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NANOPIERCE TECHNOLOGIES INC
Form 10QSB
November 15, 2004

FORM 10-QSB

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

(Mark One)

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

For the quarterly period ended September 30, 2004

OR

[] TRANSITION REPORT PURUSANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission file number 33-19598-D

NANOPIERCE TECHNOLOGIES, INC.

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

Nevada

84-0992908

(State or other jurisdiction of
incorporation or organization)

(I.R.S. employer
identification number)

370 17th Street, Suite 3640
Denver, Colorado 80202

(Address of principal executive offices)

Issuer's telephone number, including area code: (303) 592-1010

Not applicable

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

Check whether the issuer (1) has filed all reports required to be filed by
Section 13 or 15(d) of the Securities 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 X No

As of November 11, 2004 there were 91,259,033 shares of the registrant's sole
class of common shares outstanding.

Transitional Small Business Disclosure Format Yes No X

PART I - FINANCIAL INFORMATION

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors
Nanopierce Technologies, Inc.

We have reviewed the accompanying condensed consolidated balance sheet of Nanopierce Technologies, Inc. and subsidiaries as of September 30, 2004, the related condensed consolidated statements of operations, comprehensive loss, and cash flows for the three-month periods ended September 30, 2004 and 2003, and the condensed consolidated statement of changes in shareholders' equity for the three-month period ended September 30, 2004. These interim condensed consolidated financial statements are the responsibility of the Company's

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management.

We conducted our reviews in accordance with the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with standards of the Public Company Accounting Oversight Board (United States), the objective of which is the express of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim condensed consolidated financial statements for them to be in conformity with accounting principles generally accepted in the United States of America.

/s/ GELFOND HOCHSTADT PANGBURN, P.C.

Denver, Colorado
November 8, 2004

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NANOPIERCE TECHNOLOGIES, INC. AND SUBSIDIARIES Condensed Consolidated Balance Sheet September 30, 2004 (Unaudited)

Assets

Current assets:

Cash and cash equivalents	\$	847,718
Accounts receivable, net		10,426
Prepaid expenses		2,948

Total current assets		861,092
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Property and equipment:

Office equipment and furniture		66,356
Less accumulated depreciation		45,071

21,285

Other assets:

Deposits and other		19,415
Investments in affiliates (Note 3)		299,061

318,476

Total assets	\$	1,200,853
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Liabilities and Shareholders' Equity

Current liabilities:	
Accounts payable	\$ 124,191
Note payable (Note 4)	38,118

Total liabilities (all current)	162,309

Commitments and contingencies (Notes 6 and 8)	
Shareholders' equity (Notes 5 and 6):	
Preferred stock; \$0.0001 par value; none issued and outstanding; 5,000,000 shares authorized	
Common stock; \$0.0001 par value; 200,000,000 shares authorized 90,059,033 shares issued and outstanding	9,006
Additional paid-in capital	23,744,891
Accumulated other comprehensive income	122,976
Accumulated deficit	(22,838,329)

Total shareholders' equity	1,038,544

Total liabilities and shareholders' equity	\$ 1,200,853
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