SONO TEK CORP
Form 10QSB
October 12, 2006

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

FORM 10-QSB

|X| QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: August 31, 2006

OR

|_| TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File No.: 0-16035

SONO-TEK CORPORATION
(Exact name of small business issuer as specified in its charter)

New York	14-1568099
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

2012 Rt. 9W, Milton, NY 12547
(Address of Principal Executive Offices) (Zip Code)

Issuer's telephone no., including area code: (845) 795-2020

Indicate by check mark whether the small business issuer (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 small business issuer was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES |X| NO |_|

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES |_| NO |X|

APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

Class	Outstanding as of October 6, 2006
Common Stock, par value $.01 per share	14,360,541

SONO-TEK CORPORATION

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SONO-TEK CORPORATION
CONSOLIDATED BALANCE SHEETS

ASSETS

	August 31, 2006 Unaudited	February 28, 2006
Current Assets:		
Cash and cash equivalents	$ 1,917,226	$ 1,740,804
Accounts receivable (less allowance of $26,200 and $18,500 at August 31 and February 28, respectively)	1,002,635	955,094
Inventories	1,647,926	1,520,397
Prepaid expenses and other current assets	45,075	68,024
Deferred tax asset	270,000	270,000
Total current assets	4,882,862	4,554,319
Equipment, furnishings and leasehold improvements (less accumulated depreciation of $818,403 and $788,245 at August 31 and February 28, respectively)	300,185	257,299
Intangible assets, net	32,342	29,922
Other assets	7,171	7,171
Deferred tax asset	315,000	315,000
TOTAL ASSETS	$ 5,537,560	$ 5,163,711

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities:		
Accounts payable	$ 172,657	$ 330,701
Accrued expenses	645,386	498,504
Current maturities of long term debt	26,511	25,415
Total current liabilities	844,554	854,620
Long term debt, less current maturities	65,363	79,114
Total liabilities	909,917	933,734
Commitments and Contingencies	--	--
Stockholders' Equity		
Common stock, $.01 par value; 25,000,000 shares authorized, 14,360,541 and 14,354,416 shares issued and outstanding at August 30 and February 28, respectively	143,606	143,545
Additional paid-in capital	8,286,029	8,247,091
Stock Subscription Receivable	(15,750)	(15,750)
Accumulated deficit	(3,786,242)	(4,144,909)
Total stockholders' equity	4,627,643	4,229,977
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 5,537,560	$ 5,163,711

See notes to consolidated financial statements.

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SONO-TEK CORPORATION

CONSOLIDATED STATEMENTS OF INCOME

	Six Months Ended August 31, Unaudited		Three Months Ended A Unaudited	
	2006	2005	2006	
Net Sales	$ 3,615,682	$ 3,412,144	$ 1,833,938	$ 1
Cost of Goods Sold	1,811,978	1,743,107	858,854	
Gross Profit	1,803,704	1,669,037	975,084	
Operating Expenses				
Research and product development costs	377,333	294,894	197,823	
Marketing and selling expenses	660,336	578,795	339,848	
General and administrative costs	438,795	412,373	219,610	
Total Operating Expenses	1,476,464	1,286,062	757,281	

Operating Income	327,240	382,975	217,803	
Interest Expense	(3,308)	(3,430)	(2,014)	
Interest Income	28,874	3,880	15,017	
Other Income	5,861	3,000	3,030	
Income from Operations Before Income Taxes	358,667	386,425	233,836	
Income Tax Expense	0	250	0	
Net Income	$ 358,667	$ 386,175	$ 233,836	$
Basic Earnings Per Share	$ 0.02	$ 0.03	$ 0.02	$
Diluted Earnings Per Share	$ 0.02	$ 0.03	$ 0.02	$
Weighted Average Shares - Basic	14,359,341	14,066,199	14,360,541	14
Weighted Average Shares - Diluted	14,461,122	14,397,528	14,460,211	14

See notes to consolidated financial statements.

SONO-TEK CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Six Months Ended August 31, Unaudited	
	2006	2005
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net Income	$ 358,667	$ 386,175
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Depreciation and amortization	40,175	33,988
Provision for doubtful accounts	7,700	7,319
Stock based compensation expense	36,451	--
Gain on sale of equipment	17,723	--
Decrease (Increase) in:		
Accounts receivable	(55,241)	(61,540)
Inventories	(127,529)	(70,376)
Prepaid expenses and other current assets	22,949	82,567
(Decrease) Increase in:		
Accounts payable and accrued expenses	(11,162)	(220,597)

Net Cash Provided By Operating Activities	289,733	157,536
CASH FLOW FROM INVESTING ACTIVITIES:		
Patent Application Costs	(4,701)	--
Purchase of equipment and furnishings	(98,503)	(104,642)
Net Cash (Used In) Investing Activities	(103,204)	(104,642)
CASH FLOW FROM FINANCING ACTIVITIES:		
Line of Credit Repayment	--	(350,000)
Proceeds from exercise of stock options and warrants	2,548	300,598
Proceeds from issuance of stock	--	321,727
Repayments of notes payable and loans	(12,655)	(3,027)
Proceeds from Notes Payable	--	42,406
Net Cash Provided by (Used In) Financing Activities	(10,107)	311,704
NET INCREASE IN CASH AND CASH EQUIVALENTS	176,422	364,598
CASH AND CASH EQUIVALENTS		
Beginning of period	1,740,804	421,043
End of period	$1,917,226	$ 785,641
SUPPLEMENTAL DISCLOSURE:		
Interest paid	$ 1,712	$ 3,430

See notes to consolidated financial statements.

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SONO-TEK CORPORATION
Notes to Consolidated Financial Statements
Six Months Ended August 31, 2006 and 2005

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

Consolidation - The accompanying consolidated financial statements of Sono-Tek Corporation, a New York Corporation (the "Company"), include the accounts of the Company and its wholly owned subsidiary, Sono-Tek Cleaning Systems, Inc., a New Jersey Corporation ("SCS") which the Company acquired on August 3, 1999, whose operations have been discontinued. There have been no operations of this subsidiary since Fiscal Year Ended February 28, 2002. All significant intercompany accounts and transactions are eliminated in consolidation.

Cash and Cash Equivalents - Cash and cash equivalents consist of money market mutual funds, short term commercial paper and short term certificates of deposit with original maturities of 90 days or less.

Interim Reporting - The attached summary consolidated financial information does not include all disclosures required to be included in a complete set of financial statements prepared in conformity with accounting principles generally accepted in the United States of America. Such disclosures were included with the financial statements of the Company at February 28, 2006, and included in its report on Form 10-KSB. Such statements should be read in conjunction with the data herein.

The financial information reflects all adjustments, which, in the opinion of management, are necessary for a fair presentation of the results for the interim periods presented. 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. The results for such interim periods are not necessarily indicative of the results to be expected for the year.

Intangible Assets - Include cost of patent applications that are deferred and charged to operations over seventeen years for domestic patents and twelve years for foreign patents. The accumulated amortization is $52,060 and $49,780 at August 31, 2006 and February 28, 2006, respectively.

Reclassifications - Certain reclassifications have been made to the prior period to conform to the presentations of the current period.

NOTE 2: INVENTORIES

Inventories at August 31, 2006 are comprised of:

Finished goods	$ 537,829
Work in process	536,492
Consignment	9,605
Raw materials and subassemblies	816,981
Total	1,900,907
Less: Allowance	(252,981)
Net inventories	$ 1,647,926

NOTE 3: STOCK OPTIONS AND WARRANTS

Stock Options - Under the 2003 Stock Incentive Plan, as amended ("2003 Plan"), options can be granted to officers, directors, consultants and employees of the Company and its subsidiaries to purchase up to 1,500,000 of the Company's common shares. The 2003 Plan supplemented and replaced the 1993 Stock Incentive Plan (the "1993 Plan"), under which no further options may be granted. Options granted under the 1993 Plan expire on various dates through 2013. During the six months ended August 31, 2006, the Board of Directors approved the issuance of 17,500 options. As of August 31, 2006, there were 121,500 options outstanding under the 1993 Plan and 825,375 options outstanding under the 2003 plan.

Under both the 1993 and 2003 Stock Incentive Plans, option prices must be at least 100% of the fair market value of the common stock at time of grant. For qualified employees, except under certain circumstances specified in the plans or unless otherwise specified at the discretion of the Board of Directors, no option may be exercised prior to one year after date of grant, with the balance becoming exercisable in cumulative installments over a three year period during the term of the option, and terminating at a stipulated period of time after an employee's termination of employment.

NOTE 4: STOCK-BASED COMPENSATION

On March 1, 2006, the Company adopted Statement of Financial Accounting Standards (SFAS) 123R, Share-Based Payment, under the modified prospective method. The Company had previously accounted for stock-based compensation plans under the fair value provisions of SFAS 123, the adoption of SFAS 123 did not significantly impact the Company's financial position or results of operations. Under SFAS 123R, actual tax benefits recognized in excess of tax benefits previously established upon grant are reported as a financing cash inflow. Prior to adoption, such excess tax benefits were reported as an increase to operating cash flows.

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During the transition period of the Company's adoption of SFAS 123R, the weighted-average fair value of options has been estimated on the date of grant using the Black-Scholes options-pricing model with the following weighted-average assumptions used: expected volatility ranging from 40% to 109%; risk-free interest rate ranging from 3.25% to 4%; and an expected four-year term for options granted.

For the six months ended August 31, 2006, net income and earnings per share reflect the actual deduction for stock-based compensation expense. The total stock-based compensation expense for the six months ended August 31, 2006 was $36,451. The expense for stock-based compensation is a non-cash expense item.

Under the requirements of FAS 123R, the Company is not required to restate prior period earnings, however, the Company is required to supplement its financial statements with additional pro forma disclosures. Had compensation cost for the Company's stock option plan been determined based on the fair value at the date of grant, the Company's net income and basic and diluted earnings per share would have been reduced to the pro forma amounts for the periods indicated below.

	Six Months Ended August 31, 2005	Three Months Ended August 31, 2005
Net Income:		
As reported	$386,175	$156,777
Deduct: Stock based employee compensation expense under fair value based method for all awards, net of tax effects	19,213	9,241
Pro forma net income	$366,962	$147,536
Basic and diluted earnings per share:		
As reported	$ 0.03	$ 0.01
Pro forma	$ 0.03	$ 0.01

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NOTE 5: EARNINGS PER SHARE

The denominator for the calculation of diluted earnings per share at August 31, 2006 and 2005 are calculated as follows:

	August 31, 2006	August 31, 2005
Denominator for basic earnings per share	14,359,341	14,066,199
Dilutive effect of warrants	--	51,518
Dilutive effect of stock options	101,782	279,812
Denominator for diluted earnings per share	14,461,122	14,397,528

NOTE 6: OTHER INCOME

As previously disclosed on Form 8-K, filed on July 5, 2005, the Company determined that a former employee had misappropriated approximately $250,000 of the Company's monies, primarily through unauthorized check writing from the Company's accounts over a period of three calendar years. The Company had previously expensed substantially all of the misappropriated funds over the years.

The Company recovered $5,661 during the six months ended August 31, 2006 and $157,605 during the year ended February 28, 2006. The Company is pursuing appropriate remedies to recover the balance of the funds. As previously discussed, the Company can offer no assurances that it will be successful in its attempt to collect the balance of the remaining restitution.

SONO-TEK CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATIONS

Forward-Looking Statements

We discuss expectations regarding our future performance, such as our business outlook, in our annual and quarterly reports, press releases, and other written and oral statements. These "forward-looking statements" are based on currently available competitive, financial and economic data and our operating plans. They are inherently uncertain, and investors must recognize that events could turn out to be significantly different from our expectations. The following risks are by no means all inclusive but are designed to highlight what we believe are important factors to consider when evaluating our trends and future results.

- Our ability to respond to competition in national and global markets.

- General economic conditions in our markets.

We undertake no obligation to update any forward-looking statement.

Overview

Sono-Tek has developed a unique and proprietary series of ultrasonic atomization nozzles, which are being used in an increasing variety of electronic, medical, industrial, and nanotechnology applications. These nozzles are electrically driven and create a fine, uniform, low velocity spray of atomized liquid particles, in contrast to common pressure nozzles. These characteristics create a series of commercial applications that benefit from the precise, uniform, thin coatings that can be achieved. When combined with significant reductions in liquid waste and less overspray than can be achieved with ordinary pressure nozzle systems, there is lower environmental impact.

We have a well established position in the electronics industry with our SonoFlux spray fluxing equipment. It saves customers from 40% to 80% of the liquid flux required to solder printed circuit boards over more labor intensive methods, such as foam fluxing. Less flux equates to lower material cost, fewer chemicals in the workplace, and less clean-up. Also, the SonoFlux equipment reduces the number of soldering defects, which reduces the level of rework.

In the past three years, we have focused engineering resources on the medical device market, with emphasis on providing coating solutions for the new generation of drug coated stents. We have sold a significant number of specialized ultrasonic nozzles and MediCoat stent coating systems to large medical device customers. Sono-Tek's stent coating systems are superior compared to pressure nozzles in their ability to uniformly coat the very small arterial stents without creating webs or gaps in the coatings. We also sell a bench-top, fully outfitted stent coating system to a wide range of customers that are manufacturing stents and/or applying coatings to be used in developmental trials.

We have also committed engineering resources to develop a general industrial coating product, the WideTrack coating system, which is finding increasing applications in the glass, food and textile manufacturing industries. The WideTrack is saving customers money by reducing the use of materials and lessening the environmental impact by significantly reducing overspray, which is common with other types of coating systems.

One of the new markets we are participating in is nanotechnology. We have been able to enter this market with our SonoDry nozzle spraying system and WideTrack technology.

In conclusion, our sales levels have increased result of an improved economy, product development efforts, and related marketing thrusts which have had the effects of improving net income, reducing debt, and increasing stockholders' equity.

Liquidity and Capital Resources

Working Capital - Our working capital increased $339,000 from a working capital of $3,699,000 at February 28, 2006 to $4,038,000 at August 31, 2006. The Company's current ratio is 5.78 to 1 at August 31, 2006 as compared to 5.33 to 1 at February 28, 2006.

Inventory increased $128,000 from $1,520,000 to $1,648,000 as the result of diversification of the Company's product lines and an increase in finished goods for anticipated future sales.

Stockholders' Equity - Stockholder's Equity increased $398,000 from $4,230,000 at February 28, 2006 to $4,628,000 at August 31, 2006. The increase is the result of net income of $359,000, stock option exercises of $2,500 and an adjustment for stock based compensation expense of $36,000.

Operating Activities - Our operations provided $290,000 of cash for the six months ended August 31, 2006, an increase of $132,000 when compared to the six months ended August 31, 2005.

Investing Activities - We used $103,000 for the purchase of capital equipment and patent application costs during the six months ended August 31, 2006 compared to the use of $105,000 during the six months ended August 31, 2005.

Financing Activities - For the six months ended August 31, 2006, we used $10,000 in financing activities resulting from the repayment of our notes payable $12,500 and the proceeds of stock option exercises of $2,500. For the six months ended August 31, 2005, the net cash provided by financing activities was $312,000 resulting from: the issuance of stock and stock option exercises of $621,000, repayment of the outstanding line of credit of $350,000 and the proceeds of notes payable of $41,000.

Results of Operations

During the six month period ended August 31, 2006, our sales increased $204,000 or 6% to $3,616,000 as compared to $3,412,000 for the six months ended August 31, 2005. For the three months ended August 31, 2006, our sales increased $254,000 when compared to the three months ended August 31, 2005. During the six month period ended August 31, 2006, sales of our Nozzles and Medi-Coat systems increased. The increase in sales of these units was offset by a decrease in sales of WideTrack units and EVS systems. Sales of our Fluxer units were flat when compared to the six months ended August 31, 2005.

Our gross profit increased $135,000 to $1,804,000 for the six months ended August 31, 2006 from $1,669,000 for the six months ended August 31, 2005. The gross profit margin was 49.89% of sales for the six months ended August 31, 2006 as compared to 48.91% of sales for the six months ended August 31, 2005. Our gross profit increased $194,000 to $975,000 for the three months ended August 31, 2006 from $781,000 for the three months ended August 31, 2005. The gross profit margin was 53.17% of sales for the three months ended August 31, 2006 as compared to 49.43% of sales for the three months ended August 31, 2005. The improvement in gross margin for the current quarter is the result of a large Medicoat sale that occurred during the quarter.

Research and product development costs increased $82,000 to $377,000 for the six months ended August 31, 2006 from $295,000 for the six months ended August 31, 2005 and $49,000 to $198,000 for the three months ended August 31, 2006 from $149,000 for the three months ended August 31, 2005. The increases were principally due to an increase in engineering personnel in the current periods.

Marketing and selling costs increased $82,000 to $660,000 for the six months ended August 31, 2006 from $579,000 for the six months ended August 31, 2005 and $73,000 to $340,000 for the three months ended August 31, 2006 from $267,000 for the three months ended August 31, 2005. The increases were due principally to increased travel expenses, outside commissions and trade show expenses.

General and administrative costs increased $26,000 to $439,000 for the six months ended August 31, 2006 from $412,000 for the six months ended August 31, 2005 and $7,000 to $220,000 for the three months ended August 31, 2006 from $213,000 for the three months ended August 31, 2005. The increase was principally due to recording the current period stock based compensation expense of $36,000. We are now required to directly expense the effects of stock based compensation expense, a non-cash expense item.

Interest income increased $25,000 to $29,000 for the six months ended August 31, 2006 compared to the six months ended August 31, 2005. Our present investment policy is to invest excess cash in short term commercial paper with an S & P rating of at least A1+.

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Our net income was $359,000 and $234,000 for the six and the three month periods ended August 31, 2006 as compared to $386,000 and $157,000 for the six and three month periods ended August 31, 2005.

The Company's backlog of firm orders was $300,000 at August 31, 2006. All of these orders are deliverable before the end of the Company's current fiscal year, which is February 28, 2007.

Critical Accounting Policies

The discussion and analysis of the Company's financial condition and results of operations are based upon the consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these financial statements requires the Company to make estimates and judgments that affect the reported amount of assets and liabilities, revenues and expenses, and related disclosure on contingent assets and liabilities at the date of the financial statements. Actual results may differ from these estimates under different assumptions and conditions.

Critical accounting policies are defined as those that are reflective of significant judgments and uncertainties, and may potentially result in materially different results under different assumptions and conditions. The Company believes that critical accounting policies are limited to the one described below. For a detailed discussion on the application of this and other accounting policies see Note 2 to the Company's consolidated financial statements included in Form 10-KSB for the year ended February 28, 2006.

Accounting for Income Taxes

As part of the process of preparing the Company's consolidated financial statements, the Company is required to estimate its income taxes. Management judgment is required in determining the provision on its deferred tax asset. During the fourth quarter of the year ended February 29, 2004, the Company reduced the valuation reserve for the deferred tax asset resulting from the net operating losses carried forward due to the Company having demonstrated consistent profitable operations. In the event that actual results differ from these estimates, the Company may need to again adjust such valuation reserve.

Stock-Based Compensation

The computation of the expense associated with stock-based compensation requires the use of a valuation model. SFAS 123R is a new and very complex accounting standard, the application of which requires significant judgment and the use of estimates, particularly surrounding Black-Scholes assumptions such as stock price volatility, expected option lives, and expected option forfeiture rates, to value equity-based compensation. The Company currently uses a Black-Scholes option pricing model to calculate the fair value of its stock options. The Company primarily uses historical data to determine the assumptions to be used in the Black-Scholes model and has no reason to believe that future data is likely to differ materially from historical data. However, changes in the assumptions to reflect future stock price volatility and future stock award exercise experience could result in a change in the assumptions used to value awards in the future and may result in a material change to the fair value calculation of stock-based awards. SFAS 123R requires the recognition of the fair value of stock compensation in net income. Although every effort is made to ensure the accuracy of our estimates and assumptions, significant unanticipated changes in those estimates, interpretations and assumptions may result in recording stock option expense that may materially impact our financial statements for each respective reporting period.

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SONO-TEK CORPORATION
CONTROLS AND PROCEDURES

The Company has established and maintains "disclosure controls and procedures" (as those terms are defined in Rules 13a -15(e) and 15d-15(e) under the Securities and Exchange Act of 1934 (the "Exchange Act'). Christopher L. Coccio, Chief Executive Officer and President (principal executive) and Stephen J. Bagley, Chief Financial Officer (principal accounting officer) of the Company, have evaluated the Company's disclosure controls and procedures as of August 31, 2006. Based on this evaluation, they have concluded that the Company's disclosure controls and procedures were effective to ensure that information required to be disclosed by the Company in reports that it files or submits under the Exchange Act is (1) recorded, processed, summarized and reported within the time periods specified in Securities and Exchange Commission rules and forms, and (2) accumulated and communicated to Management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding timely disclosure.

In addition, there were no changes in the Company's internal controls over financial reporting during the second fiscal quarter of 2007 that have materially affected, or are reasonably likely to materially affect, internal controls over financial reporting.

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PART II - OTHER INFORMATION

Item 1. Legal Proceedings

None

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

None

Item 3. Defaults Upon Senior Securities

None

Item 4. Submission of Matters to a Vote of Security Holders

The following matters were voted upon at the Company's annual meeting of shareholders held on August 17, 2006.

1. The election of three (3) directors of the Company to serve until the Company's 2008 annual meeting of shareholders.

	For	Against
Donald F. Mowbray	11,477,490	94,500
Samuel Schwartz	11,440,890	131,100
Edward J. Handler	11,477,490	94,500

There were no broker non-votes.

Harvey L. Berger, Christopher L. Coccio and Philip A. Strasburg, who were not standing for re-election, continued to serve as Directors following the annual meeting.

2. The ratification of the appointment of Sherb & Co. as the Company's independent auditors for the fiscal year ending February 28, 2007.

For 11,331,463; Against 144,797; Abstained 95,730
There were no broker non-votes.

Item 5. Other Information

None

Item 6. Exhibits and Reports

(a) Exhibits

31.1 - 31.2 - Rule 13a - 14(a)/15d - 14(a) Certification

32.1 - 32.2 - Certification Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

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

Dated: October 11, 2006

SONO-TEK CORPORATION
(Registrant)

/s/ Christopher L. Coccio
By: ________________________________
Christopher L. Coccio
Chief Executive Officer and President

/s/ Stephen J. Bagley
By: ________________________________
Stephen J. Bagley
Chief Financial Officer