

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

March 29, 2013

Date of Report (Date of earliest event reported)

CCOM Group, Inc.

(Exact name of Registrant as Specified in Charter)

NEW YORK

(State or other Jurisdiction of Incorporation)

1-6663

(Commission File Number)

11-2037182

(IRS Employer Identification No.)

275 WAGARAW ROAD, HAWTHORNE, NEW JERSEY

(Address of Principal Executive Offices)

07506

(Zip Code)

Registrant's Telephone Number, Including Area Code: **973-427-8224**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On March 29, 2013 CCOM Group, Inc. (the "Company") issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2012. A copy of this press release is furnished as Exhibit 99.01 to this report.

On April 1, 2013 the Company issued a second press release which is essentially identical to the press release issued on March 29, 2013, except that, besides including consolidated statements of income for the year ended December 31, 2012, the second press release also includes unaudited consolidated statements of income for the fourth quarter ended December 31, 2012. A copy of this press release is furnished as Exhibit 99.02 to this report.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.01 and Exhibit 99.02, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

Exhibit No.	Description
99.01	Press Release dated March 29, 2013
99.02	Press Release dated April 1, 2013

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 hereunto duly authorized.

CCOM GROUP, INC.
(Registrant)

Date: April 2, 2013

/s/ William Salek
William Salek
Chief Financial Officer

INDEX TO EXHIBITS

Exhibit No.	Description
99.01	Press Release dated March 29, 2013
99.02	Press Release dated April 1, 2013

CCOM Group, Inc. Reports 2012 Fourth Quarter and Full Year Financial Results

HAWTHORNE, New Jersey (March 29, 2013) – CCOM Group, Inc. (the “Company”) (OTCQB: “CCOM,” “CCOMP”) today announced its financial results for the fourth quarter and year ended December 31, 2012.

Results for the fourth quarter of 2012 compared to results for the fourth quarter of 2011:

- Sales increased 8.6% to \$24,923,292 from \$22,939,776
- Gross profit increased 5.8% to \$6,132,685 from \$5,796,027
- Selling, general and administrative expenses increased 4.2% to \$5,236,816 from \$5,026,787
- Operating income increased 16.5% to \$895,859 from \$769,240
- Net income increased 53.3% to \$920,612 from \$600,526
- Earnings per share on a fully diluted basis increased to \$0.10 from \$0.06 per share

Results for the year ended December 31, 2012 compared to results for the year ended December 31, 2011:

- Sales increased 8.2% to \$86,110,638 from \$79,563,932
- Gross profit increased 2.9% to \$21,603,483 from \$20,990,944
- Selling, general and administrative expenses increased 2.3% to \$20,684,458 from \$20,228,933
- Operating income increased 20.6% to \$919,025 from \$762,011
- Net income increased 175.6% to \$645,859 from \$234,344
- Earnings per share on a fully diluted basis increased to \$0.07 from \$0.03 per share

The Company recognized a \$16,000 net tax benefit in the fourth quarter of 2012 and for the year ended December 31, 2012 primarily due to a partial release of the valuation allowance against the Company’s deferred tax asset.

Michael Goldman, Chief Executive Officer of the Company, said, “The Company experienced a significant improvement in the fourth quarter of 2012. The improvement resulted from several factors, including sales of new product offerings, increased sales from a stronger inventory position, improved market penetration and the effects of Hurricane Sandy. In 2012 the Company also leveraged more favorable terms from its lenders and expanded its use of vendor discount and rebate programs.

“As previously announced, our distribution agreement for Speed Queen washer-dryers accounted for more than 10% of our revenues in 2012 and will terminate in June of this year. Nevertheless, we believe that the Company is in a position to capitalize on improvements in the economy, additional sales from the after-effects of Hurricane Sandy, and the recent introduction of generators and generator accessories into our product line.”

About CCOM Group, Inc.

CCOM distributes heating, ventilating and air conditioning, ("HVAC"), equipment, parts and accessories, climate control systems, customized control panels, and plumbing and electrical supplies and equipment to professional contractors in the states of New York, New Jersey, Massachusetts, Connecticut and eastern Pennsylvania through its subsidiaries; Universal Supply Group, Inc., www.usginc.com, The RAL Supply Group, Inc., www.ralsupply.com, American/Universal Supply Division, www.ausupplyinc.com, and S&A Supply, Inc., www.sasupplyinc.com. The Company also distributes home appliances to dealer groups and appliance stores through its Goldman Universal division. The Company is headquartered in New Jersey, and, with its affiliates, operates out of 18 locations in its geographic trading area. For more information on CCOM's operations, products and/or services, please visit www.ccomgrp.com.

Safe Harbor Statement

The foregoing press release may contain statements concerning CCOM's financial performance, markets and business operations that may be considered "forward-looking" under applicable securities laws. CCOM cautions readers of this press release that actual results might differ materially from those projected in any forward-looking statements. Factors which might cause actual results to differ materially from any results that are projected in the forward-looking statements include the following: continued acceptance of the company's products in the marketplace, competitive factors, dependence upon third-party vendors, and other risks detailed in the company's periodic report filings with the Securities and Exchange Commission. These and certain other factors which might cause actual results to differ materially from those projected are detailed from time to time in CCOM's periodic reports and registration statements filed with the Securities and Exchange Commission. CCOM undertakes no obligation to update forward looking statements to reflect changed assumptions, the occurrence of unanticipated events, or changes in future operating results, financial condition or business over time.

For further information, please contact Michael Goldman, Chief Executive Officer, or William Salek, Chief Financial Officer, at (973) 427-8224.

(Financial Highlights Follow)

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Balance Sheets

	December 31, 2012	December 31, 2011 As Restated*
Assets		
Current assets:		
Cash	\$ 297,128	\$ 271,697
Accounts receivable, net of allowance for doubtful accounts of \$429,186 and \$652,449, respectively	11,131,317	10,057,598
Inventory	12,029,400	12,035,597
Prepaid expenses and other current assets	1,372,390	1,413,531
Total current assets	24,830,235	23,778,423
Property and equipment	1,036,710	949,912
Goodwill	1,416,929	1,416,929
Other assets - noncurrent	270,265	428,532
Deferred income tax asset - noncurrent	100,000	-
	<u>\$ 27,654,139</u>	<u>\$ 26,573,796</u>
Liabilities and Stockholders' Equity		
Current liabilities:		
Borrowings under credit facility - revolving credit	\$ 12,297,180	\$ 11,991,407
Notes payable, current portion; includes related party notes of \$607,999 and \$32,009, respectively	745,500	384,630
Trade payables	5,242,044	5,681,928
Accrued liabilities	1,630,792	1,476,776
Income taxes payable	-	586
Total current liabilities	19,915,516	19,535,327
Convertible notes payable-related party	200,000	200,000
Notes payable, non-current portion; includes related party notes of \$1,440,015 and \$798,014, respectively	1,947,813	1,977,518
Deferred income tax liability - noncurrent	496,000	412,000
Total liabilities	<u>22,559,329</u>	<u>22,124,845</u>
Commitments and contingencies		
Stockholders' equity:		
Redeemable convertible preferred stock, \$.05 par value, 2,500,000 shares authorized, 293,057 shares issued and outstanding, liquidation preference of \$1,465,285	14,653	14,653
Common stock, \$.05 par value, 20,000,000 shares authorized, 9,154,953 shares issued and outstanding	457,747	457,747
Additional paid-in capital	12,659,782	12,659,782
Accumulated deficit	(8,037,372)	(8,683,231)
Total stockholders' equity	<u>5,094,810</u>	<u>4,448,951</u>
	<u>\$ 27,654,139</u>	<u>\$ 26,573,796</u>

*See note on Consolidated Statement of Stockholders' Equity

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Statements of Income

	For the Years Ended December 31,	
	2012	2011
Sales	\$ 86,110,638	\$ 79,563,932
Cost of sales	64,507,155	58,572,988
Gross profit	21,603,483	20,990,944
Selling, general and administrative expenses, net	20,684,458	20,228,933
Operating income	919,025	762,011
Other income	201,788	264,397
Gain on early extinguishment of debt	116,164	-
Interest expense, net; includes related party interest of \$81,276 and \$63,729, respectively	(607,118)	(792,064)
Income before income tax benefit	\$ 629,859	\$ 234,344
Income tax benefit	16,000	-
Net income	\$ 645,859	\$ 234,344
Income per common share:		
Basic	\$ 0.07	\$ 0.03
Diluted	\$ 0.07	\$ 0.03
Weighted average shares outstanding:		
Basic	9,154,953	8,425,090
Diluted	9,448,010	8,718,148

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Statements of Stockholders' Equity
For the Years Ended December 31, 2012 and 2011

	Number of shares		Redeemable Convertible Preferred Stock	Redeemable Convertible Common Stock	Additional Paid-In Capital	Accumulated Deficit Restated*	Total Stockholders' Equity Restated*
	Redeemable Convertible P referred Stock	Common Stock					
Balance at December 31, 2010	293,057	4,654,953	\$ 14,653	\$ 232,747	\$ 10,634,782	\$(8,917,575)	\$ 1,964,607
Issuance of Common Stock for cash	-	4,500,000	-	225,000	2,025,000	-	2,250,000
Net Income	-	-	-	-	-	234,344	234,344
Balance at December 31, 2011	293,057	9,154,953	\$ 14,653	\$ 457,747	\$12,659,782	\$ (8,683,231)	\$ 4,448,951
Net Income	-	-	-	-	-	645,859	645,859
Balance at December 31, 2012	293,057	9,154,953	\$ 14,653	\$ 457,747	\$12,659,782	\$ (8,037,372)	\$ 5,094,810

*During the fourth quarter of 2012, the Company determined that the deferred tax liability balance and the accumulated deficit balance were understated by \$412,000 at December 31, 2010. The Company is restating its accumulated deficit at December 31, 2010, to properly reflect a deferred tax liability of \$412,000 arising from the cumulative amortization of goodwill for tax purposes which was incorrectly used to reduce the valuation allowance against the deferred tax assets which were not more likely than not expected to be realized. This retroactive adjustment results in increasing the accumulated deficit at December 31, 2010 and increasing total liabilities by \$412,000. The impact of the annual amortization for tax purposes on the 2011 balance sheet, statement of income and cash flows was not material.

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Statements of Cash Flows

	For The Years Ended December 31,	
	2012	2011
Cash flows from operating activities:		
Net income	\$ 645,859	\$ 234,344
Adjustments to reconcile net income to net cash provided by operating activities:		
Deferred income tax benefit	(16,000)	-
Provision for doubtful accounts	414,412	318,325
Depreciation and amortization	359,235	369,004
Net gain on sale of property and equipment	(3,113)	(629)
Changes in operating assets and liabilities		
Accounts receivable	(1,488,131)	(743,094)
Inventory	6,197	(1,254,528)
Prepaid expenses and other current assets	41,141	(301,906)
Other assets – noncurrent	158,267	(255,619)
Trade payables	(439,884)	(831,578)
Accrued liabilities	154,016	(197,627)
Income taxes payable	(586)	(1,774)
Net cash used in operating activities	<u>(168,587)</u>	<u>(2,665,082)</u>
Cash flows from investing activities:		
Additions to property and equipment	(165,550)	(67,068)
Proceeds from disposal of property and equipment	4,600	8,383
Net cash used in investing activities	<u>(160,950)</u>	<u>(58,685)</u>
Cash flows from financing activities:		
Repayments of notes payable; includes related party repayments of \$1,232,009 and \$482,009, respectively	(1,650,805)	(1,001,098)
Issuance of notes payable, related party	1,700,000	450,000
Proceeds from issuance of common stock	-	2,250,000
Borrowings under credit facility - revolving credit, net	305,773	1,221,172
Net cash provided by financing activities	<u>354,968</u>	<u>2,920,074</u>
Increase in cash	25,431	196,307
Cash - beginning of year	271,697	75,390
Cash - end of year	<u>\$ 297,128</u>	<u>\$ 271,697</u>

CCOM Group, Inc. Reports Updated 2012 Fourth Quarter and Full Year Financial Results
Also Includes Unaudited Consolidated Statements of Income for the Fourth Quarter Ended December 31, 2012

HAWTHORNE, New Jersey (April 1, 2013) – CCOM Group, Inc. (the “Company”) (OTCQB: “CCOM,” “CCOMP”) today announced its financial results for the fourth quarter and year ended December 31, 2012. This press release is essentially identical to the press release issued on March 29, 2013, except that, besides including consolidated statements of income for the year ended December 31, 2012, this press release also includes unaudited consolidated statements of income for the fourth quarter ended December 31, 2012.

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Prepaid expenses and other current assets	1,372,390	1,413,531
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Goodwill	1,416,929	1,416,929
Other assets - noncurrent	270,265	428,532
Deferred income tax asset - noncurrent	100,000	-
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Liabilities and Stockholders' Equity		
Current liabilities:		
Borrowings under credit facility - revolving credit	\$ 12,297,180	\$ 11,991,407
Notes payable, current portion; includes related party notes of \$607,999 and \$32,009, respectively	745,500	384,630
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Income taxes payable	-	586
Total current liabilities	19,915,516	19,535,327
Convertible notes payable-related party	200,000	200,000
Notes payable, non-current portion; includes related party notes of \$1,440,015 and \$798,014, respectively	1,947,813	1,977,518
Deferred income tax liability - noncurrent	496,000	412,000
Total liabilities	22,559,329	22,124,845
Commitments and contingencies		
Stockholders' equity:		
Redeemable convertible preferred stock, \$.05 par value, 2,500,000 shares authorized, 293,057 shares issued and outstanding, liquidation preference of \$1,465,285	14,653	14,653
Common stock, \$.05 par value, 20,000,000 shares authorized, 9,154,953 shares issued and outstanding	457,747	457,747
Additional paid-in capital	12,659,782	12,659,782
Accumulated deficit	(8,037,372)	(8,683,231)
Total stockholders' equity	5,094,810	4,448,951
	<u>\$ 27,654,139</u>	<u>\$ 26,573,796</u>

*See note on Consolidated Statement of Stockholders' Equity

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Statements of Income

	(Unaudited)			
	For the Three Months Ended		For the Years Ended December 31,	
	December 31,		2012	
	2012	2011	2012	2011
Sales	\$ 24,923,292	\$ 22,939,776	\$ 86,110,638	\$ 79,563,932
Cost of sales	18,790,607	17,143,749	64,507,155	58,572,988
Gross profit	6,132,685	5,796,027	21,603,483	20,990,944
Selling, general and administrative expenses, net	5,236,816	5,026,787	20,684,458	20,228,933
Operating income	895,869	769,240	919,025	762,011
Other income	40,500	66,023	201,788	264,397
Gain on early extinguishment of debt	116,164	-	116,164	-
Interest expense, net; includes related party interest of \$81,726 and \$63,729, respectively	(147,921)	(234,737)	(607,118)	(792,064)
Income before income tax benefit	\$ 904,612	\$ 600,526	\$ 629,859	\$ 234,344
Income tax benefit	16,000	-	16,000	-
Net income	\$ 920,612	\$ 600,526	\$ 645,859	\$ 234,344
Income per common share:				
Basic	\$ 0.10	\$ 0.07	\$ 0.07	\$ 0.03
Diluted	\$ 0.10	\$ 0.06	\$ 0.07	\$ 0.03
Weighted average shares outstanding:				
Basic	9,154,953	9,154,953	9,154,953	8,425,090
Diluted	9,448,010	9,448,010	9,448,010	8,718,148

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
 Consolidated Statements of Stockholders' Equity
 For the Years Ended December 31, 2012 and 2011

	Number of shares		Redeemable Convertible Preferred Stock	Redeemable Convertible Preferred Stock	Common Stock	Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity
	Redeemable Convertible Preferred Stock	Common Stock						
Balance at December 31, 2010	293,057	4,654,953	\$ 14,653	\$ 232,747	\$ 10,634,782	\$ (8,917,575)	\$ 1,964,607	
Issuance of Common Stock for cash	-	4,500,000	-	225,000	2,025,000	-	2,250,000	
Net Income	-	-	-	-	-	234,344	234,344	
Balance at December 31, 2011	293,057	9,154,953	\$ 14,653	\$ 457,747	\$ 12,659,782	\$ (8,683,231)	\$ 4,448,951	
Net Income	-	-	-	-	-	645,859	645,859	
Balance at December 31, 2012	293,057	9,154,953	\$ 14,653	\$ 457,747	\$ 12,659,782	\$ (8,037,372)	\$ 5,094,810	

*During the fourth quarter of 2012, the Company determined that the deferred tax liability balance and the accumulated deficit balance were understated by \$412,000 at December 31, 2010. The Company is restating its accumulated deficit at December 31, 2010, to properly reflect a deferred tax liability of \$412,000 arising from the cumulative amortization of goodwill for tax purposes which was incorrectly used to reduce the valuation allowance against the deferred tax assets which were not more likely than not expected to be realized. This retroactive adjustment results in increasing the accumulated deficit at December 31, 2010 and increasing total liabilities by \$412,000. The impact of the annual amortization for tax purposes on the 2011 balance sheet, statement of income and cash flows was not material.

CCOM GROUP, INC. (FORMERLY COLONIAL COMMERCIAL CORP.) AND SUBSIDIARIES
Consolidated Statements of Cash Flows

	For The Years Ended December 31,	
	2012	2011
Cash flows from operating activities:		
Net income	\$ 645,859	\$ 234,344
Adjustments to reconcile net income to net cash provided by operating activities:		
Deferred income tax benefit	(16,000)	-
Provision for doubtful accounts	414,412	318,325
Depreciation and amortization	359,235	369,004
Net gain on sale of property and equipment	(3,113)	(629)
Changes in operating assets and liabilities		
Accounts receivable	(1,488,131)	(743,094)
Inventory	6,197	(1,254,528)
Prepaid expenses and other current assets	41,141	(301,906)
Other assets – noncurrent	158,267	(255,619)
Trade payables	(439,884)	(831,578)
Accrued liabilities	154,016	(197,627)
Income taxes payable	(586)	(1,774)
Net cash used in operating activities	<u>(168,587)</u>	<u>(2,665,082)</u>
Cash flows from investing activities:		
Additions to property and equipment	(165,550)	(67,068)
Proceeds from disposal of property and equipment	4,600	8,383
Net cash used in investing activities	<u>(160,950)</u>	<u>(58,685)</u>
Cash flows from financing activities:		
Repayments of notes payable; includes related party repayments of \$1,232,009 and \$482,009, respectively	(1,650,805)	(1,001,098)
Issuance of notes payable, related party	1,700,000	450,000
Proceeds from issuance of common stock	-	2,250,000
Borrowings under credit facility - revolving credit, net	305,773	1,221,172
Net cash provided by financing activities	<u>354,968</u>	<u>2,920,074</u>
Increase in cash	25,431	196,307
Cash - beginning of year	271,697	75,390
Cash - end of year	<u>\$ 297,128</u>	<u>\$ 271,697</u>