XELR8 HOLDINGS, INC.

Form 4

August 13, 2007

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

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Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

08/10/2007

Stock

1. Name and Address of Reporting Person * Pougnet John Desbarrieres			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
XEI			XELR8 HOLDINGS, INC. [BZI]				(Check all applicable)			
(Last)	(First) (N	, 0.20	3. Date of Earliest Transaction							
480 SOUTH HOLLY			(Month/Day/Year) 08/10/2007				Director 10% OwnerX Officer (give title Other (specify below) CEO & CFO			
	(Street)	4. If	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
		Filed	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
DENVER, CO 80246							Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								lly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities Acqu	iired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year) Execution		*			f	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Y	ear) (Instr. 8)	(Instr. 3,	4 and 5)		Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
			Code V	<sup>7</sup> Amount	` /	rice	(mou. 5 and 4)			
Common	08/10/2007		D	5,000	, \$		27,000	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

P

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D

27,000

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

5.000

#### Edgar Filing: XELR8 HOLDINGS, INC. - Form 4

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	any (Month/Day/Year)	Code (Instr. 8)	ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Securi (Instr.	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Pougnet John Desbarrieres 480 SOUTH HOLLY DENVER, CO 80246

CEO & CFO

# **Signatures**

/s/ John Pougnet

08/13/2007

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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