

Edgar Filing: PATRON SYSTEMS INC - Form NT 10-K

PATRON SYSTEMS INC  
Form NT 10-K  
April 03, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 12B-25

OMB APPROVAL  
OMB Number: 3235-0058  
Expires: March 31, 2006  
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hours per response. . .2.50

SEC File Number 000-25675

Cusip Number 200256-10-5

NOTIFICATION OF LATE FILING

(Check one)       Form 10-K       Form 20-F       Form 11-K  
                   Form 10-Q       Form 10-D       Form N-SAR  
                   Form N-CSR

For period ended    DECEMBER 31, 2005  
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- \_\_\_      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 (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: \_\_\_\_\_

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PART I  
REGISTRANT INFORMATION

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Full name of registrant PATRON SYSTEMS, INC. -----

Former name if applicable -----

Address of principal executive office (STREET AND NUMBER) 5775 FLATIRON PARKWAY, SUITE 230 -----

City, state and zip code BOULDER, COLORADO 80301 -----

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 X without unreasonable effort or expense;
(b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, 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 subject distribution report on Form 10-D, or portion thereof, will be filed on of 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 Form 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period. (Attach extra sheets if needed.)

The Registrant's Form 10-KSB, for the fiscal year ended December 31, 2005, could not be filed within the prescribed time period due to difficulties with accessing the EDGAR system within the time period allotted.

PART IV
OTHER INFORMATION

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

ROBERT CROSS (303) 541-1005
(Name) (Area Code) (Telephone Number)

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(2) Have all other periodic reports required under Section 13 or 15(d) or 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 answer is no, identify report(s).  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?  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.

PATRON SYSTEMS, INC.

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(Name of Registrant as Specified in Charter)

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

Date April 3, 2006

By: /S/ ROBERT CROSS

Name: Robert Cross

Title: Chief Executive Officer

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INSTRUCTION. The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001).

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PART IV - OTHER INFORMATION

(3) EXPLANATION OF CHANGE

The Registrant's total revenues were \$641,740 in the fiscal year ended December 31, 2005, versus \$0 in fiscal 2004. The increase in total revenues resulted from business combinations that the Registrant consummated with its current subsidiaries in February and March of 2005.

The Registrant's net loss was approximately \$44.446 million, or \$0.76 per share, for the fiscal year ended December 31, 2005, compared to a net loss of \$4.665 million, or \$0.12 per share, for the prior year.

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