

U. S. Securities and Exchange Commission
Washington, D. C. 20549

FORM 10-QSB

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 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 No.

0-30955

KENTEX PETROLEUM, INC.

(Name of Small Business Issuer in its Charter)

NEVADA

87-0645378

(State or Other Jurisdiction of
incorporation or organization)

(I.R.S. Employer I.D. No.)

4685 South Highland Dr., Suite 202
Salt Lake City, UT 84117

(Address of Principal Executive Offices)

Issuer's Telephone Number: (801)278-9424

None; Not Applicable.

(Former Name or Former Address, if changed since last Report)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Sections 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.

(1) Yes No (2) Yes No
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APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PRECEDING FIVE YEARS

None, Not Applicable;

APPLICABLE ONLY TO CORPORATE ISSUERS Indicate the number of shares outstanding of each of the Registrant's classes of common stock, as of the latest practicable date:

October 10, 2004
2,357,997

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements.

The Financial Statements of the Registrant required to be filed with this 10-QSB Quarterly Report were prepared by management and commence on the following page.

In the opinion of management, the Financial Statements fairly present the financial condition of the Registrant.

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KENTEX PETROLEUM, INC.
BALANCE SHEETS
September 30, 2004 and December 31, 2003

	9/30/2004	12/31/2003
	[Unaudited]	
ASSETS		
<S> Assets	<C> \$ 0	<C> \$ 0
	-----	-----
Total Assets	\$ 0	\$ 0
	-----	-----
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Loans from stockholders	\$ 16,336	\$ 13,460
Accounts Payable	10,000	0
Accrued Interest	0	0
	-----	-----
Total Current Liabilities	26,336	13,460
Total Liabilities	26,336	13,460
	-----	-----
Stockholders' Deficit:		
Common Stock, \$.001 par value; authorized 50,000,000 shares; issued and outstanding, 2,357,997 shares	2,358	2,358
Paid-in Capital	2,073,802	2,073,802
Accumulated Deficit, prior to development stage	(2,041,500)	(2,041,500)
Deficit accumulated during development stage	(60,996)	(48,120)
	-----	-----
Total Stockholders' Deficit	(26,336)	(13,460)
	-----	-----
Total Liabilities and Stockholders' Deficit	\$ 0	\$ 0
	-----	-----

</TABLE>

NOTES TO FINANCIAL STATEMENTS: Interim financial statements reflect all adjustments which are, in the opinion of management, necessary to a fair statement of the results for the periods. The December 31, 2003, balance sheet has been derived from the audited financial statements. These interim financial statements conform with the requirements for interim financial statements and consequently do not include all the disclosures normally required by generally accepted accounting principles.

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KENTEX PETROLEUM, INC.
STATEMENTS OF OPERATIONS

For the Three and Nine Month Periods Ended September 30, 2004, 2003 and
for the Period from Reactivation [May 8, 1999] through September 30, 2004

				From the Beginning of	
	Three Months	Three Months	Nine Months	Nine Months	Reactivation on
	Ended	Ended	Ended	Ended	May 8, 1999 through
	9/30/2004	9/30/2003	9/30/2004	9/30/2003	September 30, 2004
	-----	-----	-----	-----	-----

	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>	[Unaudited]
<S> REVENUE						
Income	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	0
NET REVENUE	0	0	0	0	0	0
Operating Expenses						
General and Administrative	10,668	330	12,876	2,417		60,996
Total Operating Expenses	10,668	330	12,876	2,417		60,996
Net Income Before Taxes	\$ (10,668)	\$ (330)	\$ (12,876)	\$ (2,417)	\$	(60,996)
Income/Franchise taxes	0	0	0	0		
Net loss	(10,668)	(330)	(12,876)	(2,417)		
Loss Per Share	\$ (0.01)	\$ (0.01)	\$ (0.01)	\$ (0.01)		
Weighted Average Shares Outstanding	2,357,997	2,357,997	2,357,997	2,357,997		

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KENTEX PETROLEUM, INC.
STATEMENTS OF CASH FLOWS

For the Three and Nine Month Periods Ended September 30, 2004, 2003 and
for the Period from Reactivation [May 8, 1999] through September 30, 2004

	Three Months Ended 9/30/2004	Three Months Ended 9/30/2003	Nine Months Ended 9/30/2004	Nine Months Ended 9/30/2003	From the Beginning of Reactivation on May 8, 1999 through September 30, 2004
	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>	[Unaudited] <C>
<S> Cash Flows Used For Operating Activities					
Net Loss	\$ (10,668)	\$ (330)	\$ (12,876)	\$ (2,417)	(60,996)
Adjustments to reconcile net loss to net cash used in operating activities:					
Shares issued for services	0	0	0	0	34,660
Increase/(Decrease) in accounts payable	10,000	0	10,000	0	10,000
Increase/(Decrease) in Shareholder Loans	668	330	2,876	2,417	16,336
Net Cash Used For Operating Activities	0	0	0	0	0
Cash Flows Provided by Financing Activities					
Net Cash Provided by Financing Activities	0	0	0	0	0
Net Increase In Cash	0	0	0	0	0
Beginning Cash Balance	0	0	0	0	0
Ending Cash Balance	\$ 0	\$ 0	\$ 0	\$ 0	0

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

Plan of Operation.

The Company has not engaged in any material operations in the period ending September 30, 2004, or for over the past ten years. The Company has executed non-binding letter of intent to merge with an operating entity. No final agreement has been reached. If a definitive agreement is reached we will promptly file a current report on Form 8-K disclosing the terms of the transaction. If completed, our operations would become those of the operating entity.

If no final agreement can be reached, the Company intends to continue to seek out the acquisition of assets, property or business that may be beneficial to the Company and its stockholders.

If no definitive merger agreement is reached the Company's only foreseeable cash requirements during the next 12 months will relate to maintaining the Company in good standing in the State of Nevada, keeping its reports "current" with the Securities and Exchange Commission or the payment of expenses associated with reviewing or investigating any potential business venture. Management does not anticipate that the Company will have to raise additional funds during the next 12 months, however, if additional moneys are needed, they may be advanced by management or principal stockholders as loans to the Company. Because the Company has not identified any such venture as of the date of this Report, it is impossible to predict the amount of any such loan. However, any such loan will not exceed \$75,000 and will be on terms no less favorable to the Company than would be available from a commercial lender in an arm's length transaction. As of the date of this Report, the Company has not begun seeking any acquisition.

Results of Operations.

The Company has had no operations during the quarterly period ended September 30, 2004, or for over the past ten years. During the quarterly period covered by this Report, the Company received no revenue and incurred expenses of \$668, stemming from general and administrative expenses and \$10,000 in accrued legal expense.

Liquidity.

At September 30, 2004, the Company had total current assets of \$0 and total liabilities of \$26,336.

Controls and Procedures.

An evaluation was performed under the supervision and with the participation of the Company's management, including the President and Treasurer, regarding the effectiveness of the design and operation of the Company's disclosure controls and procedures within 90 days before the filing date of this quarterly report. Based on that evaluation, the Company's management, including the President and Treasurer, concluded that the Company's disclosure controls and procedures were effective. There have been no significant changes in the Company's internal controls or in other factors that could significantly affect internal controls subsequent to their evaluation.

PART II - OTHER INFORMATION

Item 1. Legal Proceedings.

None; not applicable.

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

None; not applicable

Item 3.Defaults Upon Senior Securities.

None; not applicable.

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

None; not applicable

Item 5.Other Information.

See Part I, Item I above.

Item 6.Exhibits and Reports on Form 8-K.

None; not applicable

(b)Reports on Form 8-K.

None; Not Applicable.

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.

KENTEX PETROLEUM, INC.

Date: 10-21-04 By/S/ Sarah Jenson
Sarah E. Jenson, President and Director

Date: 10-22-04 By/S/ Lisa Howells
Lisa Howells, Secretary, Treasurer and Director

CERTIFICATION PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Sarah E. Jenson, President and Director of Kentex Petroleum, Inc., certify that:

1. I have reviewed this Quarterly Report on Form 10-QSB of Kentex Petroleum, 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;

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 condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this Quarterly Report;

4. The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the Registrant and we have:

a) designed such disclosure controls and procedures to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this Quarterly Report is being prepared;

b) evaluated the effectiveness of the Registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this

Quarterly Report (the "Evaluation Date"); and

c) presented in this Quarterly Report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the Registrant's auditors and the audit committee of Registrant's board of directors (or persons performing the equivalent function);

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the Registrant's ability to record, process, summarize and report financial data and have identified for the Registrant's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal controls; and

6. The Registrant's other certifying officer and I have indicated in this Quarterly 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.

Dated: 10-21-04

Signature: By/S/ Sarah Jenson

Sarah E. Jenson
President and Director

CERTIFICATION PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Lisa Howells, Secretary Treasurer and Director of Kentex Petroleum, Inc., certify that:

1. I have reviewed this Quarterly Report on Form 10-QSB of Kentex Petroleum, 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;

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 condition, results of operations and cash flows of the Registrant as of, and for, the periods presented in this Quarterly Report;

4. The Registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the Registrant and we have:

a) designed such disclosure controls and procedures to ensure that material information relating to the Registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this Quarterly Report is being prepared;

b) evaluated the effectiveness of the Registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this Quarterly Report (the "Evaluation Date"); and

c) presented in this Quarterly Report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The Registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the Registrant's auditors and the audit committee of Registrant's board of directors (or persons performing the equivalent

function);

a) all significant deficiencies in the design or operation of internal controls which could adversely affect the Registrant's ability to record, process, summarize and report financial data and have identified for the Registrant's auditors any material weaknesses in internal controls; and

b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Registrant's internal controls; and

6. The Registrant's other certifying officer and I have indicated in this Quarterly 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.

Dated: 10-22-04

Signature: By/S/Lisa Howells

Lisa Howells
Secretary, Treasurer and Director

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 Kentex Petroleum, Inc., (the "Company") on Form 10-QSB for the quarterly period ended September 30, 2004, as filed with the Securities and Exchange Commission on the date hereof, (the "Report"), I(We), Sarah E. Jenson, President of the Company, and Lisa Howells, Secretary, Treasurer and Director certify, 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.

By/S/ Sarah Jenson

Sarah E. Jenson
President and Director
Dated this 21st day of October, 2004.

By/S/ Lisa Howells

Lisa Howells
Secretary, Treasurer and Director
Dates this 22nd day of October, 2004.