

WIDEPOINT CORP
Form NT 10-Q
November 15, 2005

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

FORM 12b-25

NOTIFICATION OF LATE FILING

SEC FILE NUMBER: 000-23967

(Check One): **Form 10-K** Form 11-K Form 20-F
 Form 10-Q Form N-SAR Form N-CSR
For Period Ended: September 30, 2005

Transition Report on Form 10-K
 Transition Report on Form 20-F
 Transition Report on Form 11-K
 Transition Report on Form 10-Q
 Transition Report on Form N-SAR
For the Transition Period Ended:

Read Instruction Sheet (on back page) Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates:

PART I REGISTRANT INFORMATION

Full Name of Registrant:

WIDEPOINT CORPORATION

Former Name if Applicable:

N/A

Address of Principal Executive Office (Street and Number):

One Lincoln Centre, Suite 1100

City, State and Zip Code:

Oakbrook Terrace, Illinois 60181

PART II RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check Box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b)

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The subject quarterly report on Form 10-QSB, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and

- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III NARRATIVE

State below in reasonable detail the reasons why the Form 10-K, 20-F, 11-K, 10-Q, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

WidePoint Corporation (the Company) has received certain letters of comment from the Securities and Exchange Commission related to the Company's pending Registration Statement on Form S-1 and certain of its periodic filings, including comments that will impact the financial statements contained in the Company's Quarterly Report on Form 10-QSB for the quarter ended September 30, 2005. The Company has submitted proposed responses to the Staff's comments and is awaiting the Staff's response to such comments. The delay in filing the Company's Quarterly Report on Form 10-QSB is due to delays experienced in the final consolidation and preparation of the financial statements of the Company as it awaits a response from the Staff regarding the Company's proposed responses to such comments.

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PART IV OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification:

Thomas L. James
Foley & Lardner LLP

202-295-4012

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such reports been filed? If answer is no, identify report(s).

[X] Yes [] No

- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

[X] Yes [] No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Company expects that the amount of net revenues to be reported by it for the quarter ended September 30, 2005, will be approximately \$3.6 million, as compared to \$0.9 million for the quarter ended September 30, 2004. Furthermore, it expects to report a loss from operations for the quarter ended September 30, 2005 of approximately \$14,000 compared to \$106,000 for the quarter ended September 30, 2004. The Company expects to report to net income of approximately \$696,000 for the quarter ended September 30, 2005, compared to a net loss of \$105,000 for the quarter ended September 30, 2004. The change in the results of operations from the quarter ended September 30, 2004 to the quarter ended September 30, 2005 is primarily due to the acquisition by the Company of Operational Research Consultants, Inc. in October 2004.

WidePoint Corporation has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 14, 2005

By: /s/ James T. McCubbin
James T. McCubbin
Vice President and Chief Financial Officer

