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TOMAHAWK INDUSTRIES INC Form 10KSB August 13, 2004

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

FORM 10-KSB

[X] ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended April 30, 2004

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

For the transition period from _____ to ____.

Commission file number: 0-9483

TOMAHAWK INDUSTRIES, INC. (Name of small business issuer in its charter)

NEVADA

95-3502207 (I.R.S. Employer Identification No.)

(State or other jurisdiction of incorporation or organization)

240 West 35th Street, Suite 402, New York, NY 10001 (Address of principal executive offices) (Zip Code)

Issuer's telephone number: (212) 239-2666

Securities registered under Section 12(b) of the Exchange Act: None.

Securities registered under Section 12(g) of the Exchange Act:

Common Stock, par value \$0.001 (Title of class)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or $15\,(d)$ of the Exchange Act 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 90 past days. YES [X] NO []

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B is not contained in this form, and no disclosure will 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. []

The issuer's revenues for its most recent fiscal year: \$0.

The aggregate market value of voting and non-voting stock of the issuer held by non-affiliates on June 30, 2004 was \$7,871,392.

As of August 12, 2004, we had 200,000,000 shares of common stock issued and outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

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None.											
Transitional	Small	Business	Disclosure	Format	(check	one):	YES	[] NO	[X]	