

Bergio International, Inc.
Form 10-Q
November 17, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-Q

Quarterly Report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2009

Transition Report pursuant to 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period to _____

Commission File Number: 333-150029

Bergio International, Inc.
(Exact name of small business issuer as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

N/A
(IRS Employer Identification No.)

12 Daniel Road E. Fairfield, New Jersey 07004
(Address of principal executive offices)

(973) 227-3230
(Issuer's telephone number)

(Former name, former address and former fiscal year, if changed since last report)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the issuer was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 229.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer,

or a smaller reporting company.

Large accelerated filer Accelerated filer Non-accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

State the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date
51,703,500 common shares as of November 10, 2009.

Table of Contents

TABLE OF CONTENTS		Page
PART I – FINANCIAL INFORMATION		
<u>Item 1:</u>	<u>Financial Statements</u>	3
<u>Item 2:</u>	<u>Management’s Discussion and Analysis of Financial Condition and Results of Operations</u>	4
<u>Item 3:</u>	<u>Quantitative and Qualitative Disclosures About Market Risk</u>	7
<u>Item 4T:</u>	<u>Controls and Procedures</u>	7
PART II – OTHER INFORMATION		
<u>Item 1:</u>	<u>Legal Proceedings</u>	8
<u>Item 1A:</u>	<u>Risk Factors</u>	8
<u>Item 2:</u>	<u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	8
<u>Item 3:</u>	<u>Defaults Upon Senior Securities</u>	8
<u>Item 4:</u>	<u>Submission of Matters to a Vote of Security Holders</u>	8
<u>Item 5:</u>	<u>Other Information</u>	8
<u>Item 6:</u>	<u>Exhibits</u>	9

Table of Contents

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

Our financial statements included in this Form 10-Q are as follows:

F-1	Balance Sheets as of September 30, 2009 (unaudited) and December 31, 2008 (audited);
F-2	Statements of Operations for the three and nine months ended September 30, 2009 and 2008, and for the period from inception (July 24, 2007) through September 30, 2009 (unaudited);
F-3	Statements of Stockholders' Equity from inception (July 24, 2007) to September 30, 2009 (unaudited)
F-4	Statements of Cash Flows for the nine months ended September 30, 2009 and 2008 and for the period from inception (July 24, 2007) through September 30, 2009 (unaudited);
F-5	Notes to Financial Statements;

These financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and the SEC instructions to Form 10-Q. In the opinion of management, all adjustments considered necessary for a fair presentation have been included. Operating results for the interim period ended September 30, 2009 are not necessarily indicative of the results that can be expected for the full year.

Table of Contents

BERGIO INTERNATIONAL, INC.
(FKA ALBA MINERAL EXPLORATION INC.)
An Exploration Stage Company
Balance Sheets

ASSETS

September 30,
2009
(unaudited)

December 31,
2008

CURRENT ASSETS

Cash	\$	16,669	\$	21,430
Total Current Assets		16,669		21,430

OTHER ASSETS

Net assets of discontinued operations		-		-
Total Other Assets		-		-
TOTAL ASSETS	\$	16,669	\$	21,430

LIABILITIES AND STOCKHOLDERS'
EQUITY (DEFICIT)

CURRENT LIABILITIES

Accounts payable	\$	26,985	\$	23,985
Total Current Liabilities		26,985		23,985

STOCKHOLDERS' EQUITY (DEFICIT)

Common stock; 75,000,000 shares authorized, at \$0.001 par value, 5,033,450 shares issued and outstanding		5,033		5,033
Additional paid-in capital		30,312		30,312
Deficit accumulated during the exploration stage		(45,661)		(37,900)

Edgar Filing: Bergio International, Inc. - Form 10-Q

Total Stockholders' Equity (Deficit)	(10,316)	(2,555)
TOTAL LIABILITIES AND		
STOCKHOLDERS' EQUITY (DEFICIT)	\$ 16,669	\$ 21,430

The accompanying notes are an integral part of these financial statements.

F-1

Table of Contents

BERGIO INTERNATIONAL, INC.
(FKA ALBA MINERAL EXPLORATION INC.)
(An Exploration Stage Company)
Statements of Operations
(Unaudited)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,		From Inception on July 24, 2007 Through September 30, 2009
	2009	2008	2009	2008	2009
REVENUES \$	- \$	- \$	- \$	- \$	- \$
OPERATING EXPENSES					
General and administrative	-	-	-	-	-
Total Operating Expenses	-	-	-	-	-
LOSS FROM OPERATIONS	-	-	-	-	-
PROVISION FOR INCOME TAXES	-	-	-	-	-
NET LOSS FROM CONTINUING OPERATIONS	-	-	-	-	-
DISCONTINUED OPERATIONS	(1,935)	(505)	(7,761)	(9,609)	(45,661)
NET LOSS \$	(1,935) \$	(505) \$	(7,761) \$	(9,609) \$	(45,661)
BASIC LOSS PER SHARE	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)	

WEIGHTED AVERAGE NUMBER				
OF	5,033,450	5,033,450	5,033,450	5,033,450
SHARES OUTSTANDING				

The accompanying notes are an integral part of these financial statements.

F-2

Table of Contents

BERGIO INTERNATIONAL, INC.
(FKA ALBA MINERAL EXPLORATION INC.)
(An Exploration Stage Company)
Statements of Stockholders' Deficit
(Unaudited)

	Common Stock Shares	Common Stock Amount	Additional Paid-in Capital	Deficit Accumulated During the Exploration Stage	Total Stockholders' Equity (Deficit)
Balance at inception on July 24, 2007	-	\$ -	\$ -	\$ -	\$ -
Common stock issued for cash at \$0.001 per share on September 4, 2007	2,400,000	2,400	-	-	2,400
Common stock issued for cash at \$0.01 per share on November 9, 2007	2,560,000	2,560	23,040	-	25,600
Common stock issued for cash at \$0.10 per share on November 27, 2007	73,450	73	7,272	-	7,345
Net loss from inception through December 31, 2007	-	-	-	(959)	(959)
Balance, December 31, 2007	5,033,450	5,033	30,312	(959)	34,386

Edgar Filing: Bergio International, Inc. - Form 10-Q

Net loss for the year
ended

December 31, 2008	-	-	-	(36,941)	(36,941)
-------------------	---	---	---	-----------	-----------

Balance, December 31,
2008

	5,033,450	5,033	30,312	(37,900)	(2,555)
--	-----------	-------	--------	-----------	----------

Net loss for the nine
months

ended September 30,
2009

	-	-	-	(7,761)	(7,761)
--	---	---	---	----------	----------

Balance, September
30, 2009

	5,033,450	\$ 5,033	\$ 30,312	\$ (45,661)	\$ (10,316)
--	-----------	----------	-----------	--------------	--------------

The accompanying notes are an integral part of these financial statements.

F-3

Table of Contents

BERGIO INTERNATIONAL, INC.
(FKA ALBA MINERAL EXPLORATION INC.)
(An Exploration Stage Company)
Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended September 30,		From Inception on July 24, 2007 Through September 30, 2009
	2009	2008	
OPERATING ACTIVITIES			
Net loss	\$ (7,761)	\$ (8,109)	\$ (45,661)
Adjustments to reconcile net loss to cash flows from operating activities:			
Changes in operating assets and liabilities:			
Accounts payable	3,000	-	26,985
Net Cash Used in Operating Activities	(4,761)	(8,109)	(18,676)
INVESTING ACTIVITIES	-	-	-
FINANCING ACTIVITIES			
Proceeds from issuance of common stock	-	-	35,345
Net Cash Provided by Financing Activities	-	-	35,345
NET INCREASE (DECREASE) IN CASH	(4,761)	(8,109)	16,669
CASH AT BEGINNING OF	21,430	34,386	-

PERIOD						
CASH AT END OF PERIOD	\$	16,669	\$	26,277	\$	16,669
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION						
CASH PAID FOR:						
Interest	\$	-	\$	-	\$	-
Income Taxes	\$	-	\$	-	\$	-

The accompanying notes are an integral part of these financial statements.

Table of Contents

BERGIO INTERNATIONAL, INC.
(fka Alba Mineral Exploration, Inc.)
Notes to Financial Statements

NOTE 1 - CONDENSED FINANCIAL STATEMENTS

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at September 30, 2009, and for all periods presented herein, have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's December 31, 2008 audited financial statements. The results of operations for the periods ended September 30, 2009 and 2008 are not necessarily indicative of the operating results for the full years.

NOTE 2 - GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Table of Contents

BERGIO INTERNATIONAL, INC.
(fka Alba Mineral Exploration, Inc.)
Notes to Financial Statements

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recent Accounting Pronouncements

In May 2009, the FASB issued FAS 165, “Subsequent Events”. This pronouncement establishes standards for accounting for and disclosing subsequent events (events which occur after the balance sheet date but before financial statements are issued or are available to be issued). FAS 165 requires an entity to disclose the date subsequent events were evaluated and whether that evaluation took place on the date financial statements were issued or were available to be issued. It is effective for interim and annual periods ending after June 15, 2009. The adoption of FAS 165 did not have a material impact on the Company’s financial condition or results of operation.

In June 2009, the FASB issued FAS 166, “Accounting for Transfers of Financial Assets” an amendment of FAS 140. FAS 140 is intended to improve the relevance, representational faithfulness, and comparability of the information that a reporting entity provides in its financial statements about a transfer of financial assets: the effects of a transfer on its financial position, financial performance, and cash flows; and a transferor’s continuing involvement, if any, in transferred financial assets. This statement must be applied as of the beginning of each reporting entity’s first annual reporting period that begins after November 15, 2009. The Company does not expect the adoption of FAS 166 to have an impact on the Company’s results of operations, financial condition or cash flows.

In June 2009, the FASB issued FAS 167, “Amendments to FASB Interpretation No. 46(R)”. FAS 167 is intended to (1) address the effects on certain provisions of FASB Interpretation No. 46 (revised December 2003), Consolidation of Variable Interest Entities, as a result of the elimination of the qualifying special-purpose entity concept in FAS 166, and (2) constituent concerns about the application of certain key provisions of Interpretation 46(R), including those in which the accounting and disclosures under the Interpretation do not always provided timely and useful information about an enterprise’s involvement in a variable interest entity. This statement must be applied as of the beginning of each reporting entity’s first annual reporting period that begins after November 15, 2009. The Company does not expect the adoption of FAS 167 to have an impact on the Company’s results of operations, financial condition or cash flows.

In June 2009, the FASB issued FAS 168, “The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles”. FAS 168 will become the source of authoritative U.S. generally accepted accounting principles (GAAP) recognized by the FASB to be applied by nongovernmental entities. Rules and interpretive releases of the Securities and Exchange Commission (SEC) under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. On the effective date of this Statement, the Codification will supersede all then-existing non-SEC accounting and reporting standards. All other non-grandfathered non-SEC accounting literature not included in the Codification will become nonauthoritative. This statement is effective for financial statements issued for interim and annual periods ending after September 15, 2009. The Company does not expect the adoption of FAS 168 to have an impact on the Company’s results of operations, financial condition or cash flows.

Table of Contents

BERGIO INTERNATIONAL, INC.
(fka Alba Mineral Exploration, Inc.)
Notes to Financial Statements

NOTE 4 – SUBSEQUENT EVENTS

On October 19, 2009, in accordance with the Exchange Agreement dated October 19, 2009 the Company acquired all of the issued and outstanding shares of Diamond Information Institute, Inc. (DII), which resulted in a parent-subsiary relationship. In exchange for all of the issued and outstanding shares of DII, the shareholders of DII received 2,585,175 shares of the Company's common stock which represented approximately 60% of the outstanding common stock following the Acquisition. Concurrently, the Company's name was changed to Bergio International, Inc.

There were 5,033,450 shares of the Company's common stock outstanding before giving effect to the stock issuances in the Acquisition and the cancellation of 3,310,000 shares by Mr. Owen Gibson and certain other shareholders. Following these events, there were 4,308,625 shares outstanding, including:

Shares	Held by:
2,585,175	DII Shareholders
1,723,450	Existing shareholders

The Company has analyzed its operations subsequent to September 30, 2009 through November 16, 2009 and has determined that it does not have any other material subsequent events to disclose in these financial statements.

NOTE 5 – DISCONTINUED OPERATIONS

In September 2009, the Company determined to discontinued its mineral exploration activities. The Company subsequently agreed to return those mineral properties to Mr. Owen Gibson in exchange for 3,310,000 shares of the Company's common stock. Accordingly, The Company's financial statements have been restated to show its mineral exploration activities as discontinued operations. The Company has no assets or liabilities related to the discontinued operations as of September 30, 2009. The Company's Statements of Operations prior to restatement for discontinued operations are as follows:

	Statements of Operations		
	For the Nine Months Ended		From Inception on July 24, 2007 Through
	September 30, 2009	2008	September 30, 2009
REVENUES	\$ -	\$ -	\$ -
OPERATING EXPENSES			
General and administrative	7,761	9,609	45,661
Total Operating Expenses	7,761	9,609	45,661
	(7,761)	(9,609)	(45,661)

LOSS FROM OPERATIONS	-	-	-
PROVISION FOR INCOME TAXES	-	-	-
NET LOSS	\$ (7,761)	\$ (9,609)	\$ (45,661)

F-7

Table of Contents

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

Forward-Looking Statements

Certain statements, other than purely historical information, including estimates, projections, statements relating to our business plans, objectives, and expected operating results, and the assumptions upon which those statements are based, are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements generally are identified by the words "believes," "project," "expects," "anticipates," "estimates," "intends," "strategy," "plan," "may," "will," "would," "will be," "will continue," "will likely result," and similar expressions. Such forward-looking statements to be covered by the safe-harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of complying with those safe-harbor provisions. Forward-looking statements are based on current expectations and assumptions that are subject to risks and uncertainties which may cause actual results to differ materially from the forward-looking statements. Our ability to predict results or the actual effect of future plans or strategies is inherently uncertain. Factors which could have a material adverse affect on our operations and future prospects on a consolidated basis include, but are not limited to: changes in economic conditions, legislative/regulatory changes, availability of capital, interest rates, competition, and generally accepted accounting principles. These risks and uncertainties should also be considered in evaluating forward-looking statements and undue reliance should not be placed on such statements. We undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise. Further information concerning our business, including additional factors that could materially affect our financial results, is included herein and in our other filings with the SEC.

Overview

We were incorporated on July 24, 2007 as Alba Mineral Exploration, Inc. under the laws of the state of Delaware. We formed a wholly-owned subsidiary, also known as Alba Mineral Exploration, Inc. ("AME"), an Alberta corporation. AME was formed to conduct our originally planned mineral exploration on the Crow Hill mineral claim located on the Baie Verte Peninsula on Newfoundland Island, Canada.

In October 2009, subsequent to our reporting period, we acquired the business operations of Diamond Information Institute, Inc., a New Jersey corporation. As a result of this transaction, we abandoned our prior business plan to develop the Crown Hill claim, in order to pursue what we perceive to be the superior opportunity presented by the acquired company. Consequently, we have transferred the rights to AME to our former officer and director, Owen Gibson, and certain of our prior shareholders. These transactions are more fully described in our Current Report on Form 8-K filed with the Securities and Exchange Commission on October 21, 2009, which is incorporated herein by reference.

Table of Contents

We are now in the business of designing and manufacturing upscale jewelry. We relocated our principal executive offices to 12 Daniel Road E. Fairfield, New Jersey 07004, and our telephone number is now (973) 227-3230. We have also changed our name from Alba Mineral Exploration, Inc. to Bergio International, Inc., and have discontinued all prior business operations in favor of the business plan and operations of the acquired operations which will be our only significant operations going forward.

Results of Operations for the Three and Nine Months Ended September 30, 2009 and 2008

Unless specifically noted otherwise, the information and discussions contained in this quarterly report on Form 10-Q reflect the financial condition and results of operations of Alba Mineral Exploration, Inc., a Delaware corporation, and its subsidiary, Alba Mineral Exploration, Inc., an Alberta corporation, for the period ended September 30, 2009.

We did not earn any revenues from inception on July 24, 2007 through the period ending September 30, 2009. We are presently in the development stage of our business and we can provide no assurance that we will produce significant revenues from the development of our mineral property or, if revenues are earned, that we will be profitable.

We incurred operating expenses and net losses in the amount of \$45,661 from our inception on July 24, 2007 through the period ending September 30, 2009. We incurred operating expenses and net losses in the amount of \$1,935 during the three months ended September 30, 2009, compared to operating expenses and net losses in the amount of \$505 during the three months ended September 30, 2008. We incurred operating expenses and net losses in the amount of \$7,761 during the nine months ended September 30, 2009, compared to operating expenses and net losses in the amount of \$9,609 during the nine months ended September 30, 2008. Our operating expenses from inception through September 30, 2009 consisted entirely of general and administrative expenses. Our losses are attributable to our operating expenses combined with a lack of any revenues during our current stage of development. We anticipate our operating expenses will increase as we continue with our plan of operations and begin the recommended exploration work on our mineral claim.

Liquidity and Capital Resources

As of September 30, 2009, we had current assets in the amount of \$16,669, consisting entirely of cash. We had current liabilities in the amount of \$26,985 as of September 30, 2009. Thus, we had a working capital deficit of \$10,316 as of September 30, 2009.

We do not anticipate earning revenues until such time that enter into commercial production of our mineral property. We are presently in the exploration stage of our business and we can provide no assurance that we will discover commercially exploitable levels of mineral resources our mineral property, or if such resources are discovered, that we will enter into commercial production.

Table of Contents

Off Balance Sheet Arrangements

As of September 30, 2009, there were no off balance sheet arrangements.

Going Concern

Our financial statements have been prepared on a going concern basis. We have a working capital deficit of \$10,316 as of September 30, 2009 and have accumulated a deficit of \$45,661 since inception. Our ability to continue as a going concern is dependent upon our ability to generate profitable operations in the future and/or to obtain the necessary financing to meet our obligations and repay our liabilities arising from normal business operations when they come due. The outcome of these matters cannot be predicted with any certainty at this time. These factors raise substantial doubt that we will be able to continue as a going concern. Management plans to continue to provide for our capital needs by the issuance of common stock and related party advances.

Critical Accounting Policies

In December 2001, the SEC requested that all registrants list their most “critical accounting polices” in the Management Discussion and Analysis. The SEC indicated that a “critical accounting policy” is one which is both important to the portrayal of a company’s financial condition and results, and requires management’s most difficult, subjective or complex judgments, often as a result of the need to make estimates about the effect of matters that are inherently uncertain. There are no critical accounting policies for the company as this time.

Recently Issued Accounting Pronouncements

In May 2009, the FASB issued FAS 165, “Subsequent Events”. This pronouncement establishes standards for accounting for and disclosing subsequent events (events which occur after the balance sheet date but before financial statements are issued or are available to be issued). FAS 165 requires an entity to disclose the date subsequent events were evaluated and whether that evaluation took place on the date financial statements were issued or were available to be issued. It is effective for interim and annual periods ending after June 15, 2009. The adoption of FAS 165 did not have a material impact on the Company’s financial condition or results of operation.

In June 2009, the FASB issued FAS 166, “Accounting for Transfers of Financial Assets” an amendment of FAS 140. FAS 140 is intended to improve the relevance, representational faithfulness, and comparability of the information that a reporting entity provides in its financial statements about a transfer of financial assets: the effects of a transfer on its financial position, financial performance, and cash flows; and a transferor’s continuing involvement, if any, in transferred financial assets. This statement must be applied as of the beginning of each reporting entity’s first annual reporting period that begins after November 15, 2009. The Company does not expect the adoption of FAS 166 to have an impact on the Company’s results of operations, financial condition or cash flows.

Table of Contents

In June 2009, the FASB issued FAS 167, “Amendments to FASB Interpretation No. 46(R)”. FAS 167 is intended to (1) address the effects on certain provisions of FASB Interpretation No. 46 (revised December 2003), Consolidation of Variable Interest Entities, as a result of the elimination of the qualifying special-purpose entity concept in FAS 166, and (2) constituent concerns about the application of certain key provisions of Interpretation 46(R), including those in which the accounting and disclosures under the Interpretation do not always provided timely and useful information about an enterprise’s involvement in a variable interest entity. This statement must be applied as of the beginning of each reporting entity’s first annual reporting period that begins after November 15, 2009. The Company does not expect the adoption of FAS 167 to have an impact on the Company’s results of operations, financial condition or cash flows.

In June 2009, the FASB issued FAS 168, “The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles”. FAS 168 will become the source of authoritative U.S. generally accepted accounting principles (GAAP) recognized by the FASB to be applied by nongovernmental entities. Rules and interpretive releases of the Securities and Exchange Commission (SEC) under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. On the effective date of this Statement, the Codification will supersede all then-existing non-SEC accounting and reporting standards. All other nongrandfathered non-SEC accounting literature not included in the Codification will become nonauthoritative. This statement is effective for financial statements issued for interim and annual periods ending after September 15, 2009. The Company does not expect the adoption of FAS 168 to have an impact on the Company’s results of operations, financial condition or cash flows.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

A smaller reporting company is not required to provide the information required by this Item.

Item 4T. Controls and Procedures

We carried out an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) as of September 30, 2009. This evaluation was carried out under the supervision and with the participation of our Chief Executive Officer and Chief Financial Officer, Berge Abajian. Based upon that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of September 30, 2009, our disclosure controls and procedures are effective. There have been no changes in our internal controls over financial reporting during the quarter ended September 30, 2009.

Disclosure controls and procedures are controls and other procedures that are designed to ensure that information required to be disclosed in our reports filed or submitted under the Exchange Act are recorded, processed, summarized and reported, within the time periods specified in the SEC’s rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed in our reports filed under the Exchange Act is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosure.

Table of Contents

Limitations on the Effectiveness of Internal Controls

Our management does not expect that our disclosure controls and procedures or our internal control over financial reporting will necessarily prevent all fraud and material error. Our disclosure controls and procedures are designed to provide reasonable assurance of achieving our objectives and our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures are effective at that reasonable assurance level. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by management override of the internal control. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, control may become inadequate because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate.

PART II – OTHER INFORMATION

Item 1. Legal Proceedings

We are not a party to any pending legal proceeding. We are not aware of any pending legal proceeding to which any of our officers, directors, or any beneficial holders of 5% or more of our voting securities are adverse to us or have a material interest adverse to us.

Item 1A: Risk Factors

A smaller reporting company is not required to provide the information required by this Item.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

We had no unregistered sales of equity securities for the period ended September 30, 2009.

Item 3. Defaults upon Senior Securities

None

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

No matters have been submitted to our security holders for a vote, through the solicitation of proxies or otherwise, during the quarterly period ended September 30, 2009.

Item 5. Other Information

None

Table of Contents

Item 6. Exhibits

Exhibit Description of Exhibit
Number

- 31.1 Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 31.2 Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
- 32.1 Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

SIGNATURES

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

BERGIO INTERNATIONAL, INC.

Date: November 16, 2009

By: /s/Berge Abajian
Berge Abajian
Title: Chief Executive Officer and Chief Financial Officer