

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

FORM 10-KSB

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

For the fiscal year ended December 31, 2004

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

Commission file number: 000-31671

GLOBALWISE INVESTMENTS, INC.  
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(Exact name of registrant as specified in its charter)

Nevada

87-0613716

-----  
(State or other jurisdiction of  
incorporation or organization)

-----  
(I.R.S. Employer  
Identification No.)

2157 S. Lincoln Street, Salt Lake City, Utah 84106

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(Address of principal executive offices) (Zip code)

Issuer's telephone number, including area code: (801) 323-2395

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Act: Common Stock

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 registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Check if disclosure of delinquent filers in response to item 405 of Regulation S-B is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB.

State issuer's revenue for its most recent fiscal year: None

As of March 3, 2005 the registrant had 802,000 shares of common stock outstanding. Since the registrant does not have an active trading market, a market value of the voting stock held by non-affiliates cannot be determined.

Documents incorporated by reference: None

Transitional Small Business Disclosure Format: Yes  No

TABLE OF CONTENTS

PART I

Item 1. Description of Business.....	3
Item 2. Description of Property.....	5
Item 3. Legal Proceedings.....	5
Item 4. Submission of Matters to a Vote of Security Holders.....	5

PART II

Item 5. Market for Common Equity and Related Stockholder Matters.....	5
Item 6. Plan of Operation.....	6
Item 7. Financial Statements.....	7
Item 8. Changes In and Disagreements with Accountants on Accounting and Financial Disclosure.....	17
Item 8A. Controls and Procedures.....	17
Item 8B. Other information.....	17

PART III

Item 9. Directors, Executive Officers, Promoters and Control Persons, Compliance with Section 16(a) of the Exchange Act.....	17
---------------------------------------------------------------------------------------------------------------------------------	----

Item 10. Executive Compensation.....	18
Item 11. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters.....	18
Item 12. Certain Relationships and Related Transactions.....	19
Item 13. Exhibits.....	19
Item 14. Principal Accountant Fees and Services.....	19
Signatures.....	20

In this annual report references to "Globalwise," "we," "us," and "our" refer to Globalwise Investments, Inc..

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

The Securities and Exchange Commission ("SEC") encourages companies to disclose forward-looking information so that investors can better understand future prospects and make informed investment decisions. This report contains these types of statements. Words such as "may," "will," "expect," "believe," "anticipate," "estimate," "project," or "continue" or comparable terminology used in connection with any discussion of future operating results or financial performance identify forward-looking statements. You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date of this report. All forward-looking statements reflect our present expectation of future events and are subject to a number of important factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements.

2

PART I  
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ITEM 1. DESCRIPTION OF BUSINESS

Historical Development

Globalwise Investments, Inc. was incorporated in the state of Utah on October 3, 1997, to engage in the confectionary vending machine business. On July 12, 2000, Globalwise Investments, Inc. was incorporated in the state of Nevada and on July 21, 2000, Globalwise Utah merged with Globalwise Nevada for the sole purpose of changing our domicile from the state of Utah to the state of Nevada.

Our Plan

We are a development stage company and have had recurring operating losses for the past two fiscal years. Our independent auditors have expressed doubt that we can continue as a going concern unless we obtain financing to continue operations. Our business plan is to seek, investigate, and, if warranted, acquire an interest in a business opportunity to create necessary operating revenue.

Our acquisition of a business opportunity may be made by merger, exchange of stock, or otherwise. We have very limited sources of capital, and we probably will only be able to take advantage of one business opportunity. As of the date of this filing we have not identified any business opportunity that we plan to pursue, nor have we reached any preliminary or definitive agreements or understandings with any person concerning an acquisition or merger.

Based on current economic and regulatory conditions, management believes that it is possible, if not probable, for a company like ours, without many assets or liabilities, to negotiate a merger or acquisition with a viable private company. The opportunity arises principally because of the high legal and accounting fees and the length of time associated with the registration process of "going public." However, should any of these conditions change, it is very possible that there would be little or no economic value for anyone taking over control of Globalwise.

Our search for a business opportunity will not be limited to any particular geographical area or industry, including both United States and international companies. Our management has unrestricted discretion in seeking and participating in a business opportunity, subject to the availability of such opportunities, economic conditions and other factors. Our management believes that companies who desire a public market to enhance liquidity for current stockholders, or plan to acquire additional assets through issuance of securities rather than for cash, will be potential merger or acquisition candidates.

The selection of a business opportunity in which to participate is complex and extremely risky and will be made by management in the exercise of its business judgement. Our activities are subject to several significant risks which arise primarily as a result of the fact that we have no specific business and may acquire or participate in a business opportunity based on the decision of

management which will, in all probability, act without consent, vote, or approval of our stockholders. We can not assure you that we will be able to identify and acquire any business opportunity which will ultimately prove to be beneficial to us and our stockholders. Should a merger or acquisition prove unsuccessful, it is possible management may decide not to pursue further acquisition activities and management may abandon its activities and we may become dormant or be dissolved.

It is possible that the range of business opportunities that might be available for consideration by us could be limited by impact of the SEC regulations regarding purchase and sale of "penny stock." Our common stock is listed on the OTC Bulletin Board, but there is little market activity at this time. We cannot assure you that a market will develop or that a stockholder will be able to liquidate his investments without considerable delay, if at all. If a market develops, our shares will likely be subject to the rules of the Penny Stock Suitability Reform Act of 1990. The liquidity of penny stock is affected by specific disclosure procedures required by this Act to be followed by all broker-dealers, including but not limited to, determining the suitability of the stock for a particular customer, and obtaining a written agreement from the customer to purchase the stock. This rule may affect the ability of broker-dealers to sell our securities and may affect the ability of purchasers to sell our securities in any market.

3

#### Investigation and Selection of Business Opportunities

We anticipate that business opportunities will come to our attention from various sources, including our officers and directors, our stockholders, professional advisors, such as attorneys and accountants, securities broker-dealers, investment banking firms, venture capitalists, members of the financial community and others who may present unsolicited proposals. Management expects that prior personal and business relationships may lead to contacts for business opportunities; however, we have not entered into any direct or indirect negotiations at the time of this filing with any person, corporation or other entity regarding any possible business reorganization involving Globalwise.

Our management will analyze the business opportunities; however, none of our management are professional business analysts. (See, Part III, Item 9: Directors, Executive Officers, . . . ") Potential investors must recognize that due to our management's inexperience we may not adequately evaluate a potential business opportunity.

Our management has had limited experience with mergers and acquisitions of business opportunities and has not been involved with an initial public offering.

Certain conflicts of interest exist or may develop between Globalwise and our officers and directors. Our management has other business interests to which they currently devote attention, which include their primary employment and management of other development stage reporting companies. They may be expected to continue to devote their attention to these other business interests although management time should be devoted to our business. As a result, conflicts of interest may arise that can be resolved only through their exercise of judgement in a manner which is consistent with their fiduciary duties to us.

A decision to participate in a specific business opportunity may be made upon our management's analysis of:

- .. the quality of the business opportunity's management and personnel,
- .. the anticipated acceptability of its new products or marketing concept,
- .. the merit of its technological changes,
- .. the perceived benefit that it will derive from becoming a publicly held entity, and
- .. numerous other factors which are difficult, if not impossible, to analyze through the application of any objective criteria.

No one factor described above will be controlling in the selection of a business opportunity. Management will attempt to analyze all factors appropriate to each opportunity and make a determination based upon reasonable investigative measures and available data. Potential business opportunities may occur in many different industries and at various stages of development. Thus, the task of comparative investigation and analysis of such business opportunities will be extremely difficult and complex. Potential investors must recognize that because of our limited capital available for investigation and management's limited experience in business analysis, we may not discover or adequately evaluate adverse facts about the opportunity to be acquired.

In many instances, we anticipate that the historical operations of a specific business opportunity may not necessarily be indicative of the potential for the future because of the possible need to substantially shift marketing

approaches, significantly expand operations, change product emphasis, change or substantially augment management, or make other changes. We will be dependent upon the owners of a business opportunity to identify any such problems which may exist and to implement, or be primarily responsible for, the implementation of required changes.

#### Form of Acquisition

We cannot predict the manner in which we may participate in a business opportunity. Specific business opportunities will be reviewed as well as our needs and desires and those of the promoters of the opportunity. The legal structure or method deemed by management to be suitable will be selected based upon our review and our relative negotiating strength. Such methods may include, but are not limited to, leases, purchase and sale agreements, licenses, joint ventures and other contractual arrangements. We may act directly or indirectly through an interest in a partnership, corporation or other forms of organization. We may be required to merge, consolidate or reorganize with other corporations or forms of business organizations. In addition, our present management and stockholders most likely will not have control of a majority of our voting shares following a merger or reorganization transaction. As part of such a transaction, our existing directors may resign and new directors may be appointed without any vote by our stockholders.

4

We likely will acquire our participation in a business opportunity through the issuance of common stock or other securities. Although the terms of any such transaction cannot be predicted, it should be noted that issuance of additional shares might also may be done simultaneously with a sale or transfer of shares representing a controlling interest by current principal stockholders.

In the event we merge or acquire a business opportunity, the successor company will be subject to our reporting obligations. This is commonly referred to as a "back door registration." A back door registration occurs when a non-reporting company becomes the successor of a reporting company by merger, consolidation, exchange of securities, acquisition of assets or otherwise. This type of event requires the successor company to file a current report with the SEC which provides the same kind of information about the company to be acquired that would appear in a registration statement, including audited and pro forma financial statements. Accordingly, we may incur additional expense to conduct due diligence and present the required information for the business opportunity in any report. Also, the SEC may elect to conduct a full review of the successor company and may issue substantive comments on the sufficiency of disclosure related to the company to be acquired.

#### Competition

We expect to encounter substantial competition in our effort to locate attractive opportunities. Business development companies, venture capital partnerships and corporations, venture capital affiliates of large industrial and financial companies, small investment companies, and wealthy individuals will be our primary competition. Many of these entities will have significantly greater experience, resources and managerial capabilities than we do and will be in a better position than we are to obtain access to attractive business opportunities. We also will experience competition from other public development stage companies, many of which may have more funds available.

#### Employees

We currently have no employees. Our management expects to confer with consultants, attorneys and accountants as necessary. We do not anticipate a need to engage any full-time employees so long as we are seeking and evaluating business opportunities.

#### ITEM 2. DESCRIPTION OF PROPERTY

We do not currently own or lease any property. Until we pursue a viable business opportunity and recognize income, we will not seek independent office space.

#### ITEM 3. LEGAL PROCEEDINGS

We are not a party to any proceedings or threatened proceedings as of the date of this filing.

#### ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

We have not submitted a matter to a vote of our shareholders during the fourth quarter of the 2004 fiscal year.

ITEM 5: MARKET PRICE FOR COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

Market Information

Our common stock was listed on the OTC Bulletin Board on March 12, 2002, under the symbol "GWIV." We have had little market activity in our common stock as of this filing. The following table presents the range of the high and low bids of our stock as reported by the OTC Bulletin Board Historical Data Service. We did not have bid information available until the second quarter of the year ended December 31, 2003. These quotations represent prices between dealers and may not include retail markups, markdowns, or commissions and may not necessarily

5

represent actual transactions.

Year	Quarter Ended	High	Low
----	-----	-----	-----
2003	June 30	\$ 0.1	\$ 0.0
	September 30	0.1	0.1
	December 31	0.1	0.0
2004	March 31	\$ 0.15	\$ 0.10
	June 30	0.25	0.15
	September 30	0.25	0.25
	December 31	0.25	0.25

Holders and Dividends

As of March 3, 2005, we had approximately 35 stockholders of record, which does not include "street accounts" of securities brokers. We have not declared dividends on our common stock and do not anticipate paying dividends on our common stock in the foreseeable future.

Recent Sales of Unregistered Securities

None.

Issuer Purchase of Securities

None.

ITEM 6. PLAN OF OPERATION

At December 31, 2004 we had \$3,081 cash, total liabilities of \$31,530, and have experienced losses from inception. During the next twelve months our management intends to actively seek an operating company to acquire or merge with which will create operating revenue.

We currently cannot satisfy our cash requirements for our operations. The majority of our operating expenses are related to our reporting obligations under the Exchange Act. These expenses are related to legal, accounting and professional services required to prepare and file our reports with the SEC. We are unable to pay cash for these services and have relied on related and third parties to pay for these costs on our behalf. These parties have not entered into written agreements guaranteeing advances and, therefore, these parties are not obligated to provide funds in the future. However, management anticipates that these parties will continue to pay for these costs on our behalf during the next twelve months. Historically, we have paid for these advances by converting the debt into common stock.

If we obtain a business opportunity, then it may be necessary to raise additional capital. We likely will sell our common stock to raise this additional capital. We expect to issue such stock pursuant to exemptions provided by federal and state securities laws. The purchasers and manner of issuance will be determined according to our financial needs and the available exemptions. We do not currently intend to make a public offering of our stock. We also note that if we issue more shares of our common stock, then our shareholders may experience dilution in the value per share of their common stock.

6

ITEM 7. FINANCIAL STATEMENTS

Globalwise Investments, Inc.

Financial Statements

December 31, 2004 and 2003

7

CONTENTS

Independent Auditor's Report .....	F-3
Balance Sheets .....	F-4
Statements of Operations .....	F-5
Statements of Stockholders' Equity .....	F-6
Statements of Cash Flows .....	F-7
Notes to the Financial Statements .....	F-8

8

Chisholm, Bierwolf & Nilson, LLC	533 West 2600 South, Suite 250 Bountiful, Utah 84010 Office (801) 292-8756 Fax (801) 292-8809
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Certified Public Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Stockholders  
of Globalwise Investments, Inc.:

We have audited the accompanying balance sheets of Globalwise Investments, Inc. (a development stage company) as of December 31, 2004 and 2003 and the related statements of operations, stockholders' equity and cash flows for the years ended December 31, 2004 and 2003 and from inception October 3, 1997 through December 31, 2004. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Globalwise Investments, Inc. (a development stage company) as of December 31, 2004 and 2003 and the results of its operations and cash flows for the years ended December 31, 2004 and 2003 and from inception October 3, 1997 through December 31, 2004 in conformity with generally accepted accounting principles in the United States of America.

The accompanying financial statements have been prepared assuming that the

Company will continue as a going concern. The Company has suffered recurring losses from operations which raises substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are described in Note 2. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ Chisholm, Bierwolf & Nilson

Chisholm, Bierwolf & Nilson  
Bountiful, Utah 84010  
March 4, 2005

F-3

Globalwise Investments, Inc.  
(A Development Stage Company)  
Balance Sheets

ASSETS

	December 31	
	2004	2003
CURRENT ASSETS		
Cash	\$ 3,081	\$ -
Total Assets	\$ 3,081	\$ -

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts Payable - related	\$ 26,345	\$ 26,345
Accounts Payable - other	185	-
Advances Payable	5,000	-
Total Liabilities	31,530	26,345

STOCKHOLDERS' EQUITY

Common Stock, \$.001 par value; 50,000,000 shares authorized; 802,000 shares issued and outstanding	802	802
Additional Paid in Capital	27,542	27,542
Deficit Accumulated during the development stage	(56,793)	(54,689)
Total Stockholders' Equity (deficit)	(28,449)	(26,345)
Total Liabilities and Stockholders' Equity	\$ 3,081	\$ -

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

F-4

Globalwise Investments, Inc.  
(A Development Stage Company)  
Statements of Operations

For the years ended December 31,	From Inception on October 3, 1997 to
-------------------------------------	-----------------------------------------------

	----- 2004	2003	----- Dec. 31, 2004
REVENUES	\$ -	\$ -	\$ -
EXPENSES			
General & Administrative	2,104	-	56,793
Total Expenses	2,104	-	56,793
Net Loss	\$ (2,104)	\$ -	\$ (56,793)
Net Loss Per Share	\$ (0.00)	\$ (0.00)	\$ (0.08)
Weighted average shares outstanding	802,000	802,000	711,079

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

F-5

Globalwise Investments, Inc.  
(A Development Stage Company)  
Statements of Stockholders' Equity  
From Inception on October 3, 1997 through December 31, 2004

	Common Shares	Stock Amount	Additional Paid in Capital	Deficit Accumulated During the Development Stage
Balance, October 3, 1997	-	\$ -	\$ -	\$ -
Shares issued for equipment at \$0.064 per share	300,000	300	18,800	-
Net (loss) for the year ended December 31, 1997	-	-	-	-
Balance - December 31, 1997	300,000	300	18,800	-
Capital Contributions	-	-	550	-
Net (loss) for the year ended December 31, 1998	-	-	-	(550)
Balance - December 31, 1998	300,000	300	19,350	(550)
Shares issued for cash at \$0.0996 per share	652,000	652	64,348	-
Capital Contributions	-	-	6,000	-
Net (loss) for the year ended December 31, 1999	-	-	-	(27,794)
Balance - December 31, 1999	952,000	952	89,698	(28,344)
Cancellation of shares in connection with spin-off of Assets and Liabilities of the Company	(150,000)	(150)	(62,156)	-
Shares issued for services at \$.25 per share	20,000	20	4,980	-
Shares issued for services at \$.536 per share	28,000	28	14,972	-
Net (loss) for the year ended December 31, 2000	-	-	-	(21,345)

Balance - December 31, 2000	850,000	850	47,494	(49,689)
Cancellation of shares issued for services in 2000	(48,000)	(48)	(19,952)	-
Net (loss) for the year ended December 31, 2001	-	-	-	-
Balance - December 31, 2001	802,000	802	27,542	(49,689)
Net (loss) for the year ended December 31, 2002	-	-	-	(5,000)
Balance - December 31, 2002	802,000	802	27,542	(54,689)
Net (loss) for the year ended December 31, 2003	-	-	-	-
Balance - December 31, 2003	802,000	802	27,542	(54,689)
Net (loss) for the year ended December 31, 2004	-	-	-	(2,104)
Balance - December 31, 2004	802,000	\$ 802	\$ 27,542	\$ (56,793)

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

F-6

Globalwise Investments, Inc.  
(A Development Stage Company)  
Statements of Cash Flows

	For the years ended December 31,		From Inception on October 3, 1997 Through December 31, 2004
	2004	2003	
<b>Cash Flows from Operating Activities</b>			
Net Loss	\$ (2,104)	\$ -	\$ (56,793)
Adjustments for non-cash items:			
Capital contributions - expenses	-	-	6,550
Shares issued for services	-	-	-
Increase in Inventory	-	-	(21,744)
Increase (decrease) in accounts payable	185	-	27,129
Net Cash Provided (Used) by Operating Activities	(1,919)	-	(44,858)
<b>Cash Flows from Investing Activities</b>			
Purchase of equipment	-	-	(20,530)
Loss of cash in spin-off	-	-	(1,531)
Net Cash Provided (Used) in Investing Activities	-	-	(22,061)
<b>Cash Flows from Financing Activities</b>			
Proceeds from stock issuance	-	-	65,000
Cash advance by unrelated company	5,000	-	5,000
Net cash Provided by Financing Activities	5,000	-	70,000
Increase (Decrease) in Cash	3,081	-	3,081
Cash and Cash Equivalents, Beginning of Period	-	-	-
Cash and Cash Equivalents,			

End of Period	\$	3,081	\$	-	\$	3,081
=====						
Supplemental Cash Flow Information:						
Stock issued for services	\$	-	\$	-	\$	20,000
Cash Paid For:						
Interest	\$	-	\$	-	\$	-
Income Taxes	\$	-	\$	-	\$	-

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

F-7

Globalwise Investments, Inc.  
(A Development Stage Company)  
Notes to the Financial Statements  
December 31, 2004 and 2003

NOTE 1 - Summary of Significant Accounting Policies

a. Organization & Consolidation Policy

Globalwise Investments, Inc. (the Company), a Nevada corporation, was incorporated October 3, 1997. The Company was organized for the purpose of engaging in the confectionary vending machine business. It is currently inactive.

b. Recognition of Revenue

The Company recognizes income and expense on the accrual basis of accounting.

c. Earnings (Loss) Per Share

	Income (loss) (Numerator)	Shares (Denominator)	Per Share Amount
	-----	-----	-----
For the year ended December 31, 2004:			
Basic EPS			
Income (loss) to common stockholders	\$ (2,104)	802,000	\$ (0.00)
	=====	=====	=====
For the year ended December 31, 2003:			
Basic EPS			
Income (loss) to common stockholders	\$ (0)	802,000	\$ (0.00)
	=====	=====	=====
From inception on October 3, 1997 to December 31, 2004:			
Basic EPS			
Income (loss) to common stockholders	\$ (56,793)	711,079	\$ (0.08)
	=====	=====	=====

The computation of earnings per share of common stock is based on the weighted average number of shares outstanding at the date of the financial statements.

d. Cash and Cash Equivalents

The Company considers all highly liquid investments with maturities of three months or less to be cash equivalents.

F-8

Globalwise Investments, Inc.  
(A Development Stage Company)  
Notes to the Financial Statements  
December 31, 2004 and 2003

NOTE 1 - Summary of Significant Accounting Policies (continued)

e. Provision for Income Taxes

No provision for income taxes have been recorded due to net operating loss carryforwards totaling approximately \$56,793 that will be offset against future taxable income. These NOL carryforwards begin to expire in the year 2018. No tax benefit has been reported in the financial statements because

the Company believes there is a 50% or greater chance the carryforward will expire unused.

Deferred tax asset and the valuation account is as follows at December 31, 2004 and 2003:

	December 31,	
	2004	2003
Deferred tax asset:		
NOL carryforward	\$ 19,310	\$ 18,594
Valuation allowance	(19,310)	(18,594)
	\$ -	\$ -

f. 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.

NOTE 2 - Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company has no assets and has had recurring operating losses for the past several years and is dependent upon financing to continue operations. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. It is management's plan to find an operating company to merge with, thus creating necessary operating revenue.

F-9

Globalwise Investments, Inc.  
(A Development Stage Company)  
Notes to the Financial Statements  
December 31, 2004 and 2003

NOTE 3 - Spin-off

In March, 2000, the Company exchanged all of its assets and liabilities for 150,000 shares of its previously issued common stock. The shares were subsequently canceled.

NOTE 4 - Stock Cancellation

The Company and stockholders have elected to cancel stock that was issued in July, 2000 in lieu of payment for costs and services. 48,000 shares were canceled which had been issued for services and costs valued at \$20,000. The liability has been re-established in the Accounts Payable - related parties section of the balance sheet.

NOTE 5 - Development Stage Company

The Company is a development stage company as defined in Financial Accounting Standards Board Statement No. 7. It is concentrating substantially all of its efforts in raising capital and searching for a business operation with which to merge, or assets to acquire, in order to generate significant operations.

NOTE 6 - Related Party Transactions

As of the year ended December 31, 2004 the Company has incurred \$26,345 of professional fees payable to First Equity Holdings Corp. An officer of the Company was an employee of First Equity Holdings Corp.

F-10

ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS  
ON ACCOUNTING AND FINANCIAL DISCLOSURE

In our current report dated February 9, 2004, we reported that our independent auditors, Chisholm & Associates, Certified Public Accountants, resigned as our independent auditors and we engaged Chisholm, Bierwolf & Nilson, LLC, Certified Public Accountants, as our independent auditors .

ITEM 8A. CONTROLS AND PROCEDURES

Our President, who acts in the capacity of principal executive officer and principal financial officer, has reevaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report and determined that there continued to be no significant deficiencies in these procedures. Also, there were no changes made or corrective actions to be taken related to our internal control over financial reporting.

ITEM 8B. OTHER INFORMATION

None.

PART III

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ITEM 9. DIRECTORS, EXECUTIVE OFFICERS, PROMOTERS AND CONTROL PERSONS,  
COMPLIANCE WITH SECTION 16(a) OF THE EXCHANGE

Directors and Executive Officers

Our executive officers and directors and their respective ages, positions, and biographical information are set forth below. Our bylaws require two directors who serve until our next annual meeting or until each is replaced by a qualified director. Our executive officers are chosen by our board of directors and serve at its discretion. There are no existing family relationships between or among any of our executive officers or directors.

Name	Age	Position Held	Director Since
Donald R. Mayer	65	President, Director	July 2000
Linda L. Perry	60	Secretary/Treasurer, Director	July 2001

Donald R. Mayer - Mr. Mayer is the President and a director of Universal Business Insurance, an insurance company that he founded. He has worked in the insurance industry for over twenty years, specializing in the motel/hotel industry. He is a director of WorldNet, Inc. of Nevada, a development stage reporting company. He graduated from the University of Utah, located in Salt Lake City, Utah, with a bachelors degree in accounting.

Linda L. Perry - Mrs. Perry serves as President of Business Builders, Inc., a privately held business consulting firm which she co-founded in 1997. She also serves as a Director of Wings & Things, Inc., a development stage reporting company. She attended Weber State College, located in Ogden, Utah.

Audit Committee Financial Expert

Because we have minimal operations we do not have an audit committee serving at this time, thus we do not have an audit committee financial expert serving on an audit committee.

Compliance with Section 16(a) of the Exchange Act.

Section 16(a) of the Securities Exchange Act of 1934 requires our directors, executive officers and persons who own more than five percent of a registered class of our equity securities, to file with the Securities and Exchange Commission initial reports of ownership and reports of changes in ownership of common stock and our other equity securities. Officers, directors and greater than ten-percent beneficial owners are required by SEC regulations to furnish us with copies of all Section 16(a) reports they file. We believe no reports were required to be filed for the year ended December 31, 2004.

Code of Ethics

Due to the fact that we have minimal operations, we have not adopted a code of ethics for our principal executive and financial officers. Our board of directors will revisit this issue in the future to determine if adoption of a code of ethics is appropriate. In the meantime, our management intends to promote honest and ethical conduct, full and fair disclosure in our reports to the SEC, and compliance with applicable governmental laws and regulations.

ITEM 10. EXECUTIVE COMPENSATION

None of our named executive officers received any cash compensation, bonuses, stock appreciation rights, long term compensation, stock awards or long-term incentive rights in excess of \$100,000 from us during the past three fiscal years. Mr. Mayer, our President, who acts in the capacity of chief executive officer did not receive compensation during the year ended December 31, 2004. We have not entered into employment contracts with our executive officers and their compensation, if any, will be determined at the discretion of our board of directors.

## Compensation of Directors

We do not have any standard arrangement for compensation of our directors for any services provided as director, including services for committee participation or for special assignments.

## ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

### Securities Under Equity Compensation Plans

We do not have any securities authorized for issuance under any equity compensation plans.

### Beneficial Ownership

The following table sets forth the beneficial ownership of our outstanding common stock by our management and each person or group known by us to own beneficially more than 5% of our outstanding common stock. Beneficial ownership is determined in accordance with the rules of the SEC and generally includes voting or investment power with respect to securities. Except as indicated by footnote, the persons named in the table below have sole voting power and investment power with respect to all shares of common stock shown as beneficially owned by them. The percentage of beneficial ownership is based on 802,000 shares of common stock outstanding as of March 3, 2005.

#### CERTAIN BENEFICIAL OWNERS

Name and Address of Beneficial Owners	Number of Shares of Common Stock	Percentage of Class
Brent Nelson 1238 Thames Ct. Salt Lake City, Utah 84123	175,000	21.8%

#### MANAGEMENT

Name and Address of Beneficial Owners	Number of Shares of Common Stock	Percentage of Class
Donald R. Mayer 6360 South 3000 East #205 Salt Lake City, Utah 84121	7,500	Less than 1%

18

## ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

We have not engaged in any transactions in excess of \$60,000 during the past two years involving our executive officers, directors, 5% or more stockholders or immediate family members of such persons.

## ITEM 13. EXHIBITS

No.	Description
3.1	Articles of Incorporation, as amended (Incorporated by reference to exhibit 3.1 of Form 10-QSB, filed October 11, 2001)
3.2	Bylaws of Globalwise (Incorporated by reference to exhibit 3.3 of Form 10-SB, filed October 2, 2000.)
31.1	Principal Executive Officer Certification
31.2	Principal Financial Officer Certification
32.1	Section 1350 Certification

## ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES

### Audit Fees

The aggregate fees billed for each of the last two fiscal years for professional services rendered by our principal account for the audit of our annual financial statement and review of financial statements included in quarterly reports and services normally provided by the accountant in connection with statutory and regulatory filings or engagements were \$1,169 for fiscal year ended 2003 and \$1,379 for fiscal year ended 2004.

### Audit-Related Fees

Our auditor did not bill any fees in each of the last two fiscal years for assurance and related services by the principal accountant that are reasonably

related to the performance of the audit or review of our financial statements that are not reported above.

#### Tax Fees

Our auditor did not bill any fees in each of the last two fiscal years for professional services rendered by the principal accountant for tax compliance, tax advise, and tax planning.

#### All Other Fees

Our auditor did not bill any fees in each of the last two fiscal years for products and services provided by the principal accountant, other than the services reported above

#### Pre-approval Policies

We do not have an audit committee currently serving and as a result our board of directors performs the duties of an audit committee. Our board of directors will evaluate and approve in advance, the scope and cost of the engagement of an auditor before the auditor renders audit and non-audit services. We do not rely on pre-approval policies and procedures.

19

#### SIGNATURES

In accordance with Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 24, 2005

GLOBALWISE INVESTMENTS, INC.

/s/ Donald R. Mayer

By: \_\_\_\_\_

Donald R. Mayer  
President

Pursuant to the requirements of the Securities Exchange Act of 1934. This report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Date: March 24, 2005

/s/ Donald R. Mayer

\_\_\_\_\_  
Donald R. Mayer  
Principal Executive Officer  
Principal Financial and Accounting  
Officer

Date: March 24, 2005

/s/ Linda L. Perry

\_\_\_\_\_  
Linda L. Perry  
Secretary/Treasurer and Director

20

PRINCIPAL EXECUTIVE OFFICER CERTIFICATION

I, Donald R. Mayer, certify that:

1. I have reviewed this annual report on Form 10-KSB of Globalwise Investments, Inc.;
2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statement made, in light of the circumstances under which statements were made, not misleading with respect to the period covered by this annual report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report.
4. The small business issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (c) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of small business issuer's board of directors (or persons performing the equivalent function):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: March 24, 2005

/s/ Donald R. Mayer

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Donald R. Mayer  
Principal Executive Officer

PRINCIPAL FINANCIAL OFFICER CERTIFICATION

I, Donald R. Mayer, certify that:

1. I have reviewed this annual report on Form 10-KSB of Globalwise Investments, Inc.;
2. Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statement made, in light of the circumstances under which statements were made, not misleading with respect to the period covered by this annual report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report.
4. The small business issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (c) Disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter (the small business issuer's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of small business issuer's board of directors (or persons performing the equivalent function):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

/s/ Donald R. Mayer

Date: March 24, 2005

\_\_\_\_\_  
Donald R. Mayer  
Principal Financial Officer

Exhibit 32.1

Globalwise Investments, Inc.

CERTIFICATION OF PERIODIC REPORT  
Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  
18 U.S.C. Section 1350

The undersigned officer of Globalwise Investments, Inc. certifies pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- .. the annual report on Form 10-KSB of the Company for the year ended December 31, 2004, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- .. the information contained in the Form 10-KSB fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: March 24, 2005

/s/ Donald R. Mayer

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Donald R. Mayer  
Principal Executive Officer  
Principal Financial Officer