

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, 2002

Commission File No. 2-91651-D

Broadleaf Capital Partners, Inc.

Nevada

87-0410039

(State or other jurisdiction of (I.R.S. Employer Identification
incorporation or organization) Number)

2531 San Jacinto Street
San Jacinto, CA 92583

(Address and zip code of principal executive offices)

(909) 652-3885

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has 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

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date.

Common Stock	16,513,263 Shares Outstanding
\$0.001 par value	as of September 30, 2002

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Item 1. Unaudited Financial Statements

BROADLEAF CAPITAL PARTNERS, INC.
AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

September 30, 2002 and December 31, 2001

BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
 Consolidated Balance Sheets
 September 30, 2002 and December 31, 2001

	ASSETS	
	September 30, 2002 (Unaudited)	December 31, 2001
CURRENT ASSETS		
Cash	\$ 877	\$ 764
Accounts receivable, net	-	24,855
Notes receivable, net	5,427	-
Total Current Assets	6,304	25,619
FIXED ASSETS, NET	72,464	98,384
OTHER ASSETS		
Investments in limited partnerships	965,455	1,038,856
Other assets	890	1,059
Total Other Assets	966,345	1,039,915
TOTAL ASSETS	\$ 1,045,113	\$ 1,163,918

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

BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
 Consolidated Balance Sheets (Continued)
 September 30, 2002 and December 31, 2001

	LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	
	September 30, 2002 (Unaudited)	December 31, 2001
CURRENT LIABILITIES		
Accounts payable	\$ 469,509	\$ 499,195

Accounts payable - officers and directors	-	225,760
Accrued expenses	232,212	181,789
Accrued interest	254,311	176,638
Judgments payable	1,041,784	2,083,300
Notes payable - current portion	791,694	862,166
	-----	-----
Total Current Liabilities	2,789,510	4,028,848
	-----	-----
LONG-TERM DEBT		
Notes payable - long term	500,000	500,000
	-----	-----
NET LIABILITIES IN EXCESS OF THE ASSETS OF DISCONTINUED OPERATIONS	272,397	295,892
	-----	-----
Total Liabilities	3,561,907	4,824,740
	-----	-----
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY (DEFICIT)		
Preferred stock: 10,000,000 shares authorized at \$0.01 par value; 515,300 shares issued and outstanding	5,153	5,153
Common stock: 250,000,000 shares authorized at \$0.001 par value; 16,513,263 and 2,303,507 shares issued and outstanding, respectively	16,514	2,304
Additional paid-in capital	12,641,332	12,302,987
Subscriptions receivable	(157,769)	(347,337)
Accumulated deficit	(15,022,024)	(15,623,929)
	-----	-----
Total Stockholders' Equity (Deficit)	(2,516,794)	(3,660,822)
	-----	-----
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	\$ 1,045,113	\$ 1,163,918
	=====	=====

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

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BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
Schedule of Investments
September 30, 2002 and December 31, 2001

September 30, 2002

(Unaudited)

Company	Description of Business	Number of Shares Owned (or %)	Cost	Fair Value
Canyon Shadows	Real estate	10%	\$ 1,131,961	\$ 965,455 (e)
IPO/Emerging Growth Company, LLC	Start-up	33%	100,000	-0- (f)
San Diego Soccer Development	Dormant company	1,551,001	715,905	-0- (f)
Other		8,000	15,962	-0- (f)
Bio-Friendly Corporation	Start-up	437,500	180,000	-0- (f)
Las Vegas Soccer Development	Start-up	1,020,000	20,000	-0- (f)
Total			\$ 2,163,828	\$ 965,455
			=====	=====

December 31, 2001

Canyon Shadows	Real estate	10%	\$ 1,131,961	\$ 1,038,856 (e)
IPO/Emerging Growth Company, LLC	Start-up	33%	100,000	-0- (a)
San Diego Soccer Development	Soccer franchise	1,551,001	715,905	-0- (c)
Other		8,000	15,962	-0- (f)
Bio-Friendly Corporation	Start-up	437,500	180,000	-0- (d)
Las Vegas Soccer Development	Start-up	1,020,000	20,000	-0- (d)
			-----	-----
Total			\$ 2,163,828	\$ 1,038,856
			=====	=====

Note - All of the above investments are considered non-income producing securities.

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

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BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
Schedule of Investments (Continued)
September 30, 2002 and December 31, 2001

- a) Non-public company, represents ownership in an LLC, fair value is determined in good faith by the Company based on a variety of factors.
- b) Public market method of valuation based on trading price of stock at year-end.
- c) The fair value of restricted shares is determined in good faith by the Company based on a variety of factors, including recent and historical prices and other recent transactions.
- d) No public market for this security exists - cost method of valuation used.
- e) The Company's board of directors has valued this investment at cost, less cash distributions to the Company from Canyon Shadows.
- f) At December 31, 2001, the Company's board of directors determined that the Company is unlikely to recover its investments in these companies, and elected to value the investments at zero. The board maintains the same opinion at September 30, 2002.

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

BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
Consolidated Statements of Operations
(Unaudited)

	For the Nine Months Ended September 30,		For the Three Months Ended September 30,	
	2002	2001	2002	2001
REVENUES				
Investment banking income	\$ -	\$ -	\$ -	\$ -
Development income	-	68,250	-	28,858
Interest income	-	25,429	-	-
Realized gain on investments	-	-	-	-
Other income	8,132	4,664	1,900	3,944
	-----	-----	-----	-----
Total Revenues	8,132	98,343	1,900	32,802
	-----	-----	-----	-----
EXPENSES				
General and administrative	491,689	412,694	211,470	276,169
Bad debt expense	6,000	333,717	6,000	114,519
Depreciation and amortization	25,920	31,540	8,640	16,332
Loss on disposal of assets	-	8,114	-	8,114
	-----	-----	-----	-----
Total Expenses	523,609	786,065	226,110	415,134
	-----	-----	-----	-----
INCOME (LOSS) FROM OPERATIONS	(515,477)	(687,722)	(224,210)	(382,332)
	-----	-----	-----	-----
OTHER INCOME (EXPENSE)				
Interest income	-	-	-	-
Interest expense	(135,865)	(82,910)	(53,714)	(18,963)
Gain on forgiveness of debt	1,184,752	-	-	-
Realized gain (loss) on investment	45,000	-	45,000	-
Unrealized gain (loss) on investment	-	(392,897)	-	-
	-----	-----	-----	-----
Total Other Income (expense)	1,093,887	(475,807)	(8,714)	(18,963)
	-----	-----	-----	-----
NET INCOME (LOSS) FROM CONTINUING OPERATIONS	578,410	(1,163,529)	(232,924)	(401,295)
	-----	-----	-----	-----
INCOME (LOSS) FROM DISCONTINUED OPERATIONS	23,495	61,504	(1,685)	(18,021)
	-----	-----	-----	-----
NET INCOME (LOSS)	601,905	(1,102,025)	(234,609)	(419,316)
	-----	-----	-----	-----
OTHER COMPREHENSIVE GAIN				
Gain on treasury stock	-	-	-	-
	-----	-----	-----	-----
NET COMPREHENSIVE INCOME (LOSS)	\$ 601,905	\$ (1,102,025)	\$ (234,609)	\$ (419,316)
	=====	=====	=====	=====

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

Consolidated Statements of Cash Flows
(Unaudited)

	For the Nine Months Ended September 30,	
	2002	2001
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss) from continuing operations	\$ 578,410	\$ (1,163,529)
Adjustments to reconcile net loss to net cash used by operating activities:		
Depreciation and amortization	25,920	38,770
Bad debt expense	-	333,717
Loss on investment	-	8,114
Gain on forgiveness of debt	(1,136,952)	-
Unrealized loss on investments	-	392,897
Stock issued for services	19,236	-
Discontinued operations:		
Net income (loss)	(6,505)	61,504
Depreciation and amortization	-	-
Loss on disposal of assets	-	-
Gain on forgiveness of debt	30,000	-
Changes in operating assets and liabilities:		
(Increase) decrease in accounts and notes receivable	24,855	(67,858)
(Increase) decrease in notes receivable - related party	(5,427)	-
(Increase) decrease in prepaid expenses	-	2,704
(Increase) decrease in other assets	169	(653)
Increase (decrease) in accounts payable and accrued expenses	(129,842)	(20,841)
Increase (decrease) in judgments payable	35,436	(190,000)
Increase (decrease) in discontinued operation, net liabilities	(23,495)	(60,046)
Net Cash Used in Operating Activities	(588,195)	(665,221)
CASH FLOWS FROM INVESTING ACTIVITIES		
Receipt of cash distributions on investment	73,401	-
Purchase of property and equipment	-	(2,410)
Net Cash Used in Investing Activities	73,401	(2,410)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings	195,000	412,500
Payment on long-term borrowings	(10,417)	-
Receipt of subscription receivable	202,368	10,000
Stock issued for cash	127,956	244,499
Net Cash Provided by Financing Activities	514,907	666,999
NET DECREASE IN CASH	113	(632)
CASH, BEGINNING OF PERIOD	764	2,513
CASH, END OF PERIOD	\$ 877	\$ 1,881

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

For the Nine Months Ended
September 30,

	2002	2001
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SUPPLEMENTAL DISCLOSURE OF CASH FLOW
INFORMATION

Interest paid	\$ -	\$ 156
Income taxes paid	\$ -	\$ -

SUPPLEMENTAL DISCLOSURE OF NON-CASH
ACTIVITIES

Common stock issued in conversion of debentures and interest	\$ 195,055	\$ 451,169
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The accompanying notes are an integral part of
these consolidated financial statements.

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BROADLEAF CAPITAL PARTNERS, INC. AND SUBSIDIARIES
Notes to the Consolidated Financial Statements
September 30, 2002 and 2001

NOTE 1 - BASIS OF FINANCIAL STATEMENT PRESENTATION

The accompanying unaudited consolidated condensed financial statements have been prepared by the Company 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 in accordance with such rules and regulations. The information furnished in the interim condensed financial statements include normal recurring adjustments and reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of such financial statements. Although management believes the disclosures and information presented are adequate to make the information not misleading, it is suggested that these interim condensed financial statements be read in conjunction with the Company's most recent audited financial statements and notes thereto included in its December 31, 2001 Annual Report on Form 10-KSB. Operating results for the nine months ended September 30, 2002 are not necessarily indicative of the results that may be expected for the year ending December 31, 2002.

NOTE 2 - GOING CONCERN

As reported in the consolidated financial statements, the Company has an accumulated deficit of approximately \$15,022,000 as of September 30, 2002. The Company also has certain debts that are in default at September 30, 2002. The Company's stockholders' deficit at September 30, 2002 was \$2,516,794, and its current liabilities exceeded its current assets by \$2,783,206.

These factors create uncertainty about the Company's ability

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, develop and generate revenues and achieve a profitable level of operations, the Company will need, among other things, additional capital resources. Management's plans to obtain such resources for the Company include (1) raising additional capital through sales of common stock, (2) converting promissory notes into common stock and (3) entering into acquisition agreements with profitable entities with significant operations. In addition, management is continually seeking to streamline its operations and expand the business through a variety of industries, including real estate and financial management. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans. 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 - MATERIAL EVENTS

In March 2002, the shareholders of the Company approved changing the name of the Company to Broadleaf Capital Partners, Inc. and changing the state of domicile from Colorado to Nevada. In addition, the shareholders approved a reverse stock split of 100 to 1. All references to common stock have been retroactively restated.

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ITEM 2. MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This Form 10-QSB contains forward looking statements within the meaning of section 27A of the Securities Act of 1933 and section 21E of the Securities Exchange Act of 1934. The Company's actual results could differ materially from those set forth in the forward looking statements.

MANAGEMENT DISCUSSION

Broadleaf Capital Partners, Inc. (Company) is a venture capital fund and plans to continue as a Business Development Corporation (BDC) under the 1940 Act. The Company makes direct investments in and provides management services to businesses that have at least a one-year operating history, the original founding management, with minimum annual revenues of \$1.5 million, and operating in niche or under-served markets. The Company intends to expand on its investment strategy and portfolio through the internal development of its present operations and other business opportunities, as well as the acquisition of additional business ventures. The Company has in the past, and may again in the future, raise capital specifically for the purpose of maintaining operations and making an investment that the Company believes is attractive.

ANALYSIS OF FINANCIAL CONDITION

The third quarter of 2002 marked the continuance of assessing and consolidating the Company's previous investments and operations.

Results of Operations - Three months ended September 30, 2002, compared to the three months ended September 30, 2001.

Revenues. Revenues for the three months ended September 30, 2002 decreased by \$30,902 or 94% to \$1,900 from \$32,802 for the three months ended September 30, 2001. This decrease was primarily due to the absence of development income.

Expenses. Expenses for the three months ended September 30, 2002 decreased by \$188,724 or 46% to \$226,110 from \$415,134 for the three months ended September 30, 2001. General and administrative expenses for the three months ended September 30, 2002 decreased by \$64,699 or 24% to \$211,470 from \$276,169. This decrease was primarily due to a reduction in operations.

Results of Operations - Nine months ended September 30, 2002, compared to the nine months ended September 30, 2001.

Revenues. Revenues for the nine months ended September 30, 2002 decreased by \$90,211 or 92% to \$8,132 from \$98,343 for the nine months ended September 30, 2001. This decrease was primarily due to the absence of development income and interest income.

Expenses. Total expenses for the nine months ended September 30, 2002, decreased by \$262,456 or 34% to \$523,609 from \$786,065 for the nine months ended September 30, 2001. This decrease was primarily due to a reduction in bad debt expense. General and administrative expenses for the nine months ended September 30, 2002, increased by \$78,995 or 16% to \$491,689 from \$412,694 for the nine months ended September 30, 2001.

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Changes in Financial Condition, Liquidity and Capital Resource.

For the nine months ended September 30, 2002, the Company funded its operations and capital requirements partially with its own working capital and partially with proceeds from stock offerings. As of September 30, 2002, the Company had cash of \$877.

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Item 3. Controls and Procedures

Within 90 days prior to the date of filing of this report, we carried out an evaluation, under the supervision and with the participation of our management, including the Chief Executive Officer (who also effectively serves as the Chief Financial Officer), of the design and operation of our disclosure controls and procedures. Based on this evaluation, our Chief Executive Officer concluded that our disclosure controls and procedures are effective for gathering, analyzing and disclosing the information we are required to disclose in the reports we file under the Securities Exchange Act of 1934, within the time periods specified in the SEC's rules and forms. There have been no significant changes in our internal controls or in other factors that could significantly affect internal controls subsequent to the date of this evaluation.

Item 6. Exhibits

Exhibit Name and/or Identification of Exhibit
Number

99 Certification under Section 906 of the Sarbanes-Oxley Act
(18 U.S.C. Section 1350)

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BROADLEAF CAPITAL PARTNERS, INC.

November 19, 2002 /s/ Robert A. Braner

Date Robert A. Braner
Interim President

November 19, 2002 /s/ Lisa L. Martinez

Date Lisa L. Martinez
Corporate Secretary

CERTIFICATION

I, Robert A. Braner, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of BROADLEAF CAPITAL PARTNERS, INC.;
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact, or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report; and
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial position, results of operations, and cash flows of the issuer as of, and for, the periods presented in this quarterly report.

4.I am responsible for establishing and maintaining disclosure controls and procedures for the issuer and have:

- (i) Designed such disclosure controls and procedures to ensure that material information relating to the issuer is made known to me, particularly during the period in which the periodic reports are being prepared;
- (ii) Evaluated the effectiveness of the issuer's disclosure controls and procedures as of September 30, 2002; and
- (iii) Presented in the report our conclusions about the effectiveness of the disclosure controls and procedures based on my evaluation as of the Evaluation Date;

5.I have disclosed, based on my most recent evaluation, to the issuer's auditors and the audit committee of the board of directors (or persons fulfilling the equivalent function):

- (i) All significant deficiencies in the design or operation of internal controls which could adversely affect the issuer's ability to record, process, summarize and report financial data and have identified for the issuer's auditors any material weaknesses in internal controls (none were so noted); and
- (ii) Any fraud, whether or not material, that involves management or other employees who have a significant role in the issuer's internal controls (none were so noted); and

6.I have indicated in the report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: November 19, 2002

/s/ Robert A. Braner

President and CEO

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly report of Broadleaf Capital Partners, Inc. (the "Company") on Form 10-QSB for the period ending September 30, 2002, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), We, Robert A. Braner, acting in the capacity as the Chief Executive Officer, and Donald E. Johnson, Chief Financial Officer of the Company, certify to the best of our knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Robert A. Braner

Robert A. Braner
Chief Executive Officer
November 19, 2002

/s/ Donald E. Johnson

Donald E. Johnson
Chief Financial Officer
November 19, 2002