

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

FORM 10-QSB

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period ended: March 31, 2001

Commission file number 0-13215

JNS MARKETING. INC.  
-----

(Exact name of small business issuer as specified in its charter)

Colorado ----- (State or other jurisdiction of or organization)	84-0940146 ----- (I.R.S. Employer incorporation Identification No.)
--	--

10200 W. 44th Avenue, Suite 400, Wheat Ridge, CO 80033  
-----

(Address of principal executive offices)

(303) 422-8127  
-----

(Issuer's telephone number)

Check whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

As of March 31, 2001, 3,724,783 shares of common stock were outstanding.

Transitional Small Business Disclosure Format: Yes      No

PART I--FINANCIAL INFORMATION

Item 1. Financial Statements.

For financial information, please see the financial statements and the notes thereto, attached hereto and incorporated herein by this reference.

The financial statements have been prepared by JNS Marketing, Inc. without audit pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted as allowed by such rules and regulations, and management believes that the disclosures are adequate to make the information presented not misleading. These financial statements include all of the adjustments which, in the opinion of management, are necessary to a fair presentation of financial position and results of operations. All such adjustments are of a normal and recurring nature. These financial statements should be read in conjunction with the audited financial statements at December 31, 2000, included in the Company's Form 10-KSB.

Financial Statements

<TABLE>  
<CAPTION>

JNS Marketing, Inc.  
BALANCE SHEET

MARCH 31, 2001  
(Unaudited)

ASSETS	March 31, 2001	Year Ended Sept 2000
30,		
<S>		
<C>	<C>	
CURRENT ASSETS		
CASH		\$0
0		
-----		
TOTAL CURRENT ASSETS		0
0		
-----		
TOTAL ASSETS		0
0		
=====		
LIABILITIES AND STOCKHOLDERS' EQUITY		
=====		
CURRENT LIABILITIES		
ACCOUNTS PAYABLE		0
0		
Due Shareholders		8,215
5,215		
-----		
TOTAL CURRENT LIABILITIES		8,215
5,215		
-----		
STOCKHOLDERS' EQUITY		
COMMON STOCK		952,727
952,727		
Deficit Accumulated during Development Stage		(960,942)
(957,942)		
RETAINED EARNINGS - CURRENT YEAR		0
0		
-----		
TOTAL STOCKHOLDERS' EQUITY		(8,215)
(5,215)		
-----		
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		\$ 0
\$ 0		
=====		

</TABLE>

<TABLE>  
<CAPTION>

JNS Marketing, Inc.  
STATEMENT OF OPERATIONS  
FOR QUARTER ENDED MARCH 31  
(Unaudited)

	2000	1999
<S>	<C>	<C>
REVENUES	\$0	\$0
EXPENSES:		
General & Administrative	0	0
Total Expenses	0	0
Loss from Operations	0	0
Earnings Before Income Tax	0	0
Net Income (Loss)	0	0
Net Loss Per Common Share	0	(.00)

Weighted Average Number of Shares

3,724,783

3,724,783\*

\* Adjusted for dividend

</TABLE>

<TABLE>  
<CAPTION>

JNS Marketing, Inc.  
STATEMENT OF OPERATIONS  
FOR SIX MONTH PERIOD ENDED MARCH 31  
(Unaudited)

	2001	2000
<S>	<C>	<C>
REVENUES	\$0	\$0
EXPENSES:		
General & Administrative	3,000	0
Total Expenses	3,000	0
Loss from Operations	(3,000)	0
Earnings Before Income Tax	(3,000)	0
Net Income (Loss)	(3,000)	0
Loss per share	(.00)	0
Weighted Average Number of Shares	3,724,783	3,724,783*

\* Adjusted for dividend

</TABLE>

<TABLE>  
<CAPTION>

JNS Marketing, Inc.  
(A Development Stage Company)  
STATEMENT OF CASH FLOWS

	Six months ended March 31, 2001 (unaudited)	Six months Ended March 31, 2000 (unaudited)
<S>	<C>	<C>
Cash flows from operating activities		
Net Income (loss)	(3,000)	0
Change in assets and Liabilities:		
Increase (decrease) in accounts payable	0	0
Net cash used by operating activities	(3,000)	0
Cash flows from financing activities:		
Proceeds received from issuance of stock	0	0
Shareholder Loan	(3,000)	0
Net cash provided by financing activities	3,000	0
Net increase in cash	0	0
Cash, beginning of period	0	871
Cash, end of period	\$ 0	\$ 871

</TABLE>

<TABLE>  
<CAPTION>

JNS MARKETING, INC.  
A DEVELOPMENT STAGE COMPANY  
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY  
December 31, 2000

	# of Shares	Amount	Deficit Accumulated During the Development Stage	
Totals				
-----				
Balance at September 30, 1999 871	3,781,455	\$ 952,727	\$ (951,856)	\$
Net Loss for year (6,086)				
-----				
Balances at September 30, 2000 (5,215)	3,781,455	952,727	(951,856)	
Net Loss (3,000)				
-----				
Balance at March 31, 2001 (8,215)	3,781,455	952,727	(960,942)	
=====				

</TABLE>

Item 2. Management's Discussion and Analysis or Plan of Operation.

LIQUIDITY AND CAPITAL RESOURCES

The Company had \$0 cash capital at the end of the period and current liabilities exceeded current assets by \$8,215. The Company will be forced to either borrow or make private placements of stock in order to fund operations. No assurance exists as to the ability to achieve loans or make private placements of stock.

Results of Operations for the Quarter Ended March 31, 2001 compared to same period in 2000.

The Company had no revenue or operations for the period. The Company incurred no general and administrative expenses in the period in 2001 or 2000. The Company had no loss on operations for the period in 2001 or 2000.

Results of Operations for Six Month Period Ended March 31, 2001 compared to same period in 2000.

The Company had no revenues or operations in the six month period ended March 31, 2001. The Company incurred \$3,000 in general and administrative expenses (audit fees) in 2001 in the period compared to no expenses for the period in 2000. The loss was (\$3,000) in 2001 and \$0 in 2000 in the six month period. The loss per share was nominal in the period in 2001 and none in the period in 2000.

The trend of operating losses can be expected to continue until and unless the company acquires or merges with a profitable business.

(a) Plan of Operation. JNS Marketing, Inc. (the "Company") intends to seek to acquire assets or shares of an entity actively engaged in business which generates revenues, in exchange for its securities. The Company has no particular acquisitions in mind and has not entered into any negotiations regarding such an acquisition. As of the date of this report, the Company has no plans, arrangements, understandings or commitments with respect to any potential merger or acquisition, nor is the Company engaged in negotiations with respect to such matter.

If required to so do under relevant law, management of the Company will seek shareholder approval of a proposed merger or acquisition via a Proxy Statement. However, such approval would be assured where management supports such a business transaction because management presently controls sufficient shares of the Company to effectuate a positive vote on the proposed transaction. Further, a prospective transaction may be structured so that shareholder approval is not required, and such a transaction may be effectuated by the Board of Directors without shareholder approval. While any disclosure which may be provided to shareholders may include audited financial statements of such a target entity, there is no assurance that such audited financial statements will be available. The Board of Directors does intend to obtain certain assurances of value of the target entity assets prior to consummating such a transaction, with further assurances that an audited statement would be provided within 60 days after closing of such a transaction. Closing documents relative thereto will include representations that the value of the assets conveyed to or otherwise so

transferred will not materially differ from the representations included in such closing documents, or the transaction will be voidable.

(b) Liquidity and Capital Resources. At March 31, 2001, the Company had minimal cash or other assets with which to conduct operations. There can be no assurance that the Company will be able to complete its business plan and to exploit fully any business opportunity that management may be able to locate on behalf of the Company. Due to the lack of a specified business opportunity, the Company is unable to predict the period for which it can conduct operations. Accordingly, the Company will need to seek additional financing through loans, the sale and issuance of additional debt and/or equity securities, or other financing arrangements. Management of the Company and its counsel have advised that they will pay certain costs and expenses of the Company from their personal funds as interest free loans in order to facilitate development of the Company's business plan. Management believes that the Company has inadequate working capital to pursue any operations at this time; however, loans to the Company from management and its counsel may facilitate development of the business plan. For the foreseeable future, the Company through its management and counsel intend to pursue acquisitions as a means to develop the Company. The Company does not intend to pay dividends in the foreseeable future. As of the end of the reporting period, the Company had no material cash or cash equivalents. There was no significant change in working capital during this quarter.

## PART II--OTHER INFORMATION

### Item 1. Legal Proceedings.

-----  
There are no pending legal proceedings, and the Company is not aware of any threatened legal proceedings, to which the Company is a party or to which its property is subject.

### Item 2. Changes in Securities.

-----  
(a) There have been no material modifications in any of the instruments defining the rights of the holders of any of the Company's registered securities.

(b) None of the rights evidenced by any class of the Company's registered securities have been materially limited or qualified by the issuance or modification of any other class of the Company's securities.

### Item 3. Defaults Upon Senior Securities.

-----  
(Not applicable)

### Item 4. Submission of Matters to a Vote of Security Holders.

-----  
(Not applicable)

### Item 5. Other Information.

-----  
(Not applicable)

### Item 6. Exhibits and Reports on Form 8-K.

(a) Exhibits

No exhibits as set forth in Regulation SB, are considered necessary for this filing.

(b) Reports on Form 8-K

8-K dated 1/12/2001

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, as amended, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

JNS MARKETING, INC.

Date: May 30, 2001

/s/Walter Galdenzi

-----  
Walter Galdenzi, President