

RADIANT LOGISTICS, INC  
Form 10-Q  
November 14, 2007

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 10-Q**

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

For the quarterly period ended: September 30, 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: 000-50283

**RADIANT LOGISTICS, INC.**  
**(Exact Name of Registrant as Specified in Its Charter)**

Delaware  
(State or Other Jurisdiction of  
Incorporation or Organization)

04-3625550  
(IRS Employer Identification No.)

1227 120<sup>th</sup> Avenue N.E., Bellevue, WA 98005  
(Address of Principal Executive Offices)

(425) 943-4599  
(Issuer's Telephone Number, including Area Code)

N/A  
(Former Name, Former Address, and Former Fiscal Year, 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 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 large accelerated filer, an accelerated filer, or a non-accelerated filer. See definitions of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

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

There were 33,961,639 issued and outstanding shares of the registrant's common stock, par value \$.001 per share, as of November 9, 2007.

**RADIANT LOGISTICS, INC.**  
**(f/k/a Golf Two, Inc.)**

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**RADIANT LOGISTICS, INC.**  
**(f/k/a Golf Two, Inc.)**  
**Condensed Consolidated Balance Sheets**

	September 30, 2007 (unaudited)	June 30, 2007
<b>ASSETS</b>		
Current assets -		
Cash and cash equivalents	\$ 409,361	\$ 719,575
Accounts receivable, net of allowance for doubtful accounts of \$286,255 at September 30, 2007 and \$259,960 at June 30, 2007	17,503,002	15,062,910
Current portion of employee loan receivable and other receivables	40,816	42,800
Prepaid expenses and other current assets	152,426	59,328
Deferred tax asset	256,468	234,656
<b>Total current assets</b>	<b>18,362,073</b>	<b>16,119,269</b>
Property and equipment, net	918,653	844,919
Acquired intangibles, net	1,652,933	1,789,773
Goodwill	5,532,223	5,532,223
Employee loan receivable	80,000	80,000
Investment in real estate	40,000	40,000
Deposits and other assets	1,069,658	618,153
<b>Total long term assets</b>	<b>8,374,814</b>	<b>8,060,149</b>
	\$ 27,655,540	\$ 25,024,337
<b>LIABILITIES AND STOCKHOLDERS'</b>		
<b>EQUITY</b>		
Current liabilities -		
Notes payable - current portion of long term debt	\$ 800,000	\$ 800,000
Accounts payable	11,540,517	11,619,579
Accrued transportation costs	2,059,105	1,651,177
Commissions payable	786,903	700,020
Other accrued costs	241,481	344,305
Income taxes payable	117,116	224,696
<b>Total current liabilities</b>	<b>15,545,122</b>	<b>15,339,777</b>
Long term debt	4,314,520	1,974,214
Deferred tax liability	561,997	608,523
<b>Total long term liabilities</b>	<b>4,876,517</b>	<b>2,582,737</b>
<b>Total liabilities</b>	<b>20,421,639</b>	<b>17,922,514</b>
Commitments & contingencies	-	-
Minority interest	39,870	57,482
Stockholders' equity:		
Preferred stock, \$0.001 par value, 5,000,000 shares authorized; no shares issued or outstanding	-	-

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Common stock, \$0.001 par value, 50,000,000 shares authorized;  
issued and outstanding: 33,961,639 at September  
30, 2007

and June 30, 2007	15,417	15,417
Additional paid-in capital	7,199,032	7,137,774
Accumulated deficit	(20,418)	(108,850)
Total Stockholders' equity	7,194,031	7,044,341
	\$ 27,655,540	\$ 25,024,337

The accompanying notes form an integral part of these condensed consolidated financial statements.

**RADIANT LOGISTICS, INC.**  
**(f/k/a Golf Two, Inc.)**  
**Condensed Consolidated Statements of Operations**  
**(unaudited)**

	For three months ended September 30,	
	2007	2006
Revenue	\$ 25,557,234	\$ 14,417,101
Cost of transportation	17,116,375	9,423,319
Net revenues	8,440,859	4,993,782
Agent Commissions	5,851,818	3,727,317
Personnel costs	1,546,934	507,032
Selling, general and administrative expenses	694,867	405,905
Depreciation and amortization	239,868	186,106
Total operating expenses	8,333,487	4,826,360
Income from operations	107,372	167,422
Other income (expense):		
Interest income	1,200	1,805
Interest expense	(25,740)	(7,491)
Other	(19,743)	(402)
Total other income (expense)	(44,283)	(6,088)
Income before income tax expense (benefit)	63,089	161,334
Income tax expense (benefit)	(7,731)	1,808
Income before minority interest	70,820	159,526
Minority interest	(17,612)	-
Net income	\$ 88,432	\$ 159,526
Net income per common share - basic	\$ 0.00	\$ 0.00
Net income per common share - basic and diluted	\$ 0.00	\$ 0.00
Weighted average basic common shares outstanding	33,961,639	33,652,400
Weighted average diluted common shares outstanding	34,442,963	36,137,182

The accompanying notes form an integral part of these condensed consolidated financial statements.



**RADIANT LOGISTICS, INC.**  
**(f/k/a Golf Two, Inc.)**  
**Condensed Consolidated Statement of Stockholders' Equity**

	COMMON STOCK SHARES	COMMON STOCK AMOUNT	ADDITIONAL PAID-IN CAPITAL	ACCUMULATED DEFICIT	TOTAL STOCKHOLDERS' EQUITY
Balance at June 30, 2007	33,961,639	\$ 15,417	\$ 7,137,774	\$ (108,850)	\$ 7,044,341
Share based compensation (unaudited)	-	-	61,258	-	61,258
Net income for the three months ended September 30, 2007 (unaudited)	-	-	-	88,432	88,432
Balance at September 30, 2007	33,961,639	\$ 15,417	\$ 7,199,032	\$ (20,418)	\$ 7,194,031

The accompanying notes form an integral part of these condensed consolidated financial statements.

**RADIANT LOGISTICS, INC.**  
**(f/k/a Golf Two, Inc.)**  
**Condensed Consolidated Statements of Cash Flows**  
**(unaudited)**

	For three months ended September 30,	
	2007	2006
<b>CASH FLOWS PROVIDED BY (USED FOR) OPERATING ACTIVITIES:</b>		
Net income	\$ 88,432	\$ 159,526
<b>ADJUSTMENTS TO RECONCILE NET INCOME TO NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES:</b>		
non-cash compensation expense (stock options)	61,258	44,992
amortization of intangibles	136,840	152,959
amortization of deferred tax	(46,526)	(52,006)
depreciation	95,875	25,994
amortization	7,153	7,153
minority interest in income of subsidiaries	(17,612)	-
provision for doubtful accounts	26,265	-
change in fair value of accounts receivable	-	(6,128)
<b>CHANGE IN ASSETS AND LIABILITIES -</b>		
accounts receivable	(2,466,357)	197,207
employee receivable and other receivables	1,984	(1,600)
prepaid expenses and other current assets	(574,099)	103,562
accounts payable	(79,062)	583,935
accrued transportation costs	407,928	61,499
commissions payable	86,883	77,664
other accrued costs	(102,823)	(47,639)
income taxes payable	(107,580)	(246,546)
Net cash provided by (used for) operating activities	(2,481,441)	1,060,572
<b>CASH FLOWS USED FOR INVESTING ACTIVITIES:</b>		
purchase of property and equipment	(169,079)	(74,733)
Net cash used for investing	(169,079)	(74,733)
<b>CASH FLOWS PROVIDED BY (USED FOR) FINANCING ACTIVITIES:</b>		