

Ethos Environmental, Inc.
Form 10QSB/A
November 19, 2007

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

FORM 10 – QSB/A
Amendment No. 1

[mark one]

- QUARTERLY REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: March 31, 2007

- TRANSITION REPORT UNDER SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 000-30237

Ethos Environmental, Inc.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of
incorporation or organization)

88-0467241
(IRS Employer
Identification Number)

6800 Gateway Park
San Diego, CA 92154

(Address of principal executive offices including zip code)

(619) 575-6800

(Registrant's telephone number, including area code)

Paracorp Incorporated
318 N. Carson Street, Suite 208, Carson City, NV 89701
(Name and address of agent for service)

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888-972-7273

(Telephone Number, including area code, of agent for service)

with a copy to:

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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 No

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

Number of shares outstanding of the issuer's common stock as of the latest practicable date: 23,809,187 shares of common stock, \$.001 par value per share, as of May 10, 2007.

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

EXPLANATORY NOTE:

This Form 10-QSB/A is being filed to restate the Registrant's Financial Statements in accordance with the Form 8-K filed on November 8, 2007. Additional changes include a more thorough discussion regarding the Registrant's business description and the Management Discussion & Analysis.

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Quarterly Report on FORM 10-QSB For The Period Ended

March 31, 2007

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PART I.**Item 1. FINANCIAL STATEMENTS**

ETHOS ENVIRONMENTAL, INC.
BALANCE SHEET
(Unaudited)

	March 31, 2007 (Restated)
ASSETS	
CURRENT ASSETS:	
Cash	\$ 47,719
Restricted Cash	300,000
Accounts Receivable (Net of allowance for doubtful accounts)	2,687,809
Inventory	445,735
Other Current Assets	40,000
Total Current Assets	3,521,263
Property and Equipment, Net	5,864,116
Other Assets	270,475
Total Assets	\$ 9,655,854

LIABILITIES AND SHAREHOLDERS' EQUITY

LIABILITIES:

CURRENT LIABILITIES:	
Accounts Payable	\$ 1,289,150
Accrued Expenses	143,258
Notes Payable	5,250,000
Note Payable Related Party	30,124
Total Current Liabilities	6,712,532

SHAREHOLDERS' EQUITY:

Common Stock, \$.0001 par value; 100,000,000 shares authorized; 23,575,687 issued and outstanding	2,358
Additional Paid-in Capital	13,731,948
Accumulated Deficit	(10,790,984)
Total Shareholders' Equity	2,943,322
Total Liabilities and Shareholders' Equity	\$ 9,655,854

See notes to financial statements.

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ETHOS ENVIRONMENTAL, INC.
STATEMENTS OF OPERATIONS

(Unaudited)

For the Three Months Ended March 31, 2007 and 2006

	2007	2006
	(Restated)	
Revenue	\$ 2,697,133	\$ 1,318,925
Cost of Sales	924,725	231,063
Gross Profit	1,772,408	1,087,862
Operating Expenses:		
Depreciation (other than in Cost of Sales, above)	4,993	
Selling Expenses	131,340	125,001
General & Administrative (See Note 1)	2,513,895	264,828
Total Operating Expenses	2,650,228	389,829
Operating Income (Loss)	(877,820)	698,033
Other Income (Expense)		
Interest Expense	(177,660)	0
Gain on sale of assets	131,073	0
Net (Loss) Income	\$ (924,407)	\$ 698,033
Net Income per Common Share (basic)	\$ (0.04)	\$ 0.62
Net Income per Common Share (fully diluted)	\$ (0.04)	\$ 0.62
Weighted average shares used in per share calculation (basic)	23,378,487	305,382
Weighted average shares used in per share calculation (fully diluted)	25,278,487	305,382

See notes to financial statements.

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ETHOS ENVIRONMENTAL, INC.
STATEMENTS OF STOCKHOLDERS' EQUITY
(Unaudited)
For the Three Months Ended March 31, 2007

	Common Stock Number of Shares	Common Stock Amount	Additional Paid-in Capital	Accumulated Deficit	Total
Balance at December 31, 2006	23,107,687	\$2,311	\$11,560,535	(\$9,866,577)	\$1,696,269
Common stock issued for services (See Note 1) (restated)	368,000	37	1,671,423		1,671,460
Common Stock Issued to Employee (See Note 1) (restated)	100,000	10	499,990		500,000
Net Loss (restated)				(924,407)	(924,407)
Balance March 31, 2007 (restated)	23,575,687	\$ 2,358	\$13,731,948	(\$10,790,984)	\$2,943,322

See notes to financial statements.

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