

North Horizon, Inc.
Form 10-Q
May 13, 2011
FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(Mark One)

Quarterly Report Under Section 13 or 15(d) Of the Securities Exchange Act of 1934 For Quarterly Period Ended March 31, 2011.

Transition Report Under Section 13 or 15(d) of the Exchange Act.

For the transition period from _____ to _____.

Commission File Number: 000-52991

NORTH HORIZON, INC.
(Exact name of registrant as specified in its charter)

NEVADA
(State or other jurisdiction of
incorporation or organization)

87-0324697
(IRS Employer Identification
No.)

2290 East 4500 South, Suite
130
Salt Lake City, Utah 84117
(Address of principal
executive offices)

(801) 278-9925
Registrant's telephone number
including area code

Former Address, if changed
since last report.

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 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

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Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, a non-accelerated filer, or a smaller reporting company.

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 Rule 12b-2 of the Exchange Act). Yes No

As of March 31, 2011, Registrant had 13,251,250 shares of common stock, par value of \$.001 per share, issued and outstanding.

PART I

ITEM I - FINANCIAL STATEMENTS

The condensed financial statements included herein have been prepared by North Horizon, Inc. (the "Company", "Registrant", "we", "us", or "our"), without audit, pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations, although we believe that the disclosures are adequate to make the information presented not misleading.

In our opinion, all adjustments, consisting of only normal recurring adjustments, necessary to present fairly the financial position of the Company as of March 31, 2011, and the results of our operations from January 1, 2011, through March 31, 2011. The results of our operations for such interim period is not necessarily indicative of the results to be expected for the entire year.

NORTH HORIZON, INC.
(A Development Stage Company)
Balance Sheets

ASSETS

| | March 31, 2011 (Unaudited) | December 31, 2010 |
|-----------------------|----------------------------------|-------------------------|
| CURRENT ASSETS | | |
| Cash | \$- | \$- |
| Total Current Assets | - | - |
| TOTAL ASSETS | \$- | \$- |

LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)

CURRENT LIABILITIES

| | | |
|---------------------------|---------|--------|
| Accounts payable | \$3,975 | \$- |
| Related-party payable | 48,861 | 48,066 |
| Total Current Liabilities | 52,836 | 48,066 |

STOCKHOLDERS' EQUITY (DEFICIT)

| | | |
|--|-------------|-------------|
| Common stock; 80,000,000 shares authorized, at \$0.001 par value, 13,251,250 shares issued and outstanding | 13,251 | 13,251 |
| Additional paid-in capital | 3,214,327 | 3,213,664 |
| Deficit accumulated during the development stage | (3,280,414) | (3,274,981) |
| Total Stockholders' Equity (Deficit) | (52,836) | (48,066) |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) | \$- | \$- |

The accompanying notes are an integral part of these financial statements.

| NORTH HORIZON, INC. | | | |
|---|--|------------|--|
| (A Development Stage Company) | | | |
| Statements of Operations | | | |
| (Unaudited) | | | |
| | For the Three Months Ended March 31, | | From Re-Entry Into the Development Stage on January 1, 2002 through March 31, 2011 |
| | 2011 | 2010 | 2011 |
| REVENUES | \$- | \$- | \$ - |
| OPERATING EXPENSES | | | |
| General and administrative | 5,070 | 1,380 | 59,075 |
| Total Operating Expenses | 5,070 | 1,380 | 59,075 |
| LOSS FROM OPERATIONS | (5,070) | (1,380) | (59,075) |
| OTHER EXPENSES | | | |
| Interest expense | (363) | - | (363) |
| Total Other Expenses | (363) | - | (363) |
| DISCONTINUED OPERATIONS | - | - | (3,220,976) |
| LOSS BEFORE INCOME TAXES | (5,433) | (1,380) | (3,280,414) |
| PROVISION FOR INCOME TAXES | - | - | - |
| NET LOSS | \$(5,433) | \$(1,380) | \$ (3,280,414) |
| BASIC LOSS AND DILUTED LOSS PER SHARE | \$(0.00) | \$(0.00) | |
| WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING | 13,251,250 | 13,251,250 | |

The accompanying notes are an integral part of these financial statements.

NORTH HORIZON, INC.
(A Development Stage Company)
Statements of Cash Flows
(Unaudited)

| | For the Three Months Ended March 31, | | From Re-Entry Into the Development Stage on January 1, 2002 through March 31, 2011 |
|---|--|---------------|--|
| | 2011 | 2010 | 2011 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Net loss | \$(5,433) | \$(1,380) | \$(3,280,414) |
| Adjustments to reconcile net loss to net cash used by operating activities: | | | |
| Common stock issued for services | - | - | 976 |
| Imputed interest | 363 | - | 363 |
| Services contributed by shareholders | 300 | 400 | 2,850 |
| Changes in operating assets and liabilities: | | | |
| Accounts payable | 3,975 | 65 | 3,975 |
| Net Cash Used in Operating Activities | (795) | (915) | (3,272,250) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| | - | - | - |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Increase in related party payable | 795 | 915 | 52,250 |
| Sale of common stock | - | - | 3,220,000 |
| Net Cash Provided by Financing Activities | 795 | 915 | 3,272,250 |
| NET CHANGE IN CASH | - | - | - |
| CASH AT BEGINNING OF PERIOD | - | - | - |
| CASH AT END OF PERIOD | \$- | \$- | \$- |

SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION

CASH PAID FOR:

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| | | | |
|--------------|-----|-----|-----|
| Interest | \$- | \$- | \$- |
| Income Taxes | \$- | \$- | \$- |

NON CASH INVESTING AND FINANCING ACTIVITIES

| | | | |
|------------------------------|-----|-----|---------|
| Common stock issued for debt | \$- | \$- | \$3,389 |
|------------------------------|-----|-----|---------|

The accompanying notes are an integral part of these financial statements.

NORTH HORIZON, INC.
(A Development Stage Company)
Notes to the Financial Statements
March 31, 2011 and December 31, 2010

NOTE 1 - CONDENSED FINANCIAL STATEMENTS

The accompanying financial statements have been prepared by the Company without audit. In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations, and cash flows at March 31, 2011, and for all periods presented herein, have been made.

Certain information and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted. It is suggested that these condensed financial statements be read in conjunction with the financial statements and notes thereto included in the Company's December 31, 2010 audited financial statements. The results of operations for the periods ended March 31, 2011 and 2010 are not necessarily indicative of the operating results for the full years.

NOTE 2 - GOING CONCERN

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan is to obtain such resources for the Company by obtaining capital from management and significant shareholders sufficient to meet its minimal operating expenses and seeking equity and/or debt financing. However management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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 and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NORTH HORIZON, INC.
(A Development Stage Company)
Notes to the Financial Statements
March 31, 2011 and December 31, 2010

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recent Accounting Pronouncements

The Company has evaluated recent accounting pronouncements and their adoption has not had or is not expected to have a material impact on the Company's financial position or statements.

NOTE 4 – RELATED PARTY TRANSACTIONS

The Company has recorded expenses paid on its behalf by shareholders as a related party payable. At March 31, 2011, this payable totaled \$48,861. The amount is unsecured and is payable on demand. Interest has been imputed on the related party payable at 3% and has been recorded as a contribution to capital. For the three months ended March 31, 2011, \$363 was recorded as imputed interest. During the three months ended March 31, 2011, the Company's president performed legal services valued at \$300 and which have been recorded as a contribution to capital.

NOTE 6 – SUBSEQUENT EVENTS

In accordance with ASC 855-10, Company management reviewed all material events through the date of this report and there are no material subsequent events to report.

ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following information should be read with the financial statements and notes appearing in this Form 10-Q.

Plan of Operations.

We have not engaged in any material operations during the period ended March 31, 2011. Over the past several years we have not engaged in any material operations other than matters pertaining to our corporate existence. We intend to continue to seek the acquisition of assets, property, or business that may be beneficial to us and our shareholders. We are considered to be a development stage company and we have no assets.

Our only foreseeable cash requirements during the next twelve month period will relate to maintaining our status as a corporate entity, complying with the periodic reporting requirements of the U.S. Securities and Exchange Commission, and evaluating and reviewing possible business ventures and opportunities. We do not anticipate raising additional capital in the next twelve months. If additional funds are required, it is anticipated that management will advance such funds as loans to us or we will issue shares for the funds advanced. Any loan will not be on terms less favorable than we could obtain from a commercial lender. We will not engage in any product development or research. We have no expectation of the purchase of any plant or significant equipment nor the hiring of any employees.

Results of Operations.

For the quarter ended March 31, 2011, we had limited operations. During the quarter ended March 31, 2011, we had no revenues and incurred general and administrative expenses of \$5,070 and interest expense of \$363, with a net loss of \$(5,433) compared to no revenues and general and administrative expenses of \$1,380 and a net loss of \$(1,380) for the same period a year earlier. Expenses increased because auditing fees and other expenses were accrued in the quarter ended March 31, 2011.

Off-balance sheet arrangements.

We have no off-balance sheet arrangements.

Forward-looking statements.

This Report makes certain forward-looking statements. Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 refer to the term “forward-looking statements.” Such statements may refer to such matters as anticipated financial performance, future revenues or earning, business prospects, projected ventures, new products and services, anticipated market performance, and similar matters.

Such words as “may”, “will”, “expect”, “continue”, “estimate”, “project”, and “intend” and similar terms and expressions are intended to identify forward-looking statements. These terms may relate to events, conditions, and financial trends that may affect our future plans of operations, business strategy, operating results, and financial position. We advise readers that actual results may differ substantially from such forward-looking statements. Forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those expressed in or implied by the statements, including but not limited to, the following: our ability to find a suitable business venture that will benefit us, our ability to investigate a potential business venture, and our ability to determine all information about a business venture.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKS.

This item is not applicable to smaller reporting companies.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures.

As of the end of the period covered by this quarterly report, we conducted an evaluation under the supervision and direct participation of our management, including our chief executive officer and principal accounting officer, of the effectiveness of the design and operation of our disclosure controls and procedures. In designing and evaluating disclosure controls and procedures, management recognizes that there are inherent limitations to the effectiveness of any system of disclosure procedures. Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their desired control objectives. In evaluating and implementing possible controls and procedures, management is required to apply its reasonable judgment. Based on the evaluation described above, our management, including our principal executive officer and principal accounting officer, has concluded that, as of March 31, 2011, our disclosure controls and procedures were effective.

Changes in Internal Controls over Financial Reporting.

We had no significant changes in our internal controls during the period ended March 31, 2011. Management concluded there has been no change in our internal control over financial reporting during the period ended March 31, 2011, that has materially affected or is reasonably likely to affect our internal control over financial reporting.

Changes in Internal Controls.

Management has evaluated whether any change in our internal control over financial reporting occurred during the first quarter of calendar 2011. Based on its evaluation, management including the chief executive officer and principal accounting officer, has concluded that there has been no change in our internal control over financial reporting during the first quarter of 2011 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Part II.

Item 1. Legal Proceedings.

None.

Item 1A. Risk Factors.

This item is not applicable to smaller reporting companies.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

None.

Item 3. Defaults upon Senior Securities.

None, not applicable.

Item 4. (Removed and reserved.)

This item is not applicable.

Item 5. Other Information.

This items is not applicable.

Item 6. Exhibits.

EXHIBITS

| No. | | Description |
|-------------|-------|---|
| 3 | (i) | Articles of Incorporation - previously filed. |
| | (ii) | Bylaws - previously filed. |
| | (iii) | Ethics Policy - previously filed. |
| <u>31.1</u> | | Certification pursuant to Section 302. |
| <u>31.2</u> | | Certification pursuant to Section 302. |
| <u>32.1</u> | | Certification. |

Signatures

In accordance with the requirements of the Exchange Act, the Registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

North Horizon, Inc.

Date: May 13, 2011

By: /s/ Wallace Boyack
Wallace Boyack
President and Chief Executive
Officer

By: /s/ Wallace Boyack
Wallace Boyack
Chief Financial Officer

