

INNOVATIVE DESIGNS INC
Form 10-Q/A
November 23, 2009

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

FORM 10-Q/A

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

For the quarterly period ended April 30, 2009

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: 000-51791

INNOVATIVE DESIGNS, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

03-0465528
(I.R.S. Employer
Identification
No.)

223 North Main Street, Suite 1
Pittsburgh, Pennsylvania 15215
(Address of Principal Executive Offices, Zip Code)

(412) 799-0350
(Issuer's Phone Number Including Area Code)

N/A
(Former Name or Former Address, if changed since last report)

Check whether the issuer (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and 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, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

(Check One)

Large Accelerated Filer

Accelerated Filer

Non-accelerated Filer

Smaller reporting company

(Do not check if a smaller reporting company)

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

As of June 11, 2009, there were 18,698,743 shares of the Registrant's common stock, par value \$.0001 per share, outstanding.

Transitional Small Business Disclosure Format: YES NO

EXPLANATORY NOTE

Innovative Designs, Inc. (the “Company”) is filing this Amendment No. 1 on Form 10-Q to amend our Quarterly Report on Form 10-kQ for the three month period ended April 30, 2009, which was filed with the US Securities and Exchange commission (the “SEC”) (the “Original Filing”).

The purpose of this Amendment No.1 is to respond to certain comments received from the staff of the SEC. The following sections of the Original Filing have been revised to reflect the staff’s comments:

- Item T
- Item 2
- Exhibit 31.1

This Amendment No.1 does not reflect events that that occurred after the filing of Original Filing and does not modify or update the disclosure therein in any way other than as required to reflect the matters set forth above.. Accordingly, this Amendment No.1 should be read along with our other filings made with the SEC.

Innovative Designs, Inc.

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Form 10-Q for the Quarter Ended April 30, 2009

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ITEM 1. CONDENSED FINANCIAL STATEMENTS

INNOVATIVE DESIGNS, INC.

CONDENSED BALANCE SHEETS
April 30, 2009 (Unaudited) and October 31, 2008

	2009	2008
ASSETS		
CURRENT ASSETS:		
Cash	\$ 104,121	\$ 22,523
Accounts receivable	35,315	159,128
Inventory	785,813	732,295
Deposits on inventory	108,550	305,000
Total current assets	1,033,799	1,218,946
LONG-TERM ASSETS		
Net deferred income tax asset	-	-
Property and equipment - net	8,280	10,675
Total long-term assets	8,280	10,675
TOTAL ASSETS	\$ 1,042,079	\$ 1,229,621
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES:		
Accounts payable	\$ 34,338	\$ 88,889
Customer deposits	-	9,823
Current portion of notes payable	15,405	169,530
Accrued interest expense	92,000	118,000
Accounts payable - related party	28,220	28,220
Related party debt	65,000	128,000
Shareholders advances	309,565	328,500
Accrued expenses	681	17,485
Total current liabilities	545,209	888,447
LONG-TERM LIABILITIES:		
Net deferred income tax liability	-	-
Long-term portion of notes payable	389,873	397,115
Total long term liabilities	389,873	397,115
TOTAL LIABILITIES	935,082	1,285,562
STOCKHOLDERS' EQUITY (DEFICIT):		
Preferred stock, \$.0001 par value, 100,000,000 shares authorized		
Common stock, \$.0001 par value, 500,000,000 shares authorized, 18,725,743 and 18,455,243 shares issued and outstanding	1,875	1,846
Additional paid in capital	5,647,316	5,565,045

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Accumulated deficit	(5,542,194)	(5,622,832)
Total stockholders' equity (deficit)	106,997	(55,941)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	\$ 1,042,079	\$ 1,229,621

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

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ITEM 1. CONDENSED FINANCIAL STATEMENTS

INNOVATIVE DESIGNS, INC.

STATEMENTS OF OPERATIONS

Three Months Ended April 30, 2009 and 2008, Six Months Ended April 30, 2009 and 2008
(Unaudited)

	Three Months Ended April 30,		Six Months Ended April 30,	
	2009	2008	2009	2008
REVENUE	\$ 57,666	\$ 34,133	\$ 648,830	\$ 268,316
OPERATING EXPENSES:				
Cost of sales	31,514	172,472	286,213	308,298
Non-stock compensation	52,850	-	53,300	-
Selling, general and administrative expenses	114,868	117,420	220,307	233,671
	199,232	289,892	559,820	541,969
(Loss)/income from operations	(141,566)	(255,759)	89,010	(273,653)
OTHER EXPENSE:				
Interest expense	(2,907)	(26,981)	(8,372)	(34,004)
Total other expense	(2,907)	(26,981)	(8,372)	(34,004)
Net (loss)/income before income taxes	(144,473)	(282,740)	80,638	(307,657)
Income taxes	-	-	-	-
NET (LOSS)/INCOME	\$ (144,473)	\$ (282,740)	\$ 80,638	\$ (307,657)
Weighted Average Shares Outstanding	18,846,743	18,024,073	18,883,085	18,042,743
Net income/(loss) per share	\$ (.008)	\$ (.016)	\$.004	\$ (.017)

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

ITEM 1. CONDENSED FINANCIAL STATEMENTS

INNOVATIVE DESIGNS, INC.

STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)

April 30, 2009 (Unaudited) and October 31, 2008

	Common Stock Shares	Amount	Additional Paid in Capital	Retained Deficit	Total
Balance at October 31, 2007	17,096,193	\$ 1,711	\$ 5,049,064	\$ (9,180,051)	\$ (4,129,276)
Shares issued for cash	505,050	50	208,716	-	208,766
Shares issued for services	594,000	59	216,291	-	216,350
Shares issued for extinguishment of debt	260,000	26	90,974	-	91,000
Net income	-	-	-	3,557,219	3,557,219
Balance at October 31, 2008	18,455,243	1,846	5,565,045	(5,622,832)	(55,941)
Shares issued for services	180,500	20	53,280	-	53,300
Shares issued for cash	90,000	9	28,991	-	29,000
Net income	-	-	-	80,638	80,638
Balance at April 30, 2009	18,725,743	\$ 1,875	\$ 5,647,316	\$ (5,542,194)	\$ 106,997

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

ITEM 1. CONDENSED FINANCIAL STATEMENTS

INNOVATIVE DESIGNS, INC.

STATEMENTS OF CASHFLOW
(Unaudited)For the Six Months Ended
April 30, 2009 April 30, 2008

CASH FLOWS FROM OPERATING ACTIVITIES:

Net income (loss)	\$ 80,638	\$ (307,657)
Adjustments to reconcile net income (loss) to cash provided by (used in) operating activities:		
Common stock issued for services	53,300	9,600
Depreciation and amortization	2,394	2,883
Changes in operating assets and liabilities:		
Accounts receivable	123,813	187,834
Inventory	(53,518)	70,894
Deposits on inventory	196,450	(180,000)
Accounts payable	(54,550)	(915)
Accrued expenses	(16,804)	24,810
Customer deposits	(9,823)	-
Accrued interest on notes payable	(26,000)	6,410
Net cash provided by (used in) operating activities	295,900	(186,141)

CASH FLOWS FROM INVESTING ACTIVITIES:

Additions to property and equipment	-	(2,200)
Net cash used in investing activities	-	(2,200)

CASH FLOWS FROM FINANCING ACTIVITIES:

Payments on note payable	(161,367)	(31,612)
Payment on note payable - related party	(63,000)	(32,800)
Proceeds from shareholder advances	-	5,000
Payment of shareholder advances	(18,935)	(3,000)
Common stock issued for cash	29,000	254,513
Net cash (used in) provided by financing activities	(214,302)	192,101

Net increase in cash	\$ 81,598	\$ 3,760
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Cash - beginning of year	\$ 22,523	\$ 6,555
Cash - end of period	\$ 104,121	\$ 10,315

Supplemental cash flow information:

Cash paid for interest	\$ 8,572	\$ 15,297
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The accompanying notes are an integral part of these financial statements.

INNOVATIVE DESIGNS, INC.

NOTES TO THE CONDENSED FINANCIAL STATEMENTS
April 30, 2009

1. BASIS OF PRESENTATION - INTERIM FINANCIAL STATEMENTS

The accompanying unaudited condensed financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information and the general instructions to Form 10-Q. Accordingly, they do not include all information and footnotes required by GAAP for complete financial statements. These interim financial statements should be read in conjunction with our audited financial statements and notes thereto included in our Annual Report on Form 10-K for the fiscal year ended October 31, 2008. The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. Actual results could differ from those estimates. In the opinion of management, all adjustments (consisting of normal recurring adjustments) considered necessary for a fair presentation have been included. The results of operations for the periods presented are not necessarily indicative of the results that may be expected for the year ending October 31, 2009 or any future period.

2. ADOPTION OF SFAS NO. 123 (REVISED 2004) SHARE-BASED PAYMENT

In December 2004, FASB issued FASB No. 123 (Revised 2004) Share-Based Payment. This Statement establishes standards for the accounting and transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity’s equity instruments or that may be settled by the issuance of those equity instruments. This Statement focuses primarily on accounting for transactions in which an entity obtains employee services in share-based payment transactions. This Statement does not change the accounting guidance for share-based payment transactions with parties other than employees provided in Statement 123 as originally issued and EITF Issue No. 96-18, “Accounting for Equity Instruments That Are Issued to Other Than Employees for Acquiring, or in Conjunction with Selling, Goods or Services.” This Statement does not address the accounting for employee share ownership plans, which are subject to AICPA Statement of Position 93-6, Employers’ Accounting for Employee Stock Ownership Plans. The adoption of SFAS 123 (Revised 2004) by the Company did not have a material impact on the Company’s financial position, results of operations or cash flows. There was no change in the status of outstanding shares or in the Equity Compensation Plan since October 31, 2008, and no shares were granted to employees of the Company for services rendered or to be rendered.

3. EARNINGS PER SHARE

Innovative Designs, Inc. (the “Company”) calculates net income (loss) per share as required by Statement of Financial Accounting Standard No. 128, Earnings per Share. Basic earnings (loss) per share is calculated by dividing income (loss) by the weighted average number of common shares outstanding for the period. Diluted earnings (loss) per share is calculated by dividing net income (loss) by the weighted average number of common shares and dilutive common stock equivalents outstanding. There were no fully diluted shares as of April 30, 2009 and 2008.

INNOVATIVE DESIGNS, INC.

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

April 30, 2009

4. GOING CONCERN AND LEGAL PROCEEDINGS

The Company's financial statements are presented on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business.

The Company's ability to continue as a going concern is contingent upon its ability to expand its operations and secure additional financing. The Company is currently pursuing financing for its operations and seeking to expand its operations. Failure to secure such financing or expand its operations may result in the Company not being able to continue as a going concern.

The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

We are subject to dispute and litigation both in and out of the ordinary course of our business. None of these matters, in the opinion of our management, is material or likely to result in a material effect on us based upon information available at this time. With respect to the former, we applied for a federal trademark for the name "Arctic Armor" which was approved by the Patent and Trademark Office. The application has been opposed by a third party who objects to the word "Armor". We are attempting to resolve the matter.

With respect to the latter, on July 30, 2008, Elio D. Cattan and Eliotex srl filed a Motion to Strike Satisfaction of Judgment in the action filed at 04-00593 in the United States District Court for the Western District of Pennsylvania. The basis for the relief requested was Cattan's averment that Innovative Designs defrayed certain of the expenses in Greystone, Inc.'s litigation in the United States, and that assistance violated Pennsylvania public policy regarding champerty and maintenance.

On February 5, 2009, The Honorable Arthur J. Schwab entered an Order on the Motion of Elio Cattan and Eliotex, SRL (collectively, "Cattan") to strike the assignment and satisfaction of judgment filed at Docket No. 04-00593 by Elite Properties, LLC. Counsel for Innovative Designs, Inc. sought to preclude the District Court from rendering any determination on the merits as to the ownership of the Judgment or the propriety of the State Court execution proceedings by which ownership of the Judgment was transferred.

The District Court did not adopt or substantiate the legal argument brought forward by Counsel for Cattan, and did not render any findings on the merits that would disturb Elite Properties, LLC's ownership of the IDI Judgment at the time it was satisfied.

On March 31, 2009, Eliotex, srl ("Eliotex") and Elio Cattan ("Cattan") filed a Motion to Strike Assignment and Satisfaction of Judgment in the Court of Common Pleas of Allegheny County, Pennsylvania at Case No. GD-06-011327. The Motion requests that the Court invalidate State Court execution proceedings on the default judgment entered against Eliotex and Cattan by Greystone, Inc. ("Greystone") by which Greystone purchased at Sheriff Sale the default judgment against IDI entered in favor of Eliotex and Cattan in Italian arbitration proceedings and confirmed by the District Court. The Motion further requests that the Court strike the purchase of an assignment of that judgment from Greystone, and its subsequent satisfaction, by Elite Properties, LLC. IDI consented to the issuance of a Rule to Show Cause why the relief should not be granted.

INNOVATIVE DESIGNS, INC.

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

April 30, 2009

Subsequent to the issuance of the Rule, Counsel for IDI noted that the Motion set forth averments of fact but was not accompanied by an executed Verification, rendering it a nullity under Pennsylvania law. Counsel for Eliotex and Cattani has acknowledged the same and absolved IDI of any duty to respond unless and until the Motion is accompanied by proper Verification.

Legal Counsel for IDI and the Company's management are confident that the outcome of the Motion, if adjudicated, will favor IDI. The Motion cites arcane theories of champerty and maintenance that the District Court expressly refused to adopt, and must be presented to the Honorable R. Stanton Wettick, Jr., a learner jurist and the Judge who in 2007 upheld the propriety of the execution proceedings at the time of a prior challenge by Eliotex and Cattani.

5. COMMON STOCK

On December 11, 2008, we issued a total of 20,000 shares of our common stock for cash for \$.40 per share or \$8,000. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended.

On December 30, 2008, we issued a total of 70,000 shares of our common stock for cash for \$.30 per share or \$21,000. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended.

On December 30, 2008, we issued a total of 1,500 shares of our common stock for services for \$.30 per share or \$450. The Company's CEO and the service provider negotiated the value of the services to be performed on behalf of the Company. The negotiated value was divided by the approximate trading value of the Company's common stock on the date the transaction was entered into to calculate the number of shares issued to the service provider. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended.

On February 5, 2009, we issued a total of 100,000 shares of our common stock for professional services for \$.25 per share or \$25,000. The Company's CEO and the service provider negotiated the value of the services to be performed on behalf of the Company. The negotiated value was divided by the approximate trading value of the Company's common stock on the date the transaction was entered into to calculate the number of shares issued to the service provider. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended.

On February 5, 2009, we issued a total of 25,000 shares of our common stock for professional services for \$.25 per share or \$6,250. The Company's CEO and the service provider negotiated the value of the services to be performed on behalf of the Company. The negotiated value was divided by the approximate trading value of the Company's common stock on the date the transaction was entered into to calculate the number of shares issued to the service provider. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended.

INNOVATIVE DESIGNS, INC.

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

April 30, 2009

On March 6, 2009, we issued a total of 54,000 shares of our common stock for professional services for \$.40 per share or \$21,600. The Company's CEO and the service provider negotiated the value of the services to be performed on behalf of the Company. The negotiated value was divided by the approximate trading value of the Company's common stock on the date the transaction was entered into to calculate the number of shares issued to the service provider. The shares were issued without registration pursuant to the exemption provided by Section 4(2) of the Securities Act of 1933, as amended. Subsequent to the quarter ending April 30, 2009, 27,000 shares or \$10,800 were canceled for non-performance of services.

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INNOVATIVE DESIGNS, INC.

April 30, 2009

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

General

The following information should be read in conjunction with the consolidated financial statements and the notes thereto and in conjunction with Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report on Form 10-K for the fiscal year ended October 31, 2008.

Disclosure Regarding Forward-Looking Statements

Certain statements made in this report, and other written or oral statements made by or on behalf of the Company, may constitute "forward-looking statements" within the meaning of the federal securities laws. When used in this report, the words "believes," "expects," "estimates," "intends" and similar expressions are intended to identify forward-looking statements. Statements regarding future events and developments and our future performance, as well as our expectations, beliefs, plans, intentions, estimates or projections relating to the future, are forward-looking statements within the meaning of these laws. Examples of such statements in this report include descriptions of our plans and strategies with respect to developing certain market opportunities, and our overall business plan. All forward-looking statements are subject to certain risks and uncertainties that could cause actual events to differ materially from those projected. We believe that these forward-looking statements are reasonable; however, you should not place undue reliance on such statements. These statements are based on current expectations and speak only as of the date of such statements. We undertake no obligations to publicly update or revise any forward-looking statement, whether as a result of future events, new information or otherwise.

Background

Innovative Designs, Inc. (hereinafter referred to as the "Company", "we or "our") was formed on June 25, 2002. We market and sell clothing products such as hunting apparel, and cold weather gear called "Artic Armor" that are made from INSULTEX, a material with buoyancy, scent block and thermal resistant properties. We obtain INSULTEX through a license agreement with the owner and manufacturer of the material. Since our formation we have devoted our efforts to:

- Completing the development, design and prototypes of our products,
- Obtaining retail stores or sales agents to offer and sell our products, and
- Developing our website to sell more of our products.

INNOVATIVE DESIGNS, INC.

April 30, 2009

Results of Operations

Comparison of the Three Months Ended April 30, 2009 with the Three Months Ended April 30, 2008.

Revenues

The following table shows a comparison of the results of operations between the three months ended April 30, 2009 and three months ended April 30, 2008:

	Three Months Ended April 30, 2009	% of Sales	Three Months Ended April 30, 2008	% of Sales	\$ Increase (Decrease)	% Change
REVENUE	\$ 57,666	100%	\$ 34,133	100%	\$ 23,533	68.9%
OPERATING EXPENSES						
Cost of sales	31,514	54.6%	172,472	505.3%	(140,958)	(81.7%)
Non-stock compensation	52,850	91.6%	-	-	52,850	100%
Selling, general and administrative expenses	114,868	199.2%	117,420	344.0%	(2,552)	(2.2%)
	199,232	345.5%	289,892	849.3%	(90,660)	(31.3%)
Loss from operations	(141,566)	(245.5%)	(255,759)	(749.3%)	114,193	44.6%
OTHER INCOME (EXPENSE)						
INTEREST EXPENSE	(2,907)	(5.0%)	(26,981)	(79.0%)	24,074	89.2%
	(2,907)	(5.0%)	(26,981)	(79.0%)	24,074	89.2%
Net loss	\$ (144,473)	(250.5%)	\$ (282,740)	(828.3%)	\$ 138,267	48.9%

Three Months Ended April 30, 2009 and 2008

The increase in revenues for the three months ended April 30, 2009, over the corresponding period ended April 30, 2008, is the result of our selling more of our Artic Armor line of products. Our revenue was decreased by approximately \$15,000 as a result of taking back goods from a customer who ordered them in a prior period but could not pay for them. Approximately 90% of our sales for the period were from our Artic Armor line of products. For the third quarter, we hope to have signed on a large distributor which will give us two distributors for our sales effort. The advantage of such distributors is that they have more sales personnel and cover a wider territory. They also are able to take orders from retailers who cannot commit to our minimum order levels. We are also instituting our Early Order Booking program for the second year. The program offers free shipping and better credit terms for those customers who indicate their intention to place a firm order in the future. Our building wrap product is entering the final phases of testing.

INNOVATIVE DESIGNS, INC.

April 30, 2009

Some of the testing has shown excellent results. We hope to have the testing completed by the end of June. As soon as the testing phase is completed we will begin our marketing effort for this product line.

The following table shows a comparison of the results of operations between the six months ended April 30, 2009 and six months ended April 30, 2008:

	Six Months Ended April 30, 2009	% of Sales	Six Months Ended April 30, 2008	% of Sales	\$ Increase (Decrease)	% Change
REVENUE	\$ 648,830	100%	\$ 268,316	100%	\$ 380,514	141.8%
OPERATING EXPENSES						
Cost of sales	286,213	44.1%	308,298	114.9%	(22,085)	(7.2%)
Non-stock compensation	53,300	8.2%	-	-	53,300	100%
Selling, general and administrative expenses	220,307	34.0%	233,671	87.1%	(13,364)	(5.7%)
	559,820	86.3%	541,969	202.0%	17,851	(3.3%)
Income/(loss) from operations	89,010	13.7%	(273,653)	(102.0%)	362,663	132.5%
OTHER INCOME (EXPENSE)						
INTEREST INCOME (EXPENSE)	(8,372)	(1.3%)	(34,004)	(12.7%)	25,632	75.4%
	(8,372)	(1.3%)				