facility Costs, and any other related expenses to creating, preparing, and getting our products to our distributors. Gross Profit is our Net Sales minus our Cost of Goods Sold Selling, General, & Administrative (SG&A) costs are our operating expenses outside the cost of creating and getting our products to our distributors. Net Profit is our Gross Profit minus our SG&A costs.

Summary Financial Results:

Net Sales for Quarter ended September 30, 2011 were $295,431. This is a 29% decrease over Quarter Ended September 30, 2010 which was $416,115.

Net Sales for the Year to Date ended September 30, 2011 were $1,330,047. This is compared to the Year to Date ended September 30, 2010 of $1,515,932. A 12% decrease over Year to Date of the same time period last year.

Sales have declined as compared to this time last year. At this point our network marketing company is continuing to add new customers but show a small growth of overall customer levels. The retail business continues to have consistent sales and profit.

Net Loss for the Quarter Ended September 30, 2011 (Three Months) was ($937,025). This is compared to a net loss of ($1,268,663) for the Quarter Ended September 30, 2010 (Three Months).

Net Loss for the year to date ended September 30, 2011 was ($2,555,987) compared to a Net Loss of ($2,138,248) for the year to date ended September 30, 2010.

The net lose decreased by $331,638 during quarter ending September 30, 2011 as compared to the same quarter last year ending September 30, 2010. This was not enough to offset the overall year to date loss increase of $417,739 as compared Year to Date ended September 30, 2010. Additional losses were also incurred by significant marketing contracts signed and paid for in stock during the period ended September 30, 2011.

It should be noted that our Cost of Goods Sold includes the allocation of our facilities costs attributable to the manufacturing of our products representing the majority of these expenses. As a result, Costs of Goods Sold appears disproportionately large compared to our revenues. As revenues increase, this percentage will decrease. Our gross margin before the allocation of these expenses is approximately 60%.

We expect that as revenues increase in the future our margins will improve such that we expect to reach breakeven point in the year ending September 30, 2012.

Liquidity and Capital Resources:

Historically, we have funded our operations principally through the issuance of equity for services, the incurrence of purchase money debt for equipment and loans from our Chief Executive Officer and principal shareholder. The implementation of our business plan and future results are heavily dependent on our raising funds from third parties in the form of debt, equity or a combination thereof. No assurance can be given that we will be successful in our financing efforts or whether any financing will be on terms favorable to our shareholders. To the extent we are unable to raise sufficient funds; the implementation of our business strategy will be materially and negatively impacted.

Currently we do not have any off balance sheet items.

Financial Statements:

Consolidated Balance Sheets

	(Unaudited) September 30, 2011	September 30, 2010	September 30, 2009
Assets			
Current assets:			
Cash and cash equivalents	$ 16,136	$ 52,594	$ 1,934
Accounts receivable, net	101,572	74,095	110,535
Inventories, net	267,370	400,947	338,816

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Prepaid expenses	592,489	18,375	18,375
Total current assets	977,576	546,011	469,660
Other assets - deposits	71,879	55,053	55,053
Fixed assets, net	1,068,335	16,227	-
Total non-current assets	1,140,214	71,280	55,053
Total assets	$ 2,117,790	$ 617,291	$ 524,713
Liabilities and stockholders' deficit			
Current liabilities:			
Accounts payable	$ 934,142	$ 425,318	$ 276,505
Accrued expenses and other current liabilities	262,417	98,817	101,920
Amounts payable to related parties, including accrued interest	194,495	990,000	3,053,457
Customer deposit	60,000	-	-
Notes payable and accrued interest	538,325	431,546	410,419
Total current liabilities	1,989,379	1,945,681	3,842,301
Deferred rent	47,932	16,351	16,127
Stockholders' deficit:			
Preferred stock, $0.001 par value; 10,000,000 and 5,000,000 shares authorized at June 30, 2011; September 30, 2010 and 2009, respectively; no shares issued and outstanding	-	-	-
Common stock, $0.001 par value; 240,000,000 shares authorized & 88,596,280 shares issued and outstanding at September 30, 2011; 59,632,668 shares issued and outstanding at September 30, 2010; 95,000,000 shares authorized and 25,221,561 shares issued and outstanding at September 30, 2009	88,595	59,633	25,222
Additional paid-in capital	9,135,640	5,258,395	1,086,822
Common stock subscription receivable	(3,762)	(78,762)	-
Accumulated deficit	(9,139,994)	(6,584,007)	(4,445,759)
Total stockholders' deficit	80,479	(1,344,741)	(3,333,715)
Total liabilities and stockholders' deficit	$ 2,117,790	$ 617,291	$ 524,713

Consolidated Statements of Operations for the Years Ended

	(Unaudited) 2011	2010	2009
Gross Sales	$ 2,009,051	$ 2,179,183	$ 1,345,454
Distributor Commissions	(628,163)	(605,628)	(406,579)
Credit Card Processing Fees	(50,841)	(57,623)	(22,877)
Net sales	$ 1,330,047	$ 1,515,932	$ 915,998
Operating expenses:			
Cost of sales	1,939,989	1,754,043	1,351,480
Selling, general and administrative	1,824,920	1,682,060	1,820,435
Total operating expenses	3,764,909	3,436,103	3,171,915
Loss from operations	(2,434,861)	(1,920,171)	(2,255,917)
Other income (expense):			
Gain on forgiveness of debt	-	5,475	-
Other income	-	1,059	-
Interest expense	(121,126)	(224,611)	(243,403)
Total other income (expense)	(121,126)	(218,077)	(243,403)
Loss before provision for income taxes	(2,555,987)	(2,138,248)	(2,499,320)
Provision for income taxes	-	-	-
Net loss	$ (2,5555,987)	$(2,138,248)	$(2,499,320)

Consolidated Statements of Cash Flows for the Years Ended

	(Unaudited) 2011	Years ended September 30, 2010	2009
Operating activities			
Net loss	$ (2,555,987)	$(2,138,248)	$(2,499,320)
Adjustments to reconcile net loss to net cash used for operating activities:			
Bad debt	4,914	-	-

Stock-based compensation	193,336	108,761	251,616
Depreciation	22,659	129	-
Issuance of common stock for services rendered	31,616	75,000	-
Issuance of common stock for conversion of debt		-	-
Issuance of common stock for equipment purchase		-	-
Gain on forgiveness of debt	-	(5,475)	-
Changes in operating assets and liabilities:			
Accounts receivable	(32,391)	36,441	(56,541)
Inventories	133,568	(62,131)	(252,973)
Prepaid expenses and other	223,060	-	(18,375)
Accounts payable	508,824	152,035	147,797
Accrued expenses, deposits, and other current liabilities	171,582	288,047	376,777
Customer deposit	60,000	-	-
Accrued interest	56,627	191,733	201,203
Deferred rent	31,851	224	(13,089)
Net cash used for operating activities	(1,150,611)	(1,353,484)	(1,862,905)
Investing activities			
Purchases of property and equipment	(17,102)	(16,356)	-
Net cash used for investing activities	(17,102)	(16,356)	-
Financing activities			
Net change advances received from related party	394 255	807,146	1,833,000
Proceeds from issuance of common stock	234,000	-	-
Proceeds received from stock subscription	75,000	-	-
Proceeds from issuance of common stock	428,000	613,354	-
Net cash provided by financing activities	1,131,255	1,420,500	1,833,000
Increase (decrease) in cash and cash equivalents	(36,458)	50,660	(29,905)
Cash and cash equivalents at beginning of period	52,594	1,934	31,839
Cash and cash equivalents at end of period	$ 16,136	$ 52,594	$ 1,934

Liquidity and Capital Resources:

Historically, we have funded our operations principally through the issuance of equity for services, the incurrence of purchase money debt for equipment and loans from our Chief Executive Officer and principal shareholder. The implementation of our business plan and future results are heavily dependent on our raising funds from third parties in the form of debt, equity or a combination thereof. No assurance can be given that we will be successful in our financing efforts or whether any financing will be on terms favorable to our shareholders. To the extent we are unable to raise sufficient funds, the implementation of our business strategy will be materially and negatively impacted.

PART E ISSUANCE HISTORY

Item XVII List of securities offerings and shares issued for services in past two years

Name	Number Offered/Sold	Price per Share	Total Paid	Status
Zack Linford	767,935 shares	$0.001	$ 4,703.75	Restricted
Jon Correl	367,335 shares	$0.001	$ 2,225.00	Restricted
Richard Vincent	526,514 shares	$0.001	$ 3,225.00	Restricted
Mike Kazakevitch	63,845 shares	$0.001	$7,968.00	Restricted

All certificates related to the above securities have the legend stating that the shares have not been registered under the security act and therefor have the restrictions on the sell and transferability of the shares under the same act.

Serviced Provided.

Zack Linford	Served as marketing consultant
Jon Correll	Served as a marketing and customer service consultant
Richard Vincent	Served as Interim CFO for the company until September 2011
Mike Kzakevitch	Served as a research consultant

PART F EXHIBITS

Item XVIII Material contracts

No Contracts with Directors

Contract upon which the company is substantially dependent is our software package called GreyStar.

The company has no contract for the purchase or sale of any property, plant or Equipment.

The Company has two building leases and one farm lease. See Attached.

Item XIX Articles of incorporation and bylaws

See attached.

Item XX Purchases of equity securities by issuer and affiliated purchasers

In May 2008, William P. Mountanos acquired 24,537,978 shares pursuant to a foreclosure of a loan to the prior management of the Company.

In August 2010, Mr. Mountanos acquired 1,096,586 shares in private placements as payment for services.

In September 2010, Mr. Mountanos acquired an additional 21,857,137 shares in exchange for forgiveness of an aggregate of $2,707,582 in indebtedness owed to Mr. Mountanos by the Company.

In April 2011, Mr. Mountanos acquired an additional 443,741 shares in exchange for forgiveness of an aggregate of $110,935 in indebtedness owed to Mr. Mountanos by the Company.

In May 2011, Mr. Mountanos acquired an additional 4,478,557 shares in exchange for forgiveness of an aggregate of $1,119,639 in indebtedness owed to Mr. Mountanos by the Company.

In July 2011, Mr. Mountanos acquired an additional 13,480,475 shares in exchange for forgiveness of an aggregate of $2,696,095 in indebtedness owed to Mr. Mountanos by the Company.

(The share numbers are after giving effect to a stock dividend of 0.632600 shares for each outstanding share effective September 13, 2010.)

Item XXI Issuer's certifications

I, William Mountanos, certify that:

1. I have reviewed this Annual Disclosure Statement of Nuvonyx, Inc.

2. Based on my knowledge, this disclosure statement 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 disclosure statement; and

3. Based on my knowledge the financial statements and other financial information included or incorporated by reference in this disclosure statement fairly present in all material respects the financial condition results of operations and cash flows of the issues as of and for the periods presented in the disclosure statement.

February 19, 2012

William P Mountanos

William Mountanos
Chief Executive Officer

Attachment A

Nuvonyx, Inc.
Consolidated Balance Sheets
September 30, 2011
(Unaudited)

Assets		
Current assets:		
Cash and cash equivalents	$	16,136
Accounts receivable, net		101,572
Inventories, net		267,379
Prepaid expenses		592,489
Total current assets		977,576
Other assets - deposits		71,879
Fixed assets, net		2,679,385
Total non current assets		2,751,264
Total assets	$	3,728,840
Liabilities and stockholders' deficit		
Current liabilities:		
Accounts payable	$	934,142
Accrued expenses and other current liabilities		262,417
Amounts payable to related parties, including accrued interest		192,000
Customer deposits		60,000
Notes payable and accrued interest		540,820
Total current liabilities		1,989,379
Deferred rent		47,932
Stockholders' deficit:		
Preferred stock, $0.001 par value; 10,000,000 and 5,000,000 shares authorized at December 31, 2010; no shares issued and outstanding		-
Common stock, $0.001 par value; 240,000,000 shares authorized and 88,596,280 shares issued and outstanding at September 30, 2010		88,595
Additional paid-in capital		10,774,070
Common stock subscription receivable		(3,762)
Accumulated deficit		(9,167,374)
Total stockholders' deficit		1,691,529
Total liabilities and stockholders' deficit	$	3,728,840

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Nuvonyx, Inc.
Consolidated Statements of Operations
For the Fourth Quarter and Year Ended September 30, 2011
(Unaudited)

	Fourth Quarter Ended September 30, 2011	Year Ended September 30, 2011
Net sales	$ 295,431	$ 1,501,845
Operating expenses:		
Cost of sales	417,034	1,967,368
Selling, general and administrative	815,013	1,996,718
Total operating expenses	1,232,047	3,964,086
Loss from operations	(936,616)	(2,462,241)
Other income (expense):		
Interest expense	(27,789)	(121,126)
Total other income (expense)	(27,789)	(121,126)
Loss before provision for income taxes	(964,405)	(2,583,367)
Provision for income taxes	-	-
Net loss	$ (964,405)	$ (2,583,367)
Net loss per common share - basic and diluted		$ (0.04)
Weighted average shares outstanding		67,628,218

Nuvonyx, Inc.
Consolidated Statement of Stockholders' Deficit
For the Year Ended September 30, 2011
(Unaudited)

	Preferred stock		Common stock		Additional paid-in capital	Common stock subscription receivable	Accumulated deficit	Total stockholders' deficit
	Shares	Amount	Shares	Amount				
Balance at September 30, 2010	-	$ -	59,632,668	$ 59,633	$ 5,258,395	$ (78,762)	$ (6,584,007)	$ (1,344,741)
Proceeds received from stock subscription	-	-	-	-	-	75,000	-	75,000
Issuance of stock			367,335	367	-	-	-	367
Issuance of stock for cash at $0.10 per share	-	-	2,500,000	2,500	247,500	-	-	250,000
Issuance of stock for cash at $0.125 per share, net of issuance costs	-	-	1,480,000	1,480	176,520	-	-	178,000
Issuance of stock to lender and vendor, valued a $.125 per share, for conversion of debt	-	-	172,489	172	21,389	-	-	21,561
Issuance of stock to lender, valued at $0.066 per share, for conversion of debt	-	-	1,600,000	1,600	103,650	-	-	105,250
Issuance of stock to officer and related parties valued at $0.25 per share, for conversion of debt	-	-	4,922,298	4,922	1,225,653	-	-	1,230,575
Issuance of stock to lender, valued at $0.20 per share, for conversion of debt	-	-	121,015	121	24,082	-	-	24,203
Issuance of stock to vendors, valued at $0.20 per share, for purchase of equipment	-	-	13,480,475	13,480	2,682,615	-	-	2,696,095
Issuance of stock to vendors, valued at $0.20 per share, for marketing strategies	-	-	4,070,000	4,070	809,930	-	-	814,000
Issuance of stock for purchase of rights, valued a $.125 per share, for conversion of debt	-	-	250,000	250	31,000	-	-	31,250
Non-cash stock-based compensation	-	-	-	-	193,336	-	-	193,336
Net loss and comprehensive loss	-	-	-	-	-	-	(2,583,367)	(2,583,367)
Balance at September 30, 2011	-	$ -	88,596,280	$ 88,595	$ 10,774,070	$ (3,762)	$ (9,167,374)	$ 1,691,529

Nuvonyx, Inc.
Consolidated Statements of Cash Flows
For the Fourth Quarter and Year Ended September 30, 2011
(Unaudited)

	Fourth Quarter Ended September 30, 2011	Year Ended September 30, 2011
Operating activities		
Net loss	$ (964,405)	$ (2,583,367)
Adjustments to reconcile net loss to net cash used for operating activities:		
Bad debt	(2,206)	4,914
Stock-based compensation	32,905	193,336
Depreciation	46,565	50,039
Issuance of common stock for services rendered	31,616	31,616
Gain on forgiveness of debt	-	-
Changes in operating assets and liabilities:		
Accounts receivable	(14,158)	(32,391)
Inventories	7,169	133,568
Prepaid expenses and other	249,018	223,060
Accounts payable	126,508	508,824
Accrued expenses and other current liabilities	137,773	171,582
Customer deposits	60,000	60,000
Accrued interest	7,164	59,122
Deferred rent	31,581	31,581
Net cash used for operating activities	(250,470)	(1,148,116)
Investing activities		
Purchases of property and equipment	-	(17,102)
Net cash used for investing activities	-	(17,102)
Financing activities		
Net change in advances from related party	117,000	391,760
Proceeds from issuance of notes payable	134,000	234,000
Proceeds received from stock subscription	-	75,000
Proceeds from issuance of common stock	-	428,000
Net cash used in financing activities	251,000	1,128,760
Decrease in cash and cash equivalents	530	(36,458)
Cash and cash equivalents at beginning of period	15,606	52,594
Cash and cash equivalents at end of period	$ 16,136	$ 16,136
Supplemental cash flow information		
Cash paid for interest	$ 4,714	$ 36,904
Cash paid for income taxes	$ -	$ -