

# SECURITIES AND EXCHANGE COMMISSION

## FORM 10-Q

Quarterly report pursuant to sections 13 or 15(d)

Filing Date: **2009-01-26** | Period of Report: **2008-12-31**  
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### FILER

#### SimpleTech Inc.

CIK: **1403739** | IRS No.: **980514037** | State of Incorporation: **NV** | Fiscal Year End: **0630**  
Type: **10-Q** | Act: **34** | File No.: **000-52803** | Film No.: **09546246**  
SIC: **7370** Computer programming, data processing, etc.

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LAS VEGAS NV 89108

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972-50-455-5138

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q

(Mark One)

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

For the quarterly period ended December 31, 2008

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 000-52803

SIMPLE TECH, INC.

(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction  
of incorporation or organization)

98-0514037  
(I.R.S. Employer Identification No.)

5348 Vegas Dr. Las Vegas, Nevada, USA  
(Address of principal executive offices)

89108  
(Zip Code)

Telephone: +972 (50) 455-5138  
Fax: (866) 3718253

(Registrant's telephone number, including area code)

Not Applicable  
(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 is a large accelerated filer, an accelerated filer or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer  Non-accelerated filer

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

There were 6,380,800 shares of common stock, \$0.0001 par value per share, outstanding on January 26, 2009.

For purposes of this Quarterly Report, references to the "Company," "we," "us," and "our" mean Simple Tech, Inc.

FORWARD-LOOKING STATEMENTS

This Quarterly Report contains "forward-looking statements." All statements other than statements of historical fact are "forward-looking statements." Forward-looking statements may include the words "may," "will," "estimate," "intend," "continue," "believe," "expect," "plan," or "anticipate" and other similar words. Such forward-looking statements may be contained in "Management's Discussion and Analysis or Plan of Operations" among other places.

Although we believe the expectations reflected in our forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in our forward-looking statements. Our future financial condition and

results of operations, as well as any forward-looking statements, are subject to change and are subject to inherent risks and uncertainties, such as those disclosed in this Quarterly Report. Each forward-looking statement speaks only as of the date of the particular statement.

2

INDEX

SIMPLE TECH, INC.

	Page
	----
PART I. FINANCIAL INFORMATION	
Item 1. Financial Statements	4
Item 2. Management's Discussion and Analysis or Plan of Operation	9
Item 3. Quantitative and Qualitative Disclosures About Market Risk	11
Item 4. Controls and Procedures	11
PART II. OTHER INFORMATION	
Item 1. Legal Proceedings	12
Item 1A. Risk Factors	12
Item 2. Unregistered Sales of Equity Securities and Use of Proceeds	12
Item 3. Defaults Upon Senior Securities	12
Item 4. Submission of Matters to a Vote of Security Holders	12
Item 5. Other Information	12
Item 6. Exhibits	12
Signatures	13

3

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Simple Tech, Inc.  
(A Development Stage Company)

BALANCE SHEETS  
(unaudited)

<TABLE>  
<CAPTION>

	December 31, 2008	June 30, 2008
	----- (unaudited) <C>	----- (audited) <C>
<S>		
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 10,674	\$ 20,390
	-----	-----
Total assets	\$ 10,674	\$ 20,390
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued expenses	\$ --	\$ 2,000
	-----	-----
Total current liabilities	\$ --	\$ 2,000

Stockholders' Equity (Note 4, 5)		
Preferred Stock, \$0.0001 par value, 50,000,000 shares authorized, none issued and outstanding		
Common Stock, \$0.0001 par value, 150,000,000 shares authorized, 6,380,800 issued and outstanding	638	638
Additional paid-in capital	68,902	68,902
Deficit accumulated during the development stage	(58,866)	(51,150)
	-----	-----
Total Stockholders' Equity	10,674	18,390
	-----	-----
Total Liabilities and Stockholders' Equity	\$ 10,674	\$ 20,390
	=====	=====

</TABLE>

The accompanying notes are an integral part of these statements

4

Simple Tech, Inc.  
(A Development Stage Company)

Statements of Operations  
(unaudited)

					27 June 2006 (Inception) To
	Three Month Ended	December 31,	December 31,	Six Month Ended	December 31,
		2008	2007		2008
		-----	-----		-----
<S>	<C>	<C>	<C>	<C>	<C>
REVENUE	\$ --	\$ --	\$ --	\$ --	\$ --
OPERATING EXPENSES					
Organization Costs	--	--	--	--	640
General and Administrative	264	476	264	476	962
Professional Fees	6,473	1,168	6,473	26,168	43,960
Consulting	--	4,000	--	4,000	11,000
Filing Fees	1,012	201	1,012	891	2,146
	-----	-----	-----	-----	-----
Total Expenses	7,749	5,845	7,749	31,535	58,708
	-----	-----	-----	-----	-----
Loss from operations	\$ (7,749)	\$ (5,845)	\$ (7,749)	\$ (31,535)	\$ (58,708)
	=====	=====	=====	=====	=====
Interest income	20	214	25	585	1,394
Foreign Exchange Diff	--	--	--	--	(1,551)
Loss before income taxes	(7,729)	(5,631)	(7,724)	(30,950)	(58,866)
Provision for income taxes	--	--	--	--	--
	-----	-----	-----	-----	-----
Net loss	\$ (7,729)	\$ (5,631)	\$ (7,724)	\$ (30,950)	\$ (58,866)
	=====	=====	=====	=====	=====
Basic and Diluted (Loss) per Share	a	a	a	a	a
	-----	-----	-----	-----	-----
Weighted Average					
Number of Shares (Note 4)	6,233,312	6,101,652	6,233,312	6,101,652	6,233,312
	-----	-----	-----	-----	-----

</TABLE>

-----  
a = Less than (\$0.01) per share

The accompanying notes are an integral part of these statements

Simple Tech, Inc.  
(A Development Stage Company)

Statement of Stockholders' Equity  
November 16, 2006 (Inception) to December 31, 2008  
(unaudited)

<TABLE>  
<CAPTION>

	Common Stock		Paid in Capital	Accumulated Deficit	Total Equity
	Shares	Amount			
<S>	<C>	<C>	<C>	<C>	<C>
INCEPTION NOVEMBER 16, 2006	--	\$ --	\$ --	\$ --	\$ --
Common stock issued to founders for cash November 16, 2006 @ \$0.001 (par value \$0.0001) per share	5,000,000	500			500
Private placement closed June 28, 2007 @ \$0.05 (par value) per share	1,380,800	138	68,902		69,040
Net loss for the year				(6,039)	(6,039)
BALANCE, JUNE 30, 2007	6,380,800	\$ 638	\$ 68,902	\$ (6,039)	\$ 63,501
Net loss for the year				(45,103)	(45,103)
BALANCE, JUNE 30, 2008	6,380,800	\$ 638	\$ 68,902	\$ (51,142)	\$ 18,398
Net loss for the period				(7,724)	(7,724)
BALANCE, DECEMBER 31, 2008	6,380,800	\$ 638	\$ 68,902	\$ (58,866)	\$ 10,674

</TABLE>

The accompanying notes are an integral part of these statements

Simple Tech, Inc.  
(A Development Stage Company)

STATEMENT OF CASH FLOWS  
(unaudited)

<TABLE>  
<CAPTION>

	Six Month Ended		27 June 2006
	December 31, 2008	December 31, 2007	(Inception) To December 31, 2008
<S>	<C>	<C>	<C>
OPERATING ACTIVITIES			
Net (Loss) for the year	\$ (7,724)	\$ (30,950)	\$ (58,866)
Adjustments To Reconcile Net Loss To Net Cash Used In Operating Activities			
Increase in accounts payable	(2,000)	--	--
Net Cash (Used) by Operating Activities	(9,724)	(30,950)	(58,866)
FINANCING ACTIVITY			
Proceeds from sale of Common Stock	--	--	69,540
Cash Provided by Financing Activities	--	--	69,540
Net Increase in Cash	(9,724)	(30,950)	10,674
Cash, Beginning of Period	20,398	63,501	--

Cash, End of Period	----- \$ 10,674 =====	----- \$ 32,551 =====	----- \$ 10,674 =====
Supplemental disclosure with respect to cash flows:			
Cash paid for income taxes	\$ --	\$ --	\$ --
Cash paid for interest	\$ --	\$ --	\$ --

</TABLE>

The accompanying notes are an integral part of these statements

7

Simple Tech, Inc.  
(A Development Stage Company)

NOTES TO FINANCIAL STATEMENTS  
December 31, 2008

NOTE 1 - CONDENSED FINANCIAL STATEMENTS

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at December 31, 2008, and for all periods presented herein, have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's June 30, 2006 audited financial statements. The results of operations for the periods ended December 30, 2008 and 2007 are not necessarily indicative of the operating results for the full years.

NOTE 2 - GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

8

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Simple Tech, Inc. (referred to in this Quarterly Report as "Simple Tech", "us", "we" and "our") was incorporated on November 16, 2006, in the State of Nevada. Our principal executive offices are located at c/o INC Management, 5348 Vegas Dr., Las Vegas, NV 89108. Our telephone number is (011) (972) 50-455-5138. We are a development stage company with limited operations and no revenues from our business operations. Our auditors have issued a going concern opinion. This means that our auditors believe there is substantial doubt that we can continue as an on-going business for the next twelve months. We do not anticipate that we will generate significant revenues until we have completed the development of

our proposed website and attract independent computer technicians. We intend to generate revenues by charging a commission of 25% on services sold on our website.

On August 25, 2008, Mr. Moshe Danino resigned from his positions as President, Chief Executive Officer, Treasurer and a director of the Company. Following Mr. Danino's resignation, on August 25, 2008, Mr. Aviad Krief, the Company's current Secretary and Director, was appointed to serve as the President and Treasurer. Mr. Krief will continue to serve as the Company's Secretary and Director as well.

Mr. Krief has been analyzing the various alternatives available to our company to ensure our survival and to preserve our shareholder's investment in our common shares. This analysis has included sourcing additional forms of financing to continue our business as is, or mergers and/or acquisitions. At this stage in our operations, we believe either course is acceptable, as our operations have not been profitable and our future prospects for our business are not good without further financing.

We are focusing our preliminary merger/acquisition activities on potential business opportunities with established business entities for the merger of a target business with our company. In certain instances, a target business may wish to become a subsidiary of our company or may wish to contribute assets to our company rather than merge. We anticipate that any new acquisition or business opportunities by our company will require additional financing. There can be no assurance, however, that we will be able to acquire the financing necessary to enable us to pursue our plan of operation. If our company requires additional financing and we are unable to acquire such funds, our business may fail.

In implementing a structure for a particular business acquisition or opportunity, we may become a party to a merger, consolidation, reorganization, joint venture, or licensing agreement with another corporation or entity. We may also acquire stock or assets of an existing business. Upon the consummation of a transaction, it is likely that our present management will no longer be in control of our company and our existing business will close down. In addition, it is likely that our officers and directors will, as part of the terms of the acquisition transaction, resign and be replaced by one or more new officers and directors.

We anticipate that the selection of a business opportunity in which to participate will be complex and without certainty of success. Management believes that there are numerous firms in various industries seeking the perceived benefits of being a publicly registered corporation. Business opportunities may be available in many different industries and at various stages of development, all of which will make the task of comparative investigation and analysis of such business opportunities extremely difficult and complex.

We may seek a business opportunity with entities who have recently commenced operations, or entities who wish to utilize the public marketplace in order to raise additional capital in order to expand business development activities, to develop a new product or service, or for other corporate purposes. We may acquire assets and establish wholly-owned subsidiaries in various businesses or acquire existing businesses as subsidiaries.

Mr. Krief is undertaking the search for and analysis of new business opportunities, who is not a professional business analyst. In seeking or analyzing prospective business opportunities, Mr. Krief may utilize the services of outside consultants or advisors.

9

At this stage, we can provide no assurance that we will be able to locate compatible business opportunities, what additional financing we will require to complete a combination or merger with another business opportunity, or whether the opportunity's operations will be profitable.

As of the date hereof, we have not been successful in raising the funding necessary to proceed with our business plan for our existing business. Historically, we have been able to raise a limited amount of capital through private placements of our equity stock, but we are uncertain about our continued ability to raise funds privately. Further, we believe that our company may have more difficulties raising capital for our existing business than for a new business opportunity. We have held preliminary negotiations with prospective business entities but have not entered into any formal written agreements for a

business combination or opportunity. If any such agreement is reached, we intend to disclose such an agreement by filing a current report on Form 8-K with the Securities and Exchange Commission.

If we are unable to secure adequate capital to continue our business or alternatively, complete a merger or acquisition, our shareholders will lose some or all of their investment and our business will likely fail.

Our auditors have issued an audit opinion which includes a statement describing their doubts about whether we will continue as a going concern. In addition, our financial status creates substantial doubt whether we will continue as a going concern.

#### PLAN OF OPERATION

The following discussion of the plan of operation, financial condition, results of operations, cash flows and changes in our financial position should be read in conjunction with our most recent financial statements and notes appearing elsewhere in this Form 10-Q; and our SB-2 filed on August 6, 2007.

Our immediate priority is to either secure suitable financing to continue with our existing business or change our business and conclude a merger, acquisition or combination with a business prospect. This is critical to ensure our survival and to preserve our shareholder's investment in our common shares. At this stage in our operations, we believe either course is acceptable, as our operations have not been profitable and our company will fail without further significant financing.

Concurrent with our search for additional financing for our existing business, we are also actively seeking business opportunities with established business entities for the merger of a target business with our company. In certain instances, a target business may wish to become a subsidiary of our company or may wish to contribute assets to our company rather than merge. We anticipate that any new acquisition or business opportunities by our company will require additional financing and that we will close our existing business. There can be no assurance, however, that we will be able to acquire the financing necessary to enable us to pursue this new plan. If our company requires additional financing and we are unable to acquire such funds, our business may fail.

We may seek a business opportunity with entities who have recently commenced operations, or entities who wish to utilize the public marketplace in order to raise additional capital in order to expand business development activities, to develop a new product or service, or for other corporate purposes. We may acquire assets and establish wholly-owned subsidiaries in various businesses or acquire existing businesses as subsidiaries.

At this stage, we cannot quantify what additional financing we will require to complete a combination or merger with another business opportunity, or whether the opportunity's operations will be profitable.

#### RESULTS OF OPERATIONS

Our company posted losses of \$7,724 for the six months ended December 31, 2008 compared to losses of \$30,950 for the six month ended December 31, 2007. From inception to December 31, 2008 we have incurred losses of \$58,866. Our losses for the three months ended December 31, 2008 is \$7,729 and for the three month ended December 31, 2007 is \$5,631.

10

As of December 31, 2008, our net cash balance is approximately \$10,674. Cash on hand is currently our only source of liquidity. We do not have any lending arrangements in place with banking or financial institutions and we do not anticipate that we will be able to secure these funding arrangements in the near future.

Since inception, we have sold 6,380,800 shares of common stock to our stockholders.

#### LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2008, we had working capital of \$10,674, compared to \$18,398 at June 30, 2008. At December 31, 2008, our total assets consisted of cash of \$10,674, compared to cash of \$20,390 at June 30, 2008.

Because we did not generated any revenue from our business we need to raise



additional funds for the future development of our business and to respond to unanticipated requirements or expenses, or to fund the identification, evaluation and combination or merger with a suitable business opportunity.

We do not currently have any arrangements for financing and we can provide no assurance to investors we will be able to find such financing. There can be no assurance that additional financing will be available to us, or on terms that are acceptable. Consequently, we may not be able to proceed with our intended business plans and our business will then likely fail.

#### GOING CONCERN CONSIDERATION

Our independent auditors included an explanatory paragraph in their report on the accompanying financial statements regarding concerns about our ability to continue as a going concern. Our financial statements contain additional note disclosures describing the circumstances that lead to this disclosure by our independent auditors.

#### OFF-BALANCE SHEET ARRANGEMENTS

We have no off-balance sheet arrangements.

#### ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Not applicable.

#### ITEM 4. CONTROLS AND PROCEDURES

As required by Rule 13a-15/15d-15 under the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), as of December 31, 2008, we have carried out an evaluation of the effectiveness of the design and operation of our Company's disclosure controls and procedures. This evaluation was carried out under the supervision and with the participation of our Company's management, our President (Principal Executive Officer) and Treasurer (Principal Accounting Officer). Based upon the results of that evaluation, our management has concluded that, as of December 31, 2008, our Company's disclosure controls and procedures were effective and provide reasonable assurance that material information related to our Company required to be disclosed in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to management to allow timely decisions on required disclosure.

There were no changes in our internal control over financial reporting identified in connection with the evaluation described above during the period covered by this report that has materially affected or is reasonably likely to materially affect our internal controls over financial reporting.

11

### PART II. OTHER INFORMATION

#### ITEM 1. LEGAL PROCEEDINGS

We know of no existing or pending legal proceedings against us, nor are we involved as a plaintiff in any proceeding or pending litigation. There are no proceedings in which any of our directors, officers or any of their respective affiliates, or any beneficial shareholder, is an adverse party or has a material interest adverse to our interest.

#### ITEM 1A. RISK FACTORS

We incorporate by reference the risk factors set forth in our Registration Statement on Form SB-2, filed on August 6, 2007. We know of no changes that would impact the content of the risk factors disclosed therein.

#### ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

None.

#### ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

#### ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None.

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS

Exhibit Number	Exhibit Description
3.1	Certificate of Incorporation of the Company incorporated herein from Exhibit 3.1 of our Registration Statement of Form SB-2, filed on August 6, 2007, file number 333-145142.
3.2	Bylaws of Company incorporated herein from Exhibit 3.2 of our Registration Statement of Form SB-2, filed on August 6, 2007, file number 333-145142.
31.1	Rule 13a-14(a)/15d-14(a) Certification of Principal Executive Officer and Principal Financial Officer *
32.1	Section 1350 Certification of Principal Executive Officer and Principal Financial Officer *

\* Filed herewith.

12

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.

SIMPLE TECH, INC.

Date: January 23, 2009

By: /s/ Aviad Krief

Name: Aviad Krief  
Title: President, Treasurer, Secretary and Director  
(Principal Financial and Accounting Officer)

13

SECTION 302  
CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER

I, Aviad Krief, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of SIMPLE TECH, Inc.;
2. Based on my knowledge, this 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, the results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
4. The small business issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the small business issuer and have:
  - (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (c) disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. The small business issuer's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):

- (a) all significant deficiencies in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
- (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the small business issuer's internal control over financial reporting.

Date: January 23, 2009

By /s/ Aviad Krief

-----  
Aviad Krief,  
President, Principal Executive Officer  
and Principal Financial Officer.

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 SIMPLE TECH, Inc. (the "Company") on Form 10-QSB for the period ending December 31, 2008, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Aviad Krief, principal executive officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

- (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 results of the operation of the Company.

/s/ Aviad Krief

-----  
Aviad Krief  
President, Principal Executive Officer  
and Financial Officer

January 23, 2009

This certification accompanies this Report pursuant to ss.906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by Registrant for the purposes of ss.18 of the Securities Exchange Act of 1934, as amended. This certification shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of this Report), irrespective of any general incorporation language contained in such filing.

A signed original of this written statement required by ss.906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.