

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Form: 10QSB

Date Filed: 2008-04-03

Corporate Issuer CIK: 1392363

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-QSB

(Mark One)

**S QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the quarterly period ended March 31, 2008

£ TRANSITION REPORT UNDER SECTION 13 or 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

Commission file number 333- 141568

TJS WOOD FLOORING, Inc.

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

Delaware

(State or other jurisdiction of
incorporation or organization)

20-8468508

(IRS Employer Identification No.)

Brandi Iannelli
TJS Wood Flooring, Inc.
31940 Daniel Way
Temecula, CA 92591

(Address of principal executive offices)

951-676-3469

(Issuer's telephone number)

(Former name, former address and former fiscal year,
if changed since last report)

Check whether the registrant (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 S No £

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: 10,000,000 shares of Common Stock, as of March 31, 2008.

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Securities Exchange Act of 1934) (check one): Yes S No £

Transitional Small Business Disclosure Format (check one): Yes £ No S

TJS WOOD FLOORING, INC.

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Item 1 – Unaudited Financial Information:	
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TJS WOOD FLOORING, INC.

Balance Sheets

ASSETS		
	March 31,	December 31,
	2008	2007
	(Unaudited)	
EQUIPMENT:		
Truck	\$ 6,854	\$ 6,854
Accumulated depreciation	(6,854)	(6,854)
Net	-	-
TOTAL ASSETS	\$ -	\$ -
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accrued expenses	\$ 21,640	\$ 20,140
Total current liabilities		
STOCKHOLDERS' DEFICIT:		
Preferred stock: \$0.001 par value; authorized, 1,000,000 shares; no shares issued or outstanding	-	-
Common stock: \$0.001 par value; authorized 74,000,000 shares; 10,000,000 shares issued and outstanding	10,000	10,000
Accumulated deficit	(31,640)	(30,140)
Total Stockholders' Deficit	(21,640)	(20,140)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ -	\$ -

See accompanying notes to the financial statements.

TJS WOOD FLOORING, INC.

Statements of Operations
For the Three Months Ended March 31, 2008 and 2007
(Unaudited)

	2008	2007
Sales	\$ 15,236	\$ 10,889
Expenses:		
Direct operating	14,402	9,882
General and administrative	1,800	1,800
Marketing	534	1,563
Total	16,736	13,245
Net Loss	\$ (1,500)	\$ (2,356)
Net loss per share - basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding – basic and diluted	10,000,000	9,493,556

See accompanying notes to the financial statements.

TJS WOOD FLOORING, INC.

Statements of Cash Flows
For the Three Months Ended March 31, 2008 and 2007

(Unaudited)

	2008	2007
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (1,500)	\$ (2,356)
Depreciation	-	856
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase in accrued expenses	1,500	640
Net Cash Used in Operating Activities	-	(860)
CASH FLOWS FROM FINANCING ACTIVITIES		
Sale of common shares	-	860
NET CHANGE IN CASH	-	-
CASH AT BEGINNING OF PERIOD	-	-
CASH AT END OF PERIOD	\$ -	\$ -
See accompanying notes to the financial statements.		

TJS WOOD FLOORING, INC.

Notes to Unaudited Financial Statements

March 31, 2008

(Unaudited)

NOTE 1 - ORGANIZATION

TJS Wood Flooring, Inc. (the "Company") was founded as an unincorporated business on September 1, 2005, became a C corporation in State of Delaware on February 15, 2007. The Company installs and refinishes wood floors in private residences in the areas around San Diego, California.

NOTE 2 - BASIS OF PRESENTATION

The accompanying interim financial statements for the three-month periods ended March 31, 2008 and 2007 are unaudited and include all adjustments (consisting of normal recurring adjustments) considered necessary by management for a fair presentation. The results of operations realized during an interim period are not necessarily indicative of results to be expected for a full year. These financial statements should be read in conjunction with the information filed as part of the Company's Annual Report on Form 10-KSB for the year ended December 31, 2007 on March 31, 2008.

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements as well as the reported amount of revenues and expenses during the reporting period. Actual results could differ from these estimates.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At March 31, 2008, the Company has no financial resources, has not established a source of equity or debt financing, has negative working capital and has incurred operating losses since inception. These factors, among others, indicate that the Company's continuation as a going concern is dependent upon its ability to achieve profitable operations or obtain adequate financing.

The Company will solicit sales based on all leads that it can obtain from contacts of its officers, existing customers, advertising and trade literature. However, the Company cannot predict the likelihood of it being successful in its efforts to increase sales.

As part of its plan to augment its financial resources and consider attractive business opportunities, the Company's principal stockholders have entered into discussions with an unaffiliated third party with respect to a potential merger transaction which could result in change of control/ownership and new management. There can be no assurance that a merger or other significant transaction will be consummated with the third party or, if consummated, that the Company or its stockholders would realize any benefits from it.

The financial statements do not include any adjustments related to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

NOTE 4 - STOCKHOLDERS' DEFICIT

On February 22, 2007, 860,000 shares of the Company's common stock were sold to 39 shareholders at \$.001 per share, including 100,000 shares sold to a director of the Company. The director is also the husband of the Company's President.

On February 20, 2007 the Company's Board of Directors approved the Company's 2007 Non-Statutory Stock Option Plan (the "Plan") whereby it reserved for issuance up to 1,500,000 shares of its common stock to directors, officers, employees, consultants and professionals. The purpose of the Plan is to provide recipients with additional incentives by increasing their ownership interest in the Company. The Plan provides for the issuance of Non-Statutory Stock Options only, which are not intended to qualify as "incentive stock options" within the meaning of Section 422 of the Internal Revenue Code, as amended. The Plan expires in 2017.

No options or other awards have been issued under the Plan.

ITEM 2

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995

Information set forth herein contains "forward-looking statements" which can be identified by the use of forward-looking terminology such as "believes," "expects," "may," "should" or "anticipates" or the negative thereof or other variations thereon or comparable terminology, or by discussions of strategy. No assurance can be given that the future results covered by the forward-looking statements will be achieved. The Company cautions readers that important factors may affect the Company's actual results and could cause such results to differ materially from forward-looking statements made by or on behalf of the Company. These factors include the Company's lack of historically profitable operations, dependence on key personnel, the success of the Company's business, ability to manage anticipated growth and other factors identified in the Company's filings with the Securities and Exchange Commission, press releases and/or other public communications.

Current Developments

As part of our plan to augment our financial resources and consider attractive business opportunities, our principal stockholders have entered into discussions with an unaffiliated third party with respect to a potential merger transaction which could result in change of control/ownership and new management. There can be no assurance that a merger or other significant transaction will be consummated with the third party or, if consummated, that the Company or its stockholders would realize any benefits from it.

Operations

We were founded as an unincorporated business in September 2005 and became a C corporation in February 2007. We began generating revenue on September 30, 2005. At March 31, 2008, we had two employees: Brandi Iannelli, our president, and Frank Iannelli, our secretary/treasurer. Ms. Iannelli devotes about 40% of her time to us, and Mr. Iannelli, the husband of Brandi Iannelli, devotes fulltime to us and uses independent contractors as necessary.

TJS installs and refinishes wood floors in private residences in the areas around San Diego, CA. Our work includes installation of laminate/wood flooring over existing concrete and drywall installations. We meet with customers to help them to weigh the advantages of each alternative. Currently, we assist customers to select the wood, and the customer then generally buys the wood from a supplier such as Home Depot or Lowe's, and we install the product. In the future, we plan to do purchasing of wood flooring products that will be included in our job costs and billings if we generate sufficient financial resources to do so and we can negotiate wholesale purchasing costs from vendor.

Our customers are existing homeowners. We believe that a decision on the part of a homeowner to significantly upgrade the house's floors is a very discretionary one. It is generally made when a homeowner is confident about his/her financial security or when the homeowner has recently purchased an existing home. Therefore, we believe that opportunities available to our business are principally affected by the number of home re-sales and the consumers' perception of the economy in the Southern California area. In addition, declines in subprime lending and related real estate market problems appear to have a significantly adverse effect on our potential sales.

We collect payment for jobs in full no later than the completion of the job. We began accepting major credit cards in June 2007.

A summary of our operations for the three months ended March 31, 2008 and 2007 follows:

	2008	2007
Sales	\$ 15,236	\$ 10,889
Expenses:		
Direct operating	14,402	9,882
General and administrative	1,800	1,800
Marketing	534	1,563
Total	16,736	13,245
Net Loss	\$ (1,500)	\$ (2,356)

Sales - Sales revenues consisted of the following:

	2008	2007
Installation	71.97%	33.88%
Refinish and repair	28.03%	66.12%

We seek as many jobs as possible. We cannot predict the likelihood of obtaining installation jobs compared with refinishing jobs. Installation jobs are larger and result in more revenue. However, the current slump in the construction industry reduces the demand for our services significantly.

Expenses

Direct operating expenses consist principally of compensation and truck related expenses as follows:

	2008	2007
Compensation	\$ 12,887	\$ 7,837
Truck expenses, including fuel	450	450
Depreciation	-	856
Supplies	1,065	739
Total	\$ 14,402	\$ 9,882

All compensation was paid to Mr. Iannelli

Marketing costs – were entirely the costs of print ads in newspapers and magazines. The majority of these costs involve ads in *Pennysaver* and, in 2007, *Community Magazine*.

Other

As a corporate policy, we will not incur any cash obligations that we cannot satisfy with known resources, of which there are currently none except as described in “Liquidity” below and/or elsewhere in this prospectus. We believe that the perception that many people have of a public company make it more likely that they will accept restricted securities from a public company as consideration for indebtedness to them than they would from a private company.

We have not performed any studies of this matter. Our conclusion is based on our own observations. However, there can be no assurances that we will be successful in any of those efforts even if we are a public entity. Additionally, issuance of restricted shares would necessarily dilute the percentage of ownership interest of our stockholders.



Liquidity

TJS has no financial resources and has not established a source of equity or debt financing. In addition, we have incurred operating losses since inception and had no working capital or source of financing. Our auditors indicated that there is significant uncertainty about our ability to continue as a going concern in an explanatory paragraph to their report on our financial statements for the year ended December 31, 2007. During 2007 we took several steps designed to increase our revenue and cash flow although there is no way of predicting the likelihood that these steps will increase or even maintain our revenue levels. These steps are:

- § In May 2007 we opened a merchant account which will enable us to accept Master Card, Visa, Discover and American Express credit cards as payment for our services. Until May 2007, we only accepted cash payments. We believe that this payment option may increase our potential customer base.
- § We started a direct mail program sending post cards to selected neighborhoods in the San Diego area. The selected neighborhoods are those with older, higher priced homes.
- § We began using newspaper ads in the Riverside/Redland areas. We are reducing ads in areas of higher mortgage foreclosure rates.
- § We began seeking larger competitors to determine if they need a subcontractor to perform a portion of their work.

We cannot predict with any degree of accuracy what our revenue or cash flow are likely to be during the next 12 months. The current depressed status of the construction industry and the housing market in the San Diego area significantly reduce the demand for our services. We are not aware of any specific demands or commitments that affect our business positively or negatively. We also lack the resources to perform any detailed market studies or have studies performed by professionals on our behalf. We will not incur any material commitments requiring cash outflow unless we have obtained engagements generating sufficient cash to meet those obligations. If sufficient revenue is not generated to meet basic operating costs of being a public company, we may be forced to cease operations.

We have become a public company and, by doing so, have incurred and will continue to incur additional significant expenses for legal, accounting and related services. Once we become a public entity, subject to the reporting requirements of the Exchange Act of 1934, we will incur ongoing expenses associated with professional fees for accounting, legal and a host of other expenses for annual reports and proxy statements. We estimate that these costs will range up to \$50,000 per year for the next few years and will be higher if our business volume and activity increases but lower during the first year of being public because our overall business volume will be lower, and we will not yet be subject to the requirements of Section 404 of the Sarbanes-Oxley Act of 2002. These obligations will reduce our ability and resources to fund other aspects of our business. We hope to be able to use our status as a public company to increase our ability to use noncash means of settling obligations and compensate independent contractors who provide professional services to us, although there can be no assurances that we will be successful in any of those efforts. We will reduce the compensation levels paid to our president if there is insufficient cash generated from operations to satisfy these costs.

There are no current plans to seek private investment. We do not have any current plans to raise funds through the sale of securities. We hope to be able to use our status as a public company to enable us to use non-cash means of settling obligations and compensate persons and/or firms providing services or products to us, although there can be no assurances that we will be successful in any of those efforts. Issuing shares of our common stock to such persons instead of paying cash to them would increase our chances to expand our business. Having shares of our common stock may also give persons a greater feeling of identity with us which may

result in referrals. To date, we have not sought any funding source and have not authorized any person or entity to seek out funding on our behalf.

In February 2007, TJS sold 860,000 of its common stock to 39 individuals for \$860. The sale of such shares was not specifically or solely intended to raise financing since the funds raised were de minimis. It was also intended to get relatives and business associates of management involved in our business. Although these stockholders have no obligation to provide any services to us, management hopes that these new stockholders, their families, friends and/or business associates may provide us with valuable services such as recommending our services and providing us with business advice in any areas of expertise or knowledge that they may have that can be of value and assistance to us.

Recent Accounting Pronouncements

In June 2003, the United States Securities and Exchange Commission adopted final rules under Section 404 of the Sarbanes-Oxley Act of 2002, as amended by SEC Release No. 33-8760 on December 15, 2006. Commencing with our annual report for the year ended September 30, 2008, we will be required to include a report of management on our internal control over financial reporting. The internal control report must include a statement.

- § of management's responsibility for establishing and maintaining adequate internal control over our financial reporting;
- § of management's assessment of the effectiveness of our internal control over financial reporting as of year end; and
- § of the framework used by management to evaluate the effectiveness of our internal control over financial reporting.

Furthermore, in the following fiscal year, it is required to file the registered accounting firm's attestation report separately on the Company's internal control over financial reporting on whether it believes that the Company has maintained, in all material respects, effective internal control over financial reporting.

In September 2006, the Financial Accounting Standards Board (the "FASB") issued Statement of Financial Accounting Standards No. 157 *Fair Value Measurements* ("SFAS 157"). This Statement defines fair value as used in numerous accounting pronouncements, establishes a framework for measuring fair value in generally accepted accounting principles and expands disclosure related to the use of fair value measures in financial statements. The Statement is to be effective for Ensign's financial statements issued in 2008; however, earlier application is encouraged. Ensign is currently evaluating the timing of adoption and the impact that adoption might have on its financial position or results of operations.

On February 15, 2007, the FASB issued Statement of Financial Accounting Standards No. 159 *The Fair Value Option for Financial Assets and Financial Liabilities: Including an amendment of FASB Statement No. 115* ("SFAS No. 159"). SFAS No. 159 permits all entities to elect to measure many financial instruments and certain other items at fair value with changes in fair value reported in earnings. SFAS No. 159 is effective as of the beginning of the first fiscal year that begins after November 15, 2007, with earlier adoption permitted. We do not anticipate that the adoption of this statement will have a material effect on our financial condition and results of operations.

The FASB, the Emerging Issues Task Force and the United States Securities and Exchange Commission have issued certain other accounting pronouncements and regulations as of December 31, 2007 that will become effective in subsequent periods; however, management of Ensign does not believe that any of those pronouncements would have significantly affected Ensign's financial accounting measurements or disclosures had they been in effect during the years ended September 30, 2007 and 2006, and it does not believe that any of those pronouncements will have a significant impact on Ensign's financial statements at the time they become effective.

The preparation of financial statements and related notes requires us to make judgments, estimates, and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses, and related disclosure of contingent assets and liabilities.

An accounting policy is considered to be critical if it requires an accounting estimate to be made based on assumptions about matters that are highly uncertain at the time the estimate is made, and if different estimates that reasonably could have been used, or changes in the accounting estimates that are reasonably likely to occur periodically, could materially impact the financial statements.

Financial Reporting Release No. 60 requires all companies to include a discussion of critical accounting policies or methods used in the preparation of financial statements. There are no critical policies or decisions that rely on judgments that are based on assumptions about matters that are highly uncertain at the time the estimate is made.

Seasonality

Typically, there is a greater demand for our services in the summer months.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements, as defined in Regulation S-B Section 303.

ITEM 3

CONTROLS AND PROCEDURES

We maintain disclosure controls and procedures (as defined in Exchange Act Rule 13a-15(e)) that are designed to assure that information required to be disclosed in our Exchange Act reports is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, and that such information is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer (one person, our President), as appropriate, to allow timely decisions regarding required disclosures.

As required by Exchange Act Rule 13a-15(b), as of the end of the period covered by this report, under the supervision and with the participation of our Chief Executive Officer and Chief Financial Officer, we evaluated the effectiveness of our disclosure controls and procedures. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of that date.

There was no change in our internal control over financial reporting during our most recently completed fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II

OTHER INFORMATION

Item 1 Legal Proceedings

None

Item 2 Unregistered Sale of Equity Securities and Use of Proceeds

None

Item 3 Defaults Upon Senior Securities

None

Item 4 Submission of Matters to a Vote of Shareholders

None

Item 5 Other Information

None

Item 6 Exhibits

Exhibit

Description

3.1.1 Section 302 Certification Of Chief Executive Officer And Chief Financial Officer

3.2.1 Certification Pursuant To 18 U.S.C. Section 1350, As Adopted Pursuant To Section 906 Of The Sarbanes-Oxley Act Of 2002 – Chief Executive Officer And Chief Financial Officer

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TJS WOOD FLOORING, Inc.
(Registrant)

/s/ Brandi Iannelli
Brandi Iannelli
Title: President and
Chief Financial Officer

April 3, 2008

Section 302 Certification of Chief Executive Officer and Chief Financial Officer

I, Brandi Iannelli, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of TJS Wood Flooring, Inc.
2. Based on my knowledge, this quarterly 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 quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:
 - a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to me by others within those entities, particularly during the period in which this quarterly report is being prepared;
 - b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
 - c) presented in this quarterly report my conclusions about the effectiveness of the disclosure controls and procedures based on my evaluation as of the Evaluation Date;
5. I have disclosed, based on my most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls
6. I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of my most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: April 3, 2008

/s/ Brandi Iannelli

Brandi Iannelli

Title: President and

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 TJS Wood Flooring, Inc. (the "Company") on Form 10-QSB for the period ended March 31, 2008 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Brandi Iannelli, Chief Executive and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

1. The Report fully complies with 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 result of operations of the Company.

/s/ Brandi Iannelli

Brandi Iannelli

Title: President and

Chief Financial Officer

April 3, 2008