

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

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

1414148

OMB APPROVAL
OMB Number: 3235-0076
Expires: April 30,2008
Estimated average burden
hours per response.....16.00

SEC USI	ONLY
Prefix	Serial
DATE RE	CEIVED
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Name of Offering (check if this is an amendment and name has changed, and indicate change.)	
Med Health Solutions, Inc Initial Common Stock Issuance	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULOE Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	07079032
1. Enter the information requested about the issuer	_
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
Med Health Solutions, Inc.	
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone No	imber (Including Area Code)
803 Second Street, Suite D, Davis, CA 95616 (530) 756-126	5
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone N (if different from Executive Offices)	umber (Including Area Code)
Brief Description of Business	^
Internet based health management tool provider	PROCESSE
Type of Business Organization corporation	OCT 09 ZOV FINANCIAL
Month Year Actual or Estimated Date of Incorporation or Organization: 0 6 0 7 Actual Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction)	FINANCIAL

GENERAL INSTRUCTIONS

Federal

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

		A. BASIC ID	ENTIFICATION DATA		
2. Enter the information re	quested for the fol	llowing:			
• Each promoter of t	he issuer, if the is:	suer has been organized v	vithin the past five years;		
Each beneficial own	ner having the pow	er to vote or dispose, or di	rect the vote or disposition	of, 10% or more of	a class of equity securities of the issuer.
 Each executive off 	icer and director o	f corporate issuers and of	corporate general and mai	naging partners of	partnership issuers; and
Each general and n	nanaging partner o	of partnership issuers.	•		
Check Dov(ec) that Apply	Promoter	Panaficial Owner	We Evecutive Officer	✓ Director	General and/or
Check Box(es) that Apply:	Promoter .	Beneficial Owner	Executive Officer	Director	Managing Partner
Full Name (Last name first, i	f individual)				•
Salk, Darin					
Business or Residence Addre 803 Second Street, Suite		Street, City, State, Zip C 5616	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Quinn, Greg					
Business or Residence Addre	`	Street, City, State, Zip C	ode)		***
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i Moeller, Mark	f individual)				
Business or Residence Addre 803 Second Street, Suite	•		ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)	-	
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip C	ode)		
	(Use bla	ink sheet, or copy and use	additional copies of this s	heet, as necessary)

					В. 1	NFORMAT	ION ABOU	T OFFERI	NG				· -
1	Uag the	issuer sold	or does th	a icenae in	tand to co	11 to non o	agraditad i	nuactore in	this offeri			Yes	No
1.	rias ine	issuer solu	, or does tr			n, to non-a Appendix,				-			X
2.	What is	the minim	um investm									\$ 2,5	00.00
	What is the minimum investment that will be accepted from any individual?								Yes	No			
3.	Does th	e offering p	ermit joint	t ownershi	p of a sing	le unit?	•••••				•••••••••••		K
4.	commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
Ful N/A		Last name i	first, if indi	vidual)									
Bus	iness or	Residence .	Address (N	umber and	Street, C	ity, State, Z	(ip Code)			• • •			
		1 . 15											
Nar	ne of Ass	sociated Br	oker or Dea	aler									
Stat	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All States	" or check	individual	States)		**************	.,	************	**********	**************	☐ Al	States
	AL	AK	AZ	AR	CA .	CO	CT	DE	DC	FL	GA	HI	ID]
	IL	IN	IA	KS	KŸ	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE SC	NV SD	NH TN	NJ TX	NM UT	NY VT	NC VA	ND WA	OH WV	OK WI	ÖR WY	PA PR
	RI	ISC		[IN]		<u>[UI]</u>	VI	[VA]	[WA]	[WV]	WI	WI	(PK)
Ful	l Name (Last name 1	first, if indi	ividual)			., ,						
Bus	iness or	Residence	Address ()	Number an	d Street. C	City, State, 2	Zip Code)						
Nar	ne of Ass	sociated Br	oker or De	aler									
Stat	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers						
	(Check	"All States	" or check	individual	States)				*****			☐ Al	l States
	AL	ĀK	ĀZ	AR	ĈĀ	CO	CT	DE	DC	FL	GA	ΉΙ	ID
	IL)	ĪN	IA	KS	KŸ	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	ОН	OK	OR	PA
	RI	SC)	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Ful	l Name (Last name 1	first, if indi	ividual)									
Duc	iness or	Residence	Address ()	Jumber an	d Street C	ity State	Zin Code)				_		
Dus	MIC35 01	Residence	Addiess (i	Tumber an	u blicci, c	ity, State, i	eip code)						
Nar	ne of As:	sociated Br	oker or De	aler			•						
Stat	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers			- .			
	(Check	"All States	" or check	individual	States)		***************************************	****************		••••		☐ A1	l States
	AL	AK	AZ	AR	CA	CO	(CT)	DΕ	DC	FL	GA	HI	.ID
	IL	IN	IA	KS	\overline{KY}	LA	ME	MD	MA	ML	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH OWN	OK)	OR IV	PA
	RI	SC	SD	TN	TX	UT	∇T	VA	WA	$\overline{\mathbf{w}}\mathbf{v}$	WI	WY	PR

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and			
	Type of Security	Aggregate Offering Pric	е	Amount Already Sold
	Debt	c 0.00		§ 0.00
	Equity		_	\$ 7,500.00
	✓ Common	<u> </u>	—	3
	Convertible Securities (including warrants)	€ 0.00		0.00
	Partnership Interests			\$_0.00
	Other (Specify)			\$ 0.00
	Total	• 7,500.00	—	s 7,500.00
	Answer also in Appendix, Column 3, if filing under ULOE.	»		3 71000.00
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors		Aggregate Dollar Amount of Purchases
	Accredited Investors	3	_	§ 7,500.00
	Non-accredited Investors	0		\$_0.00
	Total (for filings under Rule 504 only)		_	\$
	Answer also in Appendix, Column 4, if filing under ULOE.			
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.			
	Type of Offering	Type of Security		Dollar Amount Sold
	Rule 505		_	\$
	Regulation A		_	s
	Rule 504			\$
	Total			\$_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			
	Transfer Agent's Fees			s
	Printing and Engraving Costs			\$
	Legal Fees	••••		\$_5,000.00
	Accounting Fees			\$
	Engineering Fees	•••••		s
	Sales Commissions (specify finders' fees separately)			\$
	Other Expenses (identify)			\$
	Total		 71	\$ 5,000.00

C. OFFERING PRICE, NUMB	BER OF INVESTORS, EXPENSES AND USE OF P	ROCEEDS	
b. Enter the difference between the aggregate offeri and total expenses furnished in response to Part C — of proceeds to the issuer."			\$
5. Indicate below the amount of the adjusted gross pro each of the purposes shown. If the amount for any check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estimate and the payments listed must equal the adjusted gross		
	•	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees	[. 🗆 \$
Purchase of real estate	[. 🗆 \$
Purchase, rental or leasing and installation of macl		\$. 🗆 \$
Construction or leasing of plant buildings and faci	·		
Acquisition of other businesses (including the valu offering that may be used in exchange for the asset issuer pursuant to a merger)	ne of securities involved in this	_	-
Repayment of indebtedness	-		
Working capital			
Other (specify):			
Column Totals		_ \$ <u>0.00</u>	\$ 2,500.00
Total Payments Listed (column totals added)		Z \$ 2.	500.00
	D. FEDERAL SIGNATURE		
The issuer has duly caused this notice to be signed by the signature constitutes an undertaking by the issuer to furnshed by the issuer to any non-accr	nish to the U.S. Securities and Exchange Commis	sion, upon writte	
Ssuer (Print or Type)	Signature	Date	
Med Health Solutions, Inc.	Pis	09/25/07	
Name of Signer (Print or Type) Parin Salk	Title of Signer (Print or Type) CEO		·

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		•	_
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No ⋉	
	See Appendix, Column 5, for state response.			

- The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Med Health Solutions, Inc.	13:5	09/25/07
Name (Print or Type)	Title (Print or Type)	
Darin Salk	CEO	

Instruction.

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	APPENDIX											
1	Intend to non-a investor	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pu	4 Sinvestor and rchased in State C-Item 2)		5 Disqualification under State ULO (if yes, attach explanation of waiver granted (Part E-Item 1)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No			
AL												
AK												
AZ												
AR												
CA												
со												
СТ							,					
DE												
DC												
FL												
GA												
HI												
ID			•									
IL												
IN												
IA												
KS						· • • • • • • • • • • • • • • • • • • •						
KY												
LA												
ME												
MD												
МА	·							1,135,760 - 191956				
MI			,									
MN												
MS												

APPENDIX 2 3 4 5 . 1 Disqualification Type of security and aggregate under State ULOE Intend to sell (if yes, attach offering price Type of investor and to non-accredited explanation of amount purchased in State (Part C-Item 2) investors in State offered in state waiver granted) (Part C-Item 1) (Part E-Item 1) (Part B-Item 1) Number of Number of Accredited Non-Accredited Yes No State Investors Investors Yes No Amount Amount MO MT NE NVNH NJ NM NY NC ND ОН OK OR PA RI SCSD TN TX UT VT VA WA wv WI

	APPENDIX											
1		2	3		4				lification			
	to non-a	i to sell accredited as in State a-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State			Type of investor and e amount purchased in State		amount purchased in State			ate ULOE, attach ation of granted)
State	Yes	No .		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No			
WY												
PR												

