

DEAL A DAY GROUP CORP.
Form 10-Q/A
July 03, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

AMENDMENT NO. 1

to

FORM 10-Q

**X .QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934**

For the quarterly period ended March 31, 2014

.TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

Commission File Number 000-52323

DEAL A DAY GROUP CORP.

(Name of small business issuer in its charter)

Nevada
(State of incorporation)

90-0731925
(I.R.S. Employer Identification
No.)

5150 E. Pacific Coast Highway, Suite 200

Long Beach, CA 90804
(Address of principal executive offices)

(800) 349-6095

(Registrant's telephone number)

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 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, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of 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 . (Do not check if a smaller reporting company) .
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 May 20, 2014, there were 50,380,399 shares of the registrant's \$0.001 par value common stock issued and outstanding.

Deal a Day Group Corp. (the Company), hereby amends its Quarterly Report on Form 10-Q, for the fiscal quarter ended March 31, 2014, solely to change September 30, 2013 to March 31, 2104 under Item 4 (Controls and Procedures). There are no other changes to the original Form 10-Q filed on May 20, 2014. This Amendment No. 1 to Form 10-Q does not reflect events occurring after the filing of the original Form 10-Q on May 20, 2014, or modify or update the disclosures therein in any way other than as required to reflect the amendment set forth herein.

ITEM 4.

CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

Disclosure controls and procedures are controls and procedures that are designed to ensure that information required to be disclosed in our reports filed under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by our company in the reports that it files or submits under the Exchange Act is accumulated and communicated to our management, including its principal executive and principal financial officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure. Our management carried out an evaluation under the supervision and with the participation of our Principal Executive Officer and Principal Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures pursuant to Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 (Exchange Act). Based upon that evaluation, our Principal Executive Officer and Principal Financial Officer have concluded that our disclosure controls and procedures were not effective as of March 31, 2014, due to the material weaknesses resulting from the Board of Directors not currently having any independent members and no director qualifies as an audit committee financial expert as defined in Item 407(d)(5)(ii) of Regulation S-K, and controls were not designed and in place to ensure that all disclosures required were originally addressed in our financial statements.

Changes in Internal Control over Financial Reporting

Our management has also evaluated our internal control over financial reporting, and there have been no significant changes in our internal controls or in other factors that could significantly affect those controls subsequent to the date of our last evaluation.

The Company is not required by current SEC rules to include, and does not include, an auditor's attestation report. The Company's registered public accounting firm has not attested to Management's reports on the Company's internal control over financial reporting.

ITEM 6.

EXHIBITS

Exhibit

| Number | Description of Exhibit | Filing |
|---------------|---|--|
| 3.01 | Articles of Incorporation | Filed with the SEC on November 2, 2005 as part of our Registration Statement on Form SB-2. |
| 3.01a | Articles of Merger | Filed with the SEC on June 14, 2012 as part of our Registration Statement on Form 10-12G. |
| 3.01b | Certificate of Amendment | Filed with the SEC on June 14, 2012 as part of our Registration Statement on Form 10-12G. |
| 3.01c | Certificate of Amendment | Filed with the SEC on June 14, 2012 as part of our Registration Statement on Form 10-12G. |
| 3.02 | Bylaws | Filed with the SEC on November 2, 2005 as part of our Registration Statement on Form SB-2. |
| 3.02a | Amended and Restated Bylaws | Filed with the SEC on November 19, 2008 as part of our Quarterly Report on Form 10-Q. |
| 10.01 | Asset Acquisition Agreement with Rich Media Corp. | Filed with the SEC on June 14, 2012 as part of our Registration Statement on Form 10-12G. |
| 14.01 | Code of Business Conduct and Ethics | Filed with the SEC on November 2, 2005 as part of our Registration Statement on Form SB-2. |
| 21.01 | List of Subsidiaries | Filed with the SEC on April 1, 2008 as part of our Annual Report on Form 10-K. |

- 31.01 Certification of Principal Executive Officer Pursuant to Rule 13a-14 Filed herewith.
- 31.02 Certification of Principal Financial Officer Pursuant to Rule 13a-14 Filed herewith.
- 32.01 CEO and CFO Certification Pursuant to Section 906 of the Sarbanes-Oxley Act Filed herewith.
- 101.INS* XBRL Instance Document (1)
- 101.SCH* XBRL Taxonomy Extension Schema Document (1)
- 101.CAL* XBRL Taxonomy Extension Calculation Linkbase Document (1)
- 101.LAB* XBRL Taxonomy Extension Labels Linkbase Document (1)
- 101.PRE* XBRL Taxonomy Extension Presentation Linkbase Document (1)
- 101.DEF* XBRL Taxonomy Extension Definition Linkbase Document (1)

*

Pursuant to Regulation S-T, this interactive data file is deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, is deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, and otherwise is not subject to liability under these sections.

(1)

Incorporated by reference to Registrant's Form 10-Q (File No. 000-52323) for the Quarter Ended March 31, 2014, and filed with the Commission on May 20, 2014.

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

DEAL A DAY GROUP CORP.

Dated: July 3, 2014

/s/ Richard Pak

By: Richard Pak

Its: President, CEO, CFO, Principal Accounting
Officer, Treasurer and Director