

Edgar Filing: ARMITEC INC - Form 10QSB/A

ARMITEC INC
Form 10QSB/A
September 25, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-QSB/A

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

For the Quarterly Period Ended June 30, 2002

OR

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

For the Transition Period from to

Commission file number 0-11419

Armitec, Inc.

(Exact name of registrant as specified in its charter)

Delaware

22-4935595

(State of Incorporation)

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

4479 Atlanta Road
Smyrna, Georgia

30080

(Address of principal executive offices)

(Zip Code)

770-432-8140

(Telephone Number)

Not Applicable

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

Check whether the issuer: (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 XX NO

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: 41,688,629 shares of common stock, \$.00167 par value per share, issued and outstanding as of September 3,

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2002.

Transitional Small Business Disclosure Format (check one): YES NO

EXPLANATORY NOTE

The registrant is filing this Form 10-QSB/A solely to include copies of Exhibits 10.1, 10.2, 10.3, and 10.4, which were inadvertently omitted from the registrant's filing of the Form 10-QSB on September 17, 2002.

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

- 3.1 Amended and Restated Certificate of Incorporation (1)
- 10.1 Convertible Note Purchase Agreement between Armitec, Inc. and Filter International, Ltd.
- 10.2 Convertible Promissory Note with Filter International, Ltd.
- 10.3 Warrant Agreement with Filter International, Ltd.
- 10.4 Registration Rights Agreement with Filter International, Ltd.
- 99.1 Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 executed by Bruce R. Davis, Chief Executive Officer, President and Chief Financial Officer of Armitec, Inc. (2)

(1) Incorporated by reference to the Definitive Information Statement on Schedule 14C filed by the registrant on June 27, 2002.

(2) Previously filed.

(b) Reports on Form 8-K

On May 28, 2002, the Registrant filed a Current Report on Form 8-K reporting the resignation of its independent public accountant.

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.

ARMITEC, INC.

/s/ Bruce R. Davis

Date: September 23, 2002

Bruce R. Davis
President, Chief Executive Officer,
Chief Financial and Accounting Officer

