

ISSUER DIRECT CORP
Form 10-Q/A
August 11, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q/A
No. 1

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

For the quarterly period ended: June 30, 2010
or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from: _____ to _____

ISSUER DIRECT CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-10185
(Commission
File Number)

26-1331503
(I.R.S. Employer
Identification No.)

201 Shannon Oaks Circle Suite 105, Cary North, Carolina 27511
(Address of Principal Executive Office) (Zip Code)

(919) 481-4000
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

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 by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes

No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company.

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. 17,535,312 shares of common stock were issued and outstanding as of August 9, 2010.

Explanatory Note

The purpose of this Amendment No. 1 to our Quarterly report on Form 10-Q for the period ended June 30, 2010, as filed with the Securities and Exchange Commission on August 9, 2010, is to furnish Exhibits 101 to the Form 10-Q as required by Rule 405 of Regulation S-T.

TABLE OF CONTENTS

PART I - FINANCIAL INFORMATION

Item 1.	Financial Statements.	1
	Consolidated Balance Sheets as of June 30, 2010 (Unaudited) and December 31, 2009	1
	Unaudited Consolidated Statements of Operations for the Three and Six Months Ended June 30, 2010 and 2009	2
	Unaudited Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2010 and 2009	3
	Notes to Unaudited Consolidated Financial Statements	4
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations.	7
Item 3.	Quantitative and Qualitative Disclosures About Market Risk.	13
Item 4T.	Controls and Procedures.	13

PART II – OTHER INFORMATION

Item 1.	Legal Proceedings.	14
Item 1A.	Risk Factors.	14
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds.	14
Item 3.	Defaults Upon Senior Securities.	14
Item 4.	(Removed and Reserved).	14
Item 5.	Other Information.	14
Item 6.	Exhibits.	14
Signatures		15

<u>EX-31.1</u>	Chief Executive Officer Certification Pursuant to Section 302
<u>EX-31.2</u>	Chief Financial Officer Certification Pursuant to Section 302
<u>EX-32.1</u>	Chief Executive Officer Certification Pursuant to Section 906
<u>EX-32.2</u>	Chief Financial Officer Certification Pursuant to Section 906

EX-101.INS	XBRL INSTANCE DOCUMENT
EX-101.SCH	XBRL TAXONOMY EXTENSION SCHEMA
EX-101.CAL	XBRL TAXONOMY EXTENSION CALCULATION LINKBASE
EX-101.DEF	XBRL TAXONOMY EXTENSION DEFINITION LINKBASE
EX-101.LAB	XBRL TAXONOMY EXTENSION LABEL LINKBASE
EX-101.PRE	XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE

Table of Contents

PART I – FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

ISSUER DIRECT CORPORATION
CONSOLIDATED BALANCE SHEETS

	June 30, 2010 (unaudited)	December 31, 2009
ASSETS		
Current assets:		
Cash and cash equivalents	\$1,623,824	\$146,043
Accounts receivable, (net of allowance for doubtful accounts of \$59,789 and \$16,785, respectively)	836,014	152,069
Security deposits	6,242	6,242
Other current assets	33,934	19,201
Total current assets	2,500,014	323,555
Furniture, equipment and improvements (net of accumulated depreciation of \$26,227 and \$18,316, respectively)	20,380	21,087
Intangible assets (net of accumulated amortization and impairment of \$81,500 and \$67,833, respectively)	106,695	120,363
Total assets	\$2,627,089	\$465,005
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$1,721,948	\$51,715
Accrued expenses	195,057	59,810
Notes payable – related party	-	73,525
Total liabilities	1,917,005	185,050
Stockholders' equity:		
Preferred stock, \$1.00 par value, 10,000,000 shares authorized – Series A, 60 shares designated, 31 and 5 shares issued and outstanding as of June 30, 2010 and December 31, 2009, respectively, Series B, 476,200 shares designated; no shares issued and outstanding.	31	5
Common stock \$.001 par value, 100,000,000 shares authorized, 17,535,312 and 16,826,342 shares issued and outstanding as of June 30, 2010 and December 31, 2009, respectively.	17,535	16,826
Additional paid-in capital	1,629,584	1,463,697
Accumulated deficit	(937,066)	(1,200,573)
Total stockholders' equity	710,084	279,955
Total liabilities and stockholders' equity (deficit)	\$2,627,089	\$465,005

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

Table of Contents

ISSUER DIRECT CORPORATION
CONSOLIDATED STATEMENTS OF OPERATIONS

(UNAUDITED)

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2010	June 30, 2009	June 30, 2010	June 30, 2009
Revenues	\$2,359,650	\$765,808	\$2,964,731	\$1,238,341
Cost of services	1,913,101	271,041	2,112,356	485,041
Gross profit	446,549	494,767	852,375	753,300
Operating costs and expenses				
General and administrative	205,678	138,527	365,979	240,125
Sales and marketing expenses	103,319	77,391	167,511	132,381
Depreciation and amortization	10,181	9,932	21,580	19,264
Total operating costs and expenses	319,178	225,850	555,070	391,770
Net operating income	127,371	268,917	297,305	361,530
Other income (expense):				
Interest income (expense), net	1,472			