

Edgar Filing: VOIP INC - Form NT 10-K

VOIP INC  
Form NT 10-K  
March 31, 2006

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 12b-25

000-28985

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SEC FILE NUMBER

60037J 10 9

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CUSIP NUMBER

NOTIFICATION OF LATE FILING

[ X ] Form 10-K and Form 10-KSB [ ] Form 20-F [ ] Form 11-K  
[ ] Form 10-Q and Form 10-QSB [ ] Form N-SAR

For Period Ended: December 31, 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:\_\_\_\_\_

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: VoIP, Inc.  
Former Name if Applicable:  
Address of Principal Executive Office: 12330 SW 53rd Street, Suite 712  
Fort Lauderdale, Florida 33330

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)

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

X (b) The subject annual report, semi-annual report,

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transition report on Form 10-K, Form 20-F, 11-K or Form N-SAR, or portion thereof will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, 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  
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required by Rule 12b-25 is attached.

Part III - Narrative

Registrant reported in a Form 8-K dated March 22, 2006, that its financial results for the quarters ended September 30, 2004, December 31, 2004 and March 31, 2005 were inaccurate in that sales were overstated in its DT Net Technologies units during such periods by approximately \$1.4 million. An investigation of the misstatements is in progress, and the Form 10-KSB cannot be filed until the investigation is complete.

Part IV - Other Information

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

Ronald L. Brown - (214) 659-4469.

(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 report(s) been filed? If the answer is no, identify report(s).

[ X ] Yes [ ] No

(3) Is it anticipated that any significant change in result 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.

As a result of the acquisition of Caerus, Inc. completed on May 31, 2005 and the acquisition of WQN, Inc. completed on October 5, 2005, Registrant expects to report significantly higher revenues for the year ended December 31, 2005 than the revenues reported for 2004. Registrant will also report a significantly larger net loss for both the fourth quarter of 2005 and the 2005 fiscal year than the net losses previously reported for the quarter and year ended December 31, 2004.

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Registrant has caused this notification to be signed on its behalf thereunto duly authorized.

Date: March 31, 2006

VoIP, Inc.

By: /s/ DAVID SASNETT

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David Sasnett, Chief Financial Officer

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