CLICKNSETTLE COM INC
Form 10-Q
February 14, 2008

U.S. Securities and Exchange Commission
Washington, D.C. 20549

Form 10-QSB

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended December 31, 2007

[ ] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from ________ to __________

Commission File No. 0-21419

clickNsettle.com, Inc.

(Exact name of small business issuer as specified in its charter)

Delaware	23-2753988
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

4400 Biscayne Boulevard, Suite 950
Miami, Florida 33137

(Address of principal executive offices)

(305) 573-4112

(Issuer's Telephone Number)

(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 [X] No []

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

On January 31, 2008, the number of shares of outstanding Common Stock of the issuer was 55,150,260.

Transitional Small Business Disclosure Format (check one) Yes [] No [X]

FORM 10-QSB
QUARTER ENDED DECEMBER 31, 2007

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PART I
FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

The unaudited, condensed financial statements included herein, commencing at page F-1, have been prepared in accordance with the requirements of Regulation S-B and, therefore, omit or condense certain footnotes and other information normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America. In the opinion of management, all adjustments (including all normal recurring adjustments) necessary for a fair presentation of the financial information for the interim periods reported have been made.

Results of operations for the three and six months ended December 31, 2007, are not necessarily indicative of the results of operations expected for the year ending June 30, 2008.

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

The following discussion with regard to our financial condition and operating results contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on current plans and expectations of clickNsettle.com, Inc. (the "Company" or "CLIK") and involve risks and uncertainties that could cause actual future activities and results of operations to be materially different from those set forth in the forward-looking statements. Important factors that could cause actual results to differ include, among others, our inability to consummate an acquisition of an operating business or, in the event that we do consummate a transaction, our ability to successfully manage and operate the combined business.

The discussion of our financial condition and plan of operation should be read in conjunction with our unaudited, condensed financial statements and notes thereto included elsewhere in this Report and the Company's Annual Report on Form 10-KSB filed with the Securities and Exchange Commission.

CRITICAL ACCOUNTING POLICIES

Please refer to our Annual report on Form 10-KSB for a discussion of our critical accounting policies, which include income taxes and valuation allowance. There have been no changes to these policies during the three months ended December 31, 2007.

FINANCIAL RESULTS FOR THE THREE AND SIX MONTHS ENDED DECEMBER 31, 2007

For the quarter ended December 31, 2007, we recorded a net loss of approximately $45,500 or less than $0.01 per share. Included in the financial results for the quarter ended December 31, 2007, were professional fees of approximately $27,000 and general and administrative expenses of approximately $31,900, which together constituted our total operating expenses. Our operating expenses were less in this quarter than in the three months ended September 30, 2007 when we incurred higher professional fees in

connection with the change of control of the Company that occurred on September 26, 2007. We had interest income of approximately $13,500 during the most recent quarter. The interest income is significantly higher than we have previously had as a result of the working capital contributed to the Company in connection with the change of control.

For the three months ended December 31, 2006, the Company recorded a net loss of approximately $17,800 or less than $0.01 per share. The Company's operating expenses for the three months ended December 31, 2006, were approximately $18,700, which was the amount spent to maintain CLIK as a public company. Interest income during the three months ended December 31, 2006 was approximately $900.

For the six months ended December 31, 2007, we recorded a net loss of approximately $138,300 or less than $0.01 per share. Included in the financial results for the six months were administrative expenses of approximately $34,700. We had interest income of approximately $14,800 during the six months, of which approximately $13,500 was earned following the change of control on September 26, 2007. Expenses were approximately $94,100 greater in the quarter ended September 30, 2007 than in the quarter ended December 31, 2007 as a result of the expenses incurred for the change of control. Interest income in the quarter ended September 30, 2007 was approximately $1,300, compared to approximately $13,500 for the quarter ended December 31, 2007.

For the six months ended December 31, 2006, the Company recorded a net loss of approximately $42,900 or less than $0.01 per share. The Company's operating expenses for the six months ended December 31, 2006 were approximately $45,100. Interest income during the six months ended December 31, 2006 was approximately $2,300.

We do not expect to generate operating revenues or income until such time as we effect a business combination with an operating company. However, in the event that we do consummate a merger or acquire an operating company, there can be no assurances that the combined operation will operate profitably.

LIQUIDITY AND CAPITAL RESOURCES

As of December 31, 2007, the Company had cash of approximately $1,419,400, following the change of control and the Company's sale of restricted securities to the new investors. The Company's liabilities at December 31, 2007 were approximately $9,400. The Company's cash is invested in money market accounts and certificates of deposit. We anticipate that the primary uses of working capital will include general and administrative expenses, professional fees to maintain CLIK as a reporting company, and costs associated with seeking to locate and consummate a business combination. We believe that we have sufficient funds to cover our expenses for at least the next twelve months.

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In December 2007 we agreed to sell the number of shares of common stock required to give the purchasers of such stock a 51% interest in the Company. The purchase price for these shares will be an amount that is equal to the Company's cash, after deduction of any liabilities, on the closing date. If this sale is completed, the Company's cash will increase, but there can be no assurances that this transaction, which we expect to occur during the first six months of 2008, will be completed.

PLAN OF OPERATION

Management of the Company will devote its efforts to consummating a merger or acquisition with an operating business. In the event that we identify an acceptable operating business, we will effect the transaction utilizing any combination of our common stock, cash on hand, or other funding sources that we reasonably believe are available. We currently have no contractual commitments with regard to effecting an acquisition or other business combination with an operating company.

Management of the Company also manages another publicly-traded shell for which a business combination is being sought. As acceptable operating businesses are identified, management will determine which public shell is the appropriate vehicle for the proposed business combination. Although we believe that we will be successful in consummating a business combination with an operating company, there can be no assurances that we will enter into such a transaction in the near term or on terms favorable to the Company, or that other funding sources will be available.

RISK FACTORS

We face risks. These risks include those described below and may include additional risks of which we are not currently aware or which we currently do not believe are material. If any of the events or circumstances described in the following risks actually occur, our financial condition or results of operations could be adversely affected. These risks should be read in conjunction with the other information set forth in this report.

WE DO NOT HAVE AN OPERATING BUSINESS, AND, IF THE COMPANY ACQUIRES A NEW BUSINESS, OUR SHAREHOLDERS WILL SUFFER SIGNIFICANT DILUTION.

On January 13, 2005, the Company sold its ADR business. We are searching for an operating entity to acquire or with which to enter into a merger transaction. There can be no assurances that an operating company will be acquired or that a merger transaction will be consummated. Also, the Company's cash may not be sufficient to acquire a new operating business or to enter into a merger transaction. In addition, if we acquire a new operating business or enter into a merger transaction, we expect that the transaction will be accomplished through the issuance of stock of the Company, resulting in significant dilution to existing shareholders.

WE HAVE NO REVENUES, BUT WE INCUR COSTS AND EXPENSES.

CLIK has not had any revenue since January 13, 2005. If we do not acquire another operating business, we cannot generate revenues. Moreover, we will continue to incur costs for our public reporting obligations and for searching for an operating business. It is likely that in order to acquire a new operating business or to enter into a merger transaction, significant costs will be incurred. There can be no assurances that the cash on hand will be sufficient to cover such costs.

OUR COMMON STOCK IS TRADED ON THE NASD OTC ELECTRONIC BULLETIN BOARD AND IS SUBJECT TO THE PENNY STOCK RULES.

Trading in our securities has been conducted in the over-the-counter market on the NASD's OTC Electronic Bulletin Board. As a result, an investor may find it more difficult to purchase, dispose of and obtain accurate quotations as to the value of our securities.

In addition, as the trading price of our common stock has been less than $5.00 per share, trading in our stock is also subject to the requirements of Rule 15g-9 under the Securities Exchange Act of 1934. Under that rule, broker/dealers who recommend such low-priced securities to persons other than established customers and accredited investors must satisfy special sales practice requirements, including (a) the requirement that they make an individualized written suitability determination for the purchaser and (b) the receipt of the purchaser's written consent prior to the transaction.

The Securities Enforcement Remedies and Penny Stock Reform Act of 1990 also requires additional disclosure in connection with any trades involving a stock defined as a penny stock (generally, any equity security not traded on an exchange or quoted on the NASDAQ SmallCap Market that has a market price of less than $5.00 per share), including the delivery, prior to any penny stock transaction, of a disclosure schedule explaining the penny stock market and the risks associated therewith. Such requirements could severely limit the market liquidity of our securities and the ability of stockholders to sell their securities in the secondary market.

ITEM 3. CONTROLS AND PROCEDURES

As of December 31, 2007, the Company's President and Chief Executive Officer and its Chief Financial Officer evaluated the Company's disclosure controls and procedures, and they concluded that the Company maintains effective disclosure controls and procedures.

A control system, however well designed and operated, can provide only reasonable, not absolute, assurance that the control system's objectives will be met. There are inherent limitations in all control systems, and no evaluation of controls can provide absolute assurance that all control gaps or instances of fraud have been detected. These inherent limitations include the realities that the judgments in decision-making can be faulty, and that simple errors or mistakes can occur.

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PART II
OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None.

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

On December 19, 2007, the Company entered into a Stock Purchase Agreement (the "Agreement") with a group of investors led by Dr. Phillip Frost (the "Purchasers"). Pursuant to the Agreement, the Company will implement a one-for-ten reverse stock split, increase its authorized common and preferred shares, and sell to the Purchasers an aggregate number of unregistered shares equal to 51% of the post-reverse split outstanding shares of the common stock of the Company on a fully diluted basis (the "Shares"). The purchase price for the sale of the Shares will be an amount equal to net cash and cash equivalents of the Company on the Closing Date, after deducting any and all liabilities and costs existing as of the Closing Date, including costs and expenses of this transaction. The Company expects that the Closing Date will occur during the first six months of 2008.

The Shares will be issued pursuant to the private placement exemption provided by Section 4(2) of the Securities Act of 1933 (the "1933 Act"). The Shares will be deemed to be "restricted securities" as defined in Rule 144 under the 1933 Act and the certificates evidencing the Shares will bear a legend stating the restrictions on resale. There will be no underwriting discounts or commissions.

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

(a) Exhibits.

Exhibit 31.1 Certification of Chief Executive Officer pursuant to Rule 13a-14(a)

Exhibit 31.2 Certification of Chief Financial Officer pursuant to Rule 13a-14(a)

Exhibit 32 Certification pursuant to Rule 13a-14(b) and Section 1350, Title 18, United States Code

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

clickNsettle.com, Inc.
(Registrant)

Dated: February 13, 2008 By: /s/ Glenn L. Halpryn

Glenn L. Halpryn
Chairman and President
(Principal Executive Officer)

Dated: February 13, 2008 By: /s/ Alan Jay Weisberg

Alan Jay Weisberg
Chief Financial Officer
(Principal Financial and Accounting Officer)

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clickNsettle.com, Inc.
CONDENSED BALANCE SHEET
December 31, 2007
(Unaudited)

Assets

Current assets:	
Cash	$1,419,351
Prepaid expenses	25,008
Total current assets	$1,444,359

Liabilities and Stockholders' Equity

Current liabilities:	
Accounts payable	$ 9,361
Total current liabilities	$ 9,361
Commitments and Contingencies	
Stockholders' equity:	
Preferred stock, $.001 par value; 5,000,000 shares authorized; none issued and outstanding	
Common stock, $.001 par value; 300,000,000 shares authorized; 55,402,762 shares issued and 55,150,260 shares outstanding	$ 55,403
Additional paid-in capital	11,699,336
Accumulated Deficit	(10,235,823)
Less: treasury stock (252,502 shares) - at cost	(83,918)
Total stockholders' equity	$ 1,434,998
Total Liabilities and Stockholders' Equity	$ 1,444,359

The accompanying notes are an integral part of these statements.

clickNsettle.com, Inc.
STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended December 31, 2007	Three Months Ended December 31, 2006	Six Months December 2007
Operating Expenses			
Professional fees	$ 27,047	$ -	$ 118,373
General and administrative	31,927	18,723	34,688
Total Operating Expenses	58,974	18,723	153,061
Loss from operations	(58,974)	(18,723)	(153,061)
Other Income			
Interest Income	13,524	941	14,778
Total Other Income	13,524	941	14,778
Net Loss	$ (45,450)	$ (17,782)	(138,283)
Net loss per share - basic and diluted	$ (0.00)	$ (0.00)	$ (0.00)
Weighted average number of shares outstanding during the period -- basic and diluted	55,150,260	9,929,212	33,522,794

The accompanying notes are an integral part of these statements.

clickNsettle.com, Inc.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
For the Six Months Ended December 31, 2007
and For the Years Ended June 30, 2007 and 2006
(Unaudited)

	Common Stock Shares	Common Stock Amount	Additional Paid in Capital	Accumulated Deficit	Treasury Stock	Su R
Balance, June 30, 2006	10,181,554	$ 10,182	$10,212,757	(10,022,096)	$ (83,918)	$
Increase in shares issued due to reconciliation with transfer agent	150	-	-	-	-	
Imputed contribution to capital for services provided by related party	-	-	19,800	-	-	
Net loss, 2007	-	-	-	(75,444)	-	
Balance, June 30, 2007	10,181,704	$10,182	$10,232,557	$(10,097,540)	$ (83,918)	$
Issuance of common stock for cash ($0.0349/share)	44,921,054	44,921	1,522,079	-	-	
Issuance of common stock as finder's fee ($0.001/share)	300,000	300	(300)	-	-	
Cash paid as finder's fee	-	-	(55,000)	-	-	
Increase in shares issued due to reconciliation with transfer agent	4					
Net loss for the 3 months ended September 30, 2007	-	-	-	(92,833)	-	
Balance, September 30, 2007	55,402,762	$55,403	$11,699,336	$(10,190,373)	$ (83,918)	$

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	Common Stock Shares	Common Stock Amount	Additional Paid in Capital	Accumulated Deficit	Treasury Stock	Su R
Collection of prior period Subscription	-	-	-	-	-	
Net loss for the 3 months ended December 31, 2007	-	-	-	(45,450)	-	
Balance, December 31, 2007 Unaudited	55,402,762	$55,403	$11,699,336	$(10,235,823)	$ (83,918)	$

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

clickNsettle.com, Inc.
CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the six months ended December 31, 2007	2006
Cash Flows From Operating Activities		
Net Loss	$ (138,283)	$ (42,856)
Adjustments to reconcile net loss to net cash used in operations		
Contributed services- former related party	-	11,800
Changes in operating assets and liabilities:		
Increase (Decrease) in:		
Prepaid asset	(19,995)	7,286
(Increase) Decrease in:		
Accounts payable and accrued liabilities	(16,468)	(8,273)
Net Cash Used in Operating Activities	(174,746)	(32,043)
Cash Flows From Financing Activities:		
Proceeds from sale of common stock	1,567,000	-
Cash paid as finder's fee	(55,000)	-
Net Cash Provided by Financing Activities	1,512,000	-

Net Increase (Decrease) in Cash and Cash Equivalents	1,337,254	(32,043)
Cash and cash equivalents Beginning of Period	$ 82,097	$ 129,220
Cash and cash equivalents End of Period	$1,419,351	$ 97,177
Supplemental disclosure of cash flow information:		
Cash paid for interest	$ -	$ -
Cash paid for taxes	$ -	$ -
Supplemental disclosure of non-cash investing and financing activities:		
Stock paid as finder's fee (300,000) shares) (See Note 3)	$ 300	$ -

The accompanying notes are an integral part of these statements.

clickNsettle.com, Inc.

Notes to Financial Statements

December 31, 2007
(Unaudited)

1. Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and the rules and regulations of the United States Securities and Exchange Commission for interim financial information. Accordingly, they do not include all the information and footnotes necessary for a comprehensive presentation of financial position and results of operations.

It is management's opinion, however, that all material adjustments (consisting of normal recurring adjustments) have been made that are necessary for a fair financial statement presentation. The results for the interim period are not necessarily indicative of the results to be expected for the year.

For further information, refer to the audited financial statements and footnotes of the Company for the year ended June 30, 2007, included in the Company's Form 10-KSB.

2. Nature of Operations and Summary of Significant Accounting Policies

(A) Nature of Operations and Liquidity

clickNsettle.com, Inc. ("CLIK") previously provided a broad range of Alternative Dispute Resolution ("ADR") services, primarily arbitrations and mediations, principally in the United States. CLIK incorporated on January 12, 1994 and began operations on February 15, 1994. On October 31, 1994, the predecessor operating company, which CLIK's Chief Executive Officer primarily owned, was acquired by and became a wholly owned subsidiary of CLIK. The transaction was accounted for as a transfer of assets between companies under common control, with the assets and liabilities of the predecessor operating company combined with those of CLIK at their historical carrying values. The predecessor operating company also provided a broad range of ADR services, including arbitrations and mediations. The predecessor operating company began operations in March 1992.

Prior to January 1, 2006, the accompanying financial statements of clickNsettle.com, Inc. included the accounts of its wholly owned subsidiaries, Michael Marketing LLC and clickNsettle.com LLC (collectively referred to herein as the "Company"). As of January 1, 2006, the Company transferred ownership of its wholly owned subsidiary, Michael Marketing LLC, to National Arbitration and Mediation, Inc. ("NAMI"). Such subsidiary was inactive and had no operations or net assets. Previously, the Company dissolved its other wholly owned subsidiary, clickNsettle.com LLC, as it was also inactive and had no operations or net assets. As such, the Company no longer owns any subsidiaries and has no operations.

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On September 26, 2007, the Company issued 45,221,054 shares of restricted common stock in connection with a change in control. (See Note 3)

On December 19, 2007, the Company entered into a stock purchase agreement with a new group of investors for the sale of 51% of the Company's outstanding common stock. The transaction will result in a change of control. The sale is expected to close during the first six months of 2008.

On December 19, 2007, the Board of Directors approved a one-for-ten reverse stock split and an increase in the number of the Company's authorized common and preferred shares. These changes are expected to become effective during the first six months of 2008 after notice to shareholders and filing with the State of Delaware.

The accompanying unaudited financial statements have been prepared on the basis which assumes that the Company will continue to operate as a going concern and which contemplates the realization of assets and the satisfaction of liabilities and commitments in the normal course of business. As reflected in the accompanying financial statements, the Company has a net loss of $138,283 and net cash used in operations of $174,746, respectively, for the six months ended December 31, 2007. The Company has positive working capital of $1,434,998 at December 31, 2007, and has the ability to meet all obligations due over the course of the next twelve months.

The Company currently intends to effect a merger, acquisition or other business combination with an operating company utilizing any combination of its common stock, cash on hand or other funding sources that the Company believes are available. There can be no assurances that management's efforts to consummate a merger, acquisition or business combination with an operating company or management's efforts to identify other funding sources will be successful.

(B) Use of Estimates

In preparing financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and revenues and expenses during the periods presented. Actual results may differ from these estimates.

(C) Cash and Cash Equivalents

The Company minimizes its credit risk associated with cash by periodically evaluating the credit quality of its primary financial institution. The balance at times may exceed federally insured limits. At December 31, 2007, the balance exceeded the federally insured limit by $1,299,426.

(D) Net Loss per Share

Basic earnings (loss) per share is computed by dividing the net loss less preferred dividends for the period by the weighted average number of shares outstanding. Diluted loss per share is computed by dividing net loss less preferred dividends by the weighted average number of shares outstanding including the effect of share equivalents.

At December 31, 2007 and 2006, the Company had outstanding common stock equivalents consisting of 213,990 and 413,974 stock options, respectively, which could potentially dilute loss per share. All common stock equivalents existing at these dates were antidilutive due to the reported net loss; as such, there was no separate computation for diluted earnings per share.

(E) Income Taxes

The Company accounts for income taxes under the liability method in accordance with Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes." Under this method, deferred income tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse.

(F) Segment Information

The Company follows Statement of Financial Accounting Standards No. 131, "Disclosures about Segments of an Enterprise and Related Information." At December 31, 2007, the Company only operated in one segment; therefore, segment information has not been presented.

(G) Recent Accounting Pronouncements

In December 2007, the FASB issued SFAS No. 160, "Noncontrolling Interests in Consolidated Financial Statements, an amendment of Accounting Research Bulletin No. 51" ("SFAS 160"). SFAS 160 establishes accounting and reporting standards for ownership interests in subsidiaries held by parties other than the parent, changes in a parent's ownership of a noncontrolling interest, calculation and disclosure of the consolidated net income attributable to the parent and the noncontrolling interest, changes in a parent's ownership interest while the parent retains its controlling financial interest and fair value measurement of any retained noncontrolling equity investment. SFAS 160 is effective for financial statements issued for fiscal years beginning after December 15, 2008, and interim periods within those fiscal years. Early adoption is prohibited. The Company must adopt these new requirements on July 1, 2009.

In December 2007, the FASB issued SFAS 141R, Business Combinations ("SFAS 141R"), which replaces FASB SFAS 141, Business Combinations. This Statement retains the fundamental requirements in SFAS 141 that the acquisition method of accounting be used for all business combinations and for an acquirer to be identified for each business combination. SFAS 141R defines the acquirer as the entity that obtains control of one or more businesses in the business combination and establishes the acquisition date as the date that the acquirer achieves control. SFAS 141R will require an entity to record separately from the business combination the direct costs, where previously these costs were included in the total allocated cost of the acquisition. SFAS 141R will require an entity to recognize the assets acquired, liabilities assumed, and any noncontrolling interest in the acquired at the acquisition date, at their fair values as of that date. This compares to the cost allocation method previously required by SFAS 141. SFAS 141R will require an entity to recognize as an asset or liability at fair value for certain contingencies, either contractual or non-contractual, if

certain criteria are met. Finally, SFAS 141R will require an entity to recognize contingent consideration at the date of acquisition, based on the fair value at that date. This Statement will be effective for business combinations completed on or after the first annual reporting period beginning on or after December 15, 2008. Early adoption of this standard is not permitted and the standards are to be applied prospectively only. Upon adoption of this standard, there would be no impact to the Company's results of operations and financial condition for acquisitions previously completed. The adoption of this standard will impact any acquisitions completed after July 1, 2009.

Other accounting standards that have been issued or proposed by the FASB or other standards-setting bodies do not require adoption until a future date and are not expected to have a material impact on the financial statements upon adoption.

(H) Reclassifications

Certain amounts in the year 2006 financial statements have been reclassified to conform to the year 2007 presentation. These reclassifications had no effect on the financial position, results of operations or cash flows.

3. Stockholders' Equity

(A) Stock Issued for Cash

On September 26, 2007, the Company sold 44,921,054 shares of restricted common stock for $1,567,000 ($0.0349/share). The sale resulted in a change of control of the Company.

(B) Stock Issued as Finder's Fee

On September 26, 2007, the Company issued 300,000 shares of restricted common stock having a fair value of $300 as a finder's fee relating to the Company's change in control. The payment had a net effect on equity of $0, as additional paid in capital was debited and common stock was credited for the same balance at par value.

(C) Cash Paid as Finder's Fee

On September 26, 2007, the Company paid $55,000 to an individual as a finder's fee.

(D) Stock Options

A summary of stock option activity for the six months ended December 31, 2007 (unaudited) and for the year ended June 30, 2007 is as follows:

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	Number of Options	Weighted Average Exercise Price
Stock Options		
Balance at June 30, 2006	448,974	$1.42
Granted	-	-
Exercised	-	-
Cancelled/Forfeited	(234,984)	2.44
Balance at June 30, 2007	213,990	$0.30
Granted	-	-
Exercised	-	-
Cancelled/Forfeited	-	-
Balance at December 31, 2007 (unaudited)	213,990	$0.30
Options exercisable at December 31, 2007	213,990	$0.30
Weighted average fair value of options granted during 2007		$ -

	Outstanding			Exercisable	
Range of Exercise Price	Number Outstanding at December 31 2007	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Number Exercisable at December 31 2007	Weighted-average Exercise Price
$ 0.05-$0.11	150,000	5.99 yrs.	$0.08	150,000	$0.08
$ 0.16-$0.20	39,990	4.11 yrs.	$0.18	39,990	$0.18
$ 0.78-$1.13	9,000	0.99 yrs.	$0.93	9,000	$0.93
$ 2.47	15,000	2.49 yrs.	$2.47	15,000	$2.47
$ 0.05-$2.47	213,990	4.28 yrs.	$0.30	213,990	$0.30

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EXHIBIT INDEX

Exhibit No.	Description
31.1	Certification of Chief Executive Officer pursuant to Rule 13a-14(a)
31.2	Certification of Chief Financial Officer pursuant to Rule 13a-14(a)
32	Certification pursuant to Rule 13a-14(b) and Section 1350, Title 18, United States Code.

Exhibit 31.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, Glenn L. Halpryn, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of clickNsettle.com, 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, 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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) 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 (the small business issuer's fourth fiscal quarter in the case of an annual report) 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 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 and material weaknesses 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.

Dated: February 13, 2008

/s/ Glenn L. Halpryn

Glenn L. Halpryn
Chief Executive Officer

Exhibit 31.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER

I, Alan Jay Weisberg, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of

clickNsettle.com, 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, 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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) 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 (the small business issuer's fourth fiscal quarter in the case of an annual report) 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 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 and material weaknesses 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.

Dated: February 13, 2008

/s/ Alan Jay Weisberg

Alan Jay Weisberg
Chief Financial Officer

Exhibit 32

CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350

In connection with the Quarterly Report on Form 10-QSB of clickNsettle.com, Inc. for the period ended December 31, 2007, as filed with the Securities and Exchange Commission (the "Report"), we, Glenn L. Halpryn, Acting Chief Executive Officer of clickNsettle.com, Inc., and Alan Jay Weisberg, Acting Chief Financial Officer of clickNsettle.com, Inc., hereby certify pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

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 operations of clickNsettle.com, Inc.

Dated: February 13, 2008

/s/ Glenn L. Halpryn

Glenn L. Halpryn
Executive Officer

Dated: February 13, 2008

/s/ Alan Jay Weisberg

Alan Jay Weisberg
Chief Financial Officer

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