



o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**EXPLANATORY NOTE**

This Amendment No. 2 on Form 8-K/A to the Genesis Fluid Solutions Holdings, Inc. Form 8-K filed with the Securities and Exchange Commission on November 5, 2009, as amended on November 16, 2009, is being filed to include the registrant's unaudited financial statements for the nine months ended September 30, 2009 and 2008, which are filed herewith as Exhibit 99.4.

The accompanying financial statements and notes which are being filed with this current report of Form 8-K/A herewith have not been reviewed by the companies registered independent auditor.

**9.01 Financial Statements and Exhibits**

(a) *Financial Statements of Businesses Acquired.* In accordance with Item 9.01(a), Genesis Fluid Solutions' unaudited financial statements for the nine-month interim period ended September 30, 2009, are filed in this Current Report on Form 8-K/A as Exhibit 99.4.

(d) Exhibits.

The exhibits listed in the following Exhibit Index are filed as part of this Current Report on Form 8-K/A.

Exhibit No.	Description
99.4	Genesis Fluid Solutions, Ltd. unaudited financial statements for the nine months ended September 30, 2009 and 2008
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 14, 2009

**GENESIS FLUID SOLUTIONS HOLDINGS, INC.**

By: /s/ Carol Shobrook

Name: Carol Shobrook

Title: Chief Operating Officer

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**INDEX TO EXHIBITS**

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