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SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934

Filed by the Registrant (X)
Filed by a Party other than the Registrant ( )

Check the appropriate box:
( ) Preliminary Proxy Statement
( ) Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
(X) Definitive Proxy Statement
( ) Definitive Additional Materials
( ) Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12

MW MEDICAL, INC.
(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than Registrant)

Payment of Filing Fee (Check the appropriate box):
(X) No fee required
( ) Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:
2) Aggregate number of securities to which transaction applies:
3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
4) Proposed maximum aggregate value of transaction:
5) Total fee paid:

( ) Fee paid previously with preliminary materials.
( ) Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:
2) Form, Schedule or Registration Statement No.:
3) Filing Party:
4) Date Filed:

MW MEDICAL, INC.

6929 E. Cheney Dr.,
Paradise Valley, AZ 85253

April 30, 2004

Dear Shareholder:

You are cordially invited to attend the annual meeting of shareholders of MW Medical, Inc., which will be held on May 10, 2004 at 11:00 a.m., Pacific Standard

Details of the business to be conducted at the annual meeting are given in the attached Notice of Annual Meeting of Shareholders and Proxy Statement.

Whether or not you attend the annual meeting it is important that your shares be represented and voted at the meeting. Therefore, I urge you to sign, date, and pr

I would like to express my appreciation for your continued interest in the affairs of the Company.

Sincerely,

/s/ Jan Wallace
Jan Wallace
President

MW MEDICAL, INC.

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
April 30, 2004

To the Shareholders:

Notice is Hereby Given that the Annual Meeting of the holders of shares of Common Stock of MW Medical, Inc. (the "Common Stock") will be held at 3199 E.

1. To elect a director.

2. To approve the one for five hundred reverse split of stock as approved by the Board of Directors on April 7, 2004.

3. To transact such other business as may properly come before the meeting.

Only shareholders of record at the close of business on April 7, 2004 are entitled to notice of, and to vote at, this meeting.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ Jan Wallace
Jan Wallace, President

April 30, 2004

IMPORTANT

Whether or not you expect to attend in person, we urge you to sign, date, and return the enclosed Proxy at your earliest convenience. This will ensure tl

MW MEDICAL, INC.

6929 E. Cheney Dr.,
Paradise Valley, AZ 85253

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PROXY STATEMENT FOR ANNUAL MEETING
OF SHAREHOLDERS
TO BE HELD May 10, 2004

This Proxy Statement, which was first mailed to shareholders on or about April 30, 2004, is furnished in connection with the solicitation of proxies by the Board

Shareholders of record at the close of business on April 7, 2004 will be entitled to vote at the meeting on the basis of one vote for each share held. On April 7, 2(

Stockholder Proposals

The deadline for submittals of shareholder proposals for the next regularly scheduled annual meeting will be not less than 120 days prior to the release date of th

NO PERSONS HAVE BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS OTHER THAN THOSE CONTAI

MEETING

PLACE, DATE AND TIME

The Annual Meeting will be held at 3199 E. Warm Springs, Suite 200, Las Vegas, Nevada 89120, on May 10, 2004 at 11:00 a.m. Pacific Standard Time.

RECORD DATE; SOLICITATION OF PROXIES

The Board of Directors of the Company (the "Board") has fixed the close of business on April 7, 2004 as the Record Date for the determination of shareholders (

In addition to the solicitation of proxies by use of the mails, proxies may also be solicited by the Company and its director, officers and employees (who will rec

Any questions or requests for assistance regarding the Company's proxies and related materials may be directed in writing to Jan Wallace at 6929 E. Cheney Dr.,

PURPOSE OF THE ANNUAL MEETING

At the Annual Meeting, holders of Common Stock of the Company will be asked to elect a director, and approve a one for five hundred reverse split of the stock

SHAREHOLDER PROPOSALS

No proposals have been received from any shareholders to be considered at the annual meeting.

VOTE REQUIRED

Fifty One Percent (51%) of the issued and outstanding shares of Common Stock entitled to vote as of the Record Date, represented in person or by proxy, is requ

Stock Split will be necessary to approve that action, and the nominee receiving the highest number of votes will be elected to the Board of Directors. Abstention

Shares of Common Stock that are represented by properly executed proxies, unless such proxies shall have previously been properly revoked (as provided herei

Under the rules of the NASD, although brokers who hold shares in a street name have the authority to vote on certain items when they have not received instruct

It is not expected that any matters other than those referred to in this Proxy Statement will be brought before the Annual Meeting. If other matters are properly p

Any shareholder may revoke his, her or its proxy (other than an irrevocable proxy coupled with an interest) at any time before it is voted, by: (1) filing with the C

SHAREHOLDERS ARE URGED TO READ AND CAREFULLY CONSIDER THE INFORMATION PRESENTED IN THIS PROXY STATEMENT,

ELECTION OF DIRECTORS

One director is to be elected at the Annual Meeting, to hold office for one year until the next annual meeting of shareholders, and until that person's successor is

Nominee

Name	Age
Jan Wallace	48

Jan Wallace is our president, chief executive officer and has been one of our directors since our inception in December 1997. Ms. Wallace resigned as president

Information Regarding the Board

The Company's Board of Directors (the "Board") has no Committees. The Board met one time during the last fiscal year. In addition, the Board signed several w

Ms. Wallace is not currently paid for acting as a member of the Board.

The table below summarizes all compensation awarded to, earned by, or paid to our executive officers for each of the last three completed fiscal years.

			Annual Compensation				Long Term Compensation		
Name	Title	Year	Salary ($)	Bonus ($)	Other Annual Compensation ($)	Restricted Stock Awarded ($)	Options/ SARs (#)	LTIP Payouts ($)	All Other Compensation ($)
Jan Wallace	President, CEO, and Director	2003	217,800 (1)	0	0	0	0	0	0
		2002	219,450 (2)	0	0	0	0	0	0
		2001	212,850	0	0	0	0	0	0
Grace Sim	CFO	2003	116,160 (1)	0	0	0	0	0	0
		2002	116,160 (2)	0	0	0	0	0	0
		2001	80,853	0	0	0	0	0	0

(1) All 2003 compensation has been deferred to the company's inability to pay it.

(2) Ms. Wallace elected to defer her salary of $219,450 for the year ended December 31, 2002 because the company did not have the funds to

Incentive Stock Options

The stock option plan did not survive the bankruptcy and all options previously issued have been cancelled.

Please note that the type and amount of compensation paid in 2003 may differ materially from what is paid in 2004.

Recommendation

The Board recommends a vote FOR the nominee, Jan Wallace. If not otherwise specified, proxies will be voted FOR Ms. Wallace.

REVERSE STOCK SPLIT

General

On April 7, 2004, the Board of Directors, acting through our sole director, Jan Wallace, adopted a resolution seeking stockholder approval to effect a one-for-fiv

You have an opportunity to vote in favor or against this reverse stock split by checking the appropriate box on the attached proxy card. By not checking a box or

For the reasons described below, the Board recommends a vote FOR the reverse stock split.

Background

On January 22, 2002, we filed a Petition for relief under Chapter 11 of the Bankruptcy Code. The final decree was approved on November 19, 2002 and the cou

On March 15, 2003, we entered into a loan agreement with Ms. Wallace. In accordance with this agreement, Ms. Wallace agreed to provide further financial sup

A $375,000 portion of the revised note was converted by Ms. Wallace into 74,000,000 shares on March 26, 2003, leaving a balance owing on this note of $570,7

On October 9, 2002, the Board passed a resolution authorizing a one for twenty-five reverse stock split. We filed a definitive proxy statement with the Securities

On April 1, 2003, the Board passed a resolution authorizing a one for five hundred reverse stock split. We filed a preliminary proxy statement with the Securities

Currently our operations are at a standstill and we have written off our entire inventory. Our stock price is at an all time low. In addition, we have issued a total c

for such business relationships is better at present than was the case last year at this time. While no such relationships or funding have been identified as of yet, a

Risk Factors Associated with the Reverse Stock Split

There can be no assurance that the total market capitalization of the common stock (the aggregate value of all the common stock at the then market price) after th

Material Effects of the Proposed Reverse Stock Split

The reverse stock split will affect all of our stockholders uniformly and will not affect any stockholder's percentage ownership interests in the Company, except t

The principal effect of the reverse stock split will be that the number of shares of the common stock issued and outstanding will be reduced from 99,822,434 sha

We do not have any options or warrants outstanding that might otherwise be affected by the reverse stock split.

None of our debt will be affected by the reverse stock split, including the debt governed by our March 15, 2003, loan agreement with our largest shareholder, CE

of the Note, we further granted Ms. Wallace the right to convert the Note into common stock at 50% of the then existing market price of the stock or $0.20 per sh

We do not intend to take the Company private as a result of the reverse stock split or otherwise.

Effect on Fractional Stockholders

The percentage of outstanding shares owned by each shareholder prior to the split will remain the same. Any fractional shares created by this reverse split will be

After the reverse stock split, fractional shareholders will have no further interest in us with respect to the cashed-out shares. A person otherwise entitled to a frac

If you do not hold sufficient shares of common stock to receive at least one share in the reverse stock split and you want to continue to hold our common stock a

1. purchase a sufficient number of shares of the common stock so that you hold at least an amount of shares of common stock in your account prior to the reverse stock split that would entitle you to receive at least one share of common stock on a post-reverse stock split basis; or

2. if applicable, consolidate your accounts so that you hold at least an amount of shares of common stock in one account prior to the reverse stock split that would entitle you to receive at least one share of common stock on a post-reverse stock split basis. Shares held in registered form (that is, shares held by you in your own name in our stock records maintained by our transfer agent) and shares held in "street name" (that is, shares held by you through a bank, broker or other nominee), for the same investor will be considered held in separate accounts and will not be aggregated when effecting the reverse stock split.

You should be aware that, under the escheat laws of the various jurisdictions where you reside, where we are domiciled and where the funds will be deposited, su

designated agent for each such jurisdiction. Thereafter, stockholders otherwise entitled to receive such funds may have to seek to obtain them directly from the s

Effect on Registered and Beneficial Stockholders

Upon the reverse stock split, we intend to treat stockholders holding common stock in "street name," through a bank, broker or other nominee, in the same mann

Effect on Registered "Book-entry" shareholder

Our registered stockholders may hold some or all of their shares electronically in book-entry form. These stockholders will not have stock certificates evidencing

Effect on Registered Certificated Shares

Some of our registered stockholders hold all their shares in certificate form or a combination of certificate and book-entry form. If any of your shares are held in

Potential Anti-Takeover Effect

The reverse stock split Proposal is not being proposed in response to any effort of which we are aware to accumulate the shares of common stock or obtain contr

Procedure for Effecting Reverse Stock Split

If the stockholders approve the reverse stock split, the reverse stock split will become effective on the date of the shareholder meeting, May 10, 2004, which is r

No Appraisal Rights

Under the Nevada Revised Statutes, our stockholders are not entitled to appraisal rights with respect to the reverse stock split, and we will not independently pro

Federal Income Tax Consequences of the Reverse Stock Split

The following summary of the material United States federal income tax consequences, to a United States holder of shares of our common stock, of the reverse s

Other than with respect to the receipt of the cash payments for fractional shares, as discussed above, no gain or loss should be recognized by a stockholder upon

The stockholder's holding period for the post-stock split shares will include the period during which the stockholder held the pre-stock split shares surrendered in

The receipt of cash instead of a fractional share of common stock by a U.S. holder of common stock will result in taxable gain or loss to the holder for federal in

difference between the amount of cash received by the holder and the holder's adjusted tax basis in the fractional share as set forth above. The gain or loss will c

Our view regarding the tax consequences of these transactions is not binding on the Internal Revenue Service or the courts. Accordingly, each stockholder shoul

Required Vote

To effect the reverse stock split will require the affirmative vote of the holders of a majority of all outstanding shares of common stock entitled to vote thereon.

Recommendation

The Board of Directors recommends that stockholders vote FOR the amendment to our Articles of Incorporation to effect the reverse stock split. If not otherwise

MARKET PRICES AND DIVIDEND INFORMATION

The Common Stock of the Company is traded on the NASDAQ OTC Bulletin Board under the trading symbol "MWMD". As of March 31, 2004, the last date o

The Company has not previously declared or paid any dividends on its common stock and does not anticipate declaring any dividends in the foreseeable future.

The high and low closing prices of the Common Stock on the OTC Bulletin Board during the past two fiscal years by quarter are as follows:

Fiscal Year Ending December 31, 2003

Quarter Ended	High $	Low $
March 31, 2003	0.02	0.00
June 30, 2003	0.01	0.00
September 30, 2003	0.01	0.00
December 31, 2003	0.04	0.00

Fiscal Year Ending December 31, 2002

Quarter Ended	High $	Low $
March 31, 2002	0.07	0.03
June 30, 2002	0.03	0.01
September 30, 2002	0.02	0.01
December 31, 2002	0.02	0.01

SECURITY OWNERSHIP

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS

The following table sets forth the beneficial ownership of the Company's common stock held by all persons who, to the knowledge of the Company, beneficially

Title of class	Name and address of beneficial owner	Amount of Beneficial ownership	Percent of class*
Common Stock	Jan Wallace 6929 E. Cheney Dr., Paradise Valley, AZ 85253	77,300,000	77.4%

* Based on 99,822,434 shares of common stock outstanding as of April 7, 2004.

The Company knows of no other person who is the beneficial owner of more than five percent of the Company's common stock.

SECURITY OWNERSHIP OF CERTAIN MANAGEMENT OF THE COMPANY

The following table sets forth information, as of April 7, 2004, concerning the Company's common stock owned by: (i) each director; (ii) the Chief Executive O

Title of class	Name and address of beneficial owner	Amount of beneficial ownership	Percent of class*
Common	Jan Wallace 6929 E. Cheney Paradise Valley, Arizona 85253	77,300,000	77.4%
Common	Grace Sim 6929 E. Cheney Paradise Valley, Arizona 85253	50,000	0.0%
Total of all directors and executive officers		77,350,000	77.4%

*Based on 99,822,434 shares of common stock outstanding as of April 7, 2004.

ADDITIONAL INFORMATION

Independent Accountants

Upon appointment by the Board, Smith & Company, independent public accountants, audited and reported on the consolidated financial statements of the Comp

Forward-Looking Statements

Historical results and trends should not be taken as indicative of future operations. Management's statements contained in this proxy statement that are not histor

materially affect the Company's financial results, is included herein and in the Company's other filings with the Securities and Exchange Commission.

INCORPORATION OF CERTAIN DOCUMENTS BY REFERENCE

The following documents, filed by the Company with the Commission, are incorporated herein by reference:

(i) the Company's Annual Report filed on Form 10-KSB, filed with the Commission on April 13, 2004, for the fiscal year ended December 31, 2003;

(ii) the Company's Quarterly Reports filed on Form 10-QSB on June 3, 2003, August 13, 2003 and November 13, 2003.

All reports and definitive proxy or information statements filed by the Company pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act subsequent t

A copy of the documents incorporated herein by reference (excluding exhibits unless such exhibits are specifically incorporated by reference into the informatio

<u>Exhibits:</u>

None

ANNUAL MEETING

The Annual Meeting of Shareholders of the Company will be held on May 10, 2004 at 11:00 a.m., at 3199 E. Warm Springs, Suite 200, Las Vegas, Nevada 8912

OTHER MATTERS

The Board, as of April 7, 2004 was not aware of any matters to be presented for action at the Annual Meeting other than the election of Directors, and the approv

A copy of the Company's 2003 Annual Report on Form 10-KSB along with the Company's 2003 Annual Report on Form 10-KSB filed April 13, 2004, incorpor

Where You Can Find More Information

We file annual reports on Form 10-KSB, quarterly reports on Form 10-QSB, current reports on Form 8-K and proxy and information statements and amendment

By Order of the Board of Directors
of MW Medical, Inc.

/s/ Jan Wallace
JAN WALLACE
President and Chief Executive Officer

MW MEDICAL, INC.
PROXY

FOR ANNUAL MEETING OF THE SHAREHOLDERS OF MW MEDICAL, INC.THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRE

The undersigned hereby appoints JAN WALLACE with full power of substitution, as proxies to vote the shares which the undersigned is entitled to vote at the A

Please mark your votes as indicated [X]

Number of Shares covered by this Proxy: ________________

This proxy when properly signed will be voted in the manner directed herein by the undersigned shareholder. IF NO DIRECTION IS MADE, THIS PROXY W

1. Election of Directors: Jan Wallace

FOR Election of director	NOT FOR Election of director
[_]	[_]

2. Reverse Stock Split (500/1)

FOR Split	NOT FOR Split
[_]	[_]

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting.

IMPORTANT - PLEASE SIGN AND RETURN PROMPTLY. When shares are held by joint tenants, both should sign. When signing as attorney, executor, adm

Signature(s) Dated: ___________________, 2004

___________________________ ___________________________