

Genesis Fluid Solutions Holdings, Inc.  
Form 8-K  
February 11, 2010

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 5, 2010**

**Genesis Fluid Solutions Holdings, Inc.**  
(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other Jurisdiction of Incorporation)	<b>333-148346</b> (Commission File Number)	<b>98-0531496</b> (IRS Employer Identification No.)
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<b>6660 Delmonico Drive</b> <b>Suite 242-D</b> <b>Colorado Springs, CO</b> (Address of Principal Executive Offices)	<b>80919</b> (Zip Code)
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Registrant's telephone number, including area code: **(719) 359-5215**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Genesis Fluid Solutions Holdings, Inc. (the Company ) has completed a restructuring of its wholly-owned subsidiary, Genesis Fluid Solutions, Ltd. to enable the Company to transition from project execution to technology licensing. As a result of the restructuring, Carol Shobrook shall no longer serve as the Company's Chief Operating Officer and is no longer affiliated with the Company effective February 5, 2010.

**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: February 11, 2010

**GENESIS FLUID SOLUTIONS HOLDINGS, INC.**

By: /s/ Martin Hedley

Name: Martin Hedley

Title: Chief Executive Officer