

STONELEIGH PARTNERS ACQUISITION CORP.
Form 10-Q
June 11, 2008

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

FORM 10-Q

(Mark One)

Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended April 30, 2008

Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For the transition period from _____ to _____

Commission file number 001-33502

STONELEIGH PARTNERS ACQUISITION CORP.
(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

20-3483933
(I.R.S. Employer
Identification No.)

20 Marshall Street #104
South Norwalk, CT
(Address of principal executive
offices)

06854
(Zip code)

Registrant's telephone number, including area code: (203) 663-4200

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 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 large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of and "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer

Smaller reporting company

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

As of June 10, 2008 there were 34,097,500 shares of Common Stock, par value \$0.0001 outstanding.

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

STONELEIGH PARTNERS ACQUISITION CORP.
(a corporation in the development stage)

CONDENSED BALANCE SHEETS

	April 30, 2008	July 31, 2007
	(Unaudited)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 2,970,397	\$ 1,035,420
Investments held in Trust (Notes 1 and 3)	222,340,746	221,416,629
Prepaid federal and state income taxes	373,238	-
Prepaid expenses	152,616	213,542
Total current assets	225,836,997	222,665,591
TOTAL ASSETS	\$225,836,997	\$222,665,591
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued expenses	\$ 51,487	\$ 38,998
Federal and state income taxes payable	-	690,189
Note payable, current portion (Note 7)	99,675	108,736
Total current liabilities	151,162	837,923
LONG TERM LIABILITIES		
Note payable, long term (Note 7)	-	72,492
COMMON STOCK SUBJECT TO POSSIBLE CONVERSION		
(8,351,465 shares at conversion value) (Note 1)	67,668,829	66,427,592
COMMITMENTS (Note 5)	-	-
STOCKHOLDERS' EQUITY (Notes 2 and 6):		
Preferred stock, \$0.0001 par value, 5,000,000 shares authorized, 0 issued and outstanding		
Common stock, par value \$0.0001 per share, 100,000,000 shares		

authorized, 25,746,035 shares issued and outstanding (excluding 8,351,465 shares subject to possible conversion)	2,575	2,575
Additional paid-in capital	153,045,583	154,286,820
Earnings accumulated in the development stage	4,968,848	1,038,189
TOTAL STOCKHOLDERS' EQUITY	158,017,006	155,327,584
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$225,836,997	\$222,665,591

The accompanying notes should be read in conjunction with the financial statements.

STONELEIGH PARTNERS ACQUISITION CORP.
(a corporation in the development stage)

CONDENSED STATEMENTS OF INCOME

	For the three months ended April 30, 2008 (Unaudited)	For the three months ended April 30, 2007 (Unaudited)	For the nine months ended April 30, 2008 (Unaudited)	For the nine months ended April 30, 2007 (Unaudited)	From September 9, 2005 (inception) to April 30, 2008 (Unaudited)
Operating Expenses					
General and administrative costs (Notes 4 and 5)	\$ 160,406	\$ 3,824	\$ 442,368	\$ 11,541	\$ 548,783
Loss from operations	(160,406)	(3,824)	(442,368)	(11,541)	(548,783)
Other income (expense)					
Interest income (Note 1)	1,674,261	15,755	6,979,353	43,077	8,820,234
Interest expense (Note 7)	(1,916)	-	(5,748)	-	(7,024)
Income before provision for income taxes	1,511,939	11,931	6,531,237	31,536	8,264,427
Provision for federal and state income taxes (Note 4)	592,859	4,534	2,600,578	11,984	3,295,579
Net income for the period	\$ 919,080	\$ 7,397	\$ 3,930,659	\$ 19,552	\$ 4,968,848
Accretion of Trust Fund relating to common stock subject to possible conversion	(297,738)	-	(1,241,237)	-	(1,558,978)
Net income attributable to common stockholders	\$ 621,342	\$ 7,397	\$ 2,689,422	\$ 19,552	\$ 3,409,870
Shares outstanding subject to possible conversion	8,351,465	-	8,351,465	-	
Net income per share subject to possible conversion, basic and diluted	\$ 0.04	\$ -	\$ 0.15	\$ -	

Weighted average number of shares outstanding	25,746,035	6,250,000	25,746,035	6,250,000
Net income per share:				
Basic and diluted	\$ 0.02	\$ 0.00	\$ 0.10	\$ 0.00

The accompanying notes should be read in conjunction with the financial statements.

STONELEIGH PARTNERS ACQUISITION CORP.
(a corporation in the development stage)

CONDENSED STATEMENTS OF STOCKHOLDERS' EQUITY
From September 9, 2005 (inception) to April 30, 2008

	Common stock		Additional	(Deficit) Earnings Accumulated in the Development Stage	Total
	Shares	Amount	Paid-In-Capital		
Balance, September 9, 2005 (inception)	-	\$ -	\$ -	\$ -	\$ -
Issuance of Common Stock to initial stockholder	100	-	1	-	1
Issuance of 8,150,000 Warrants at \$0.05 per warrant	-	-	407,500	-	407,500
Issuance of 4,075,000 Class Z warrants and 4,075,000 Class W warrants with an					