GENESIS HOLDINGS, INC.

Form 3

February 28, 2008

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

C/O BIOAUTHORIZE,

1. Name and Address of Reporting Person * Yada Schneider

> (Last) (First) (Middle)

INC., Â 15849 N. 71ST STREET,

2. Date of Event Requiring Statement (Month/Day/Year)

02/18/2008

3. Issuer Name and Ticker or Trading Symbol GENESIS HOLDINGS, INC. [GENH.OB]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

X Director _X_ 10% Owner

X Officer Other (give title below) (specify below) Director, President & CEO 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

SCOTTSDALE, AZÂ 85254-2179

(Street)

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

SUITE 226

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Â Common Stock D 7,128,000

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. Ownership Conversion or Exercise Form of Derivative Price of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Title

1

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Date Expiration Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Yada Schneider C/O BIOAUTHORIZE, INC. 15849 N. 71ST STREET, SUITE 226 SCOTTSDALE, AZ 85254-2179	ÂΧ	ÂX	Director, President & CEO	Â

Signatures

/s/ Yada
Schneider

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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