

Organic To Go Food CORP
Form 10QSB
November 13, 2007

**United States
Securities and Exchange Commission
Washington, D.C. 20549**

FORM 10-QSB

(Mark One)

**Quarterly Report Under Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended September 30, 2007**

or

**Transition Report Under Section 13 or 15(d) of the Securities Exchange Act of 1934
For the Transition Period From _____ to _____**

Commission File number 0-21061

ORGANIC TO GO FOOD CORPORATION
(Exact name of small business issuer as specified in its charter)

Delaware
**(State or other jurisdiction of
incorporation or organization)**

58-2044990
**(IRS Employer
Identification No.)**

3317 Third Avenue South, Seattle, Washington
(Address of principal executive offices)
(206) 838-4670
(Issuer's telephone number)

Check whether the issuer (1) 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 shell company (as defined in Rule 12b-2 of the Exchange Act.)
Yes No

The number of shares outstanding of registrant's common stock, \$0.001 par value at November 2, 2007 was 27,758,326.

Transitional Small Business Disclosure Format (Check one): Yes No

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Organic To Go Food Corporation and its wholly-owned subsidiary, Organic To Go, Inc.
Condensed Consolidated Balance Sheets
(in thousands, except share amounts)

	December 31, 2006 (audited)	September 30, 2007 (unaudited)
Current assets		
Cash and cash equivalents	\$ 865	\$ 892
Accounts receivable, net	365	978
Inventory	236	449
Prepaid expenses and other current assets	189	701
Total current assets	1,655	3,019
Property and equipment, net	2,148	4,603
Identifiable intangible assets, net	851	2,337
Deposits and other assets	623	554
Total assets	\$ 5,277	\$ 10,514
Current liabilities		
Accounts payable	\$ 1,337	\$ 1,729
Accrued liabilities	881	1,155
Current portion of notes payable, net of discount	6,281	1,543
Current portion of capital lease obligations	50	251
Total current liabilities	8,549	4,679
Deferred rent	-	54
Notes payable, net of current portion	592	966
Capital lease obligations, net of current portion	137	423
Total liabilities	9,278	6,121
Stockholders' equity (deficit)		
Preferred Stock; \$0.001 par value; 9,670,000 and 10,000,000 shares authorized, 9,670,000 and no shares issued and outstanding	8	-
Common stock and additional paid-in capital; \$0.001 par value; 15,100,000 and 500,000,000 shares authorized; 3,454,910 and 24,365,035 Exchange Ratio adjusted shares issued and outstanding	10,414	27,685
Accumulated deficit	(14,423)	(23,291)
Total stockholders' equity (deficit)	(4,001)	4,394
Total liabilities and stockholders' equity (deficit)	\$ 5,277	\$ 10,514

See accompanying notes to condensed consolidated financial statements.

Organic To Go Food Corporation and its wholly-owned subsidiary, Organic To Go, Inc.
Condensed Consolidated Statements of Operations
(in thousands, except per share amounts)
(unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2006	2007	2006	2007
Sales	\$ 2,259	\$ 3,716	\$ 6,716	\$ 11,188
Cost of sales	1,097	1,750	3,315	5,391
Gross Profit	1,162	1,966	3,401	5,797
Operating expenses	2,411	4,797	6,716	12,196
Depreciation and amortization	252	871	592	2,009
Loss from operations	(1,501)	(3,702)	(3,907)	(8,408)
Interest income (expense), net	(699)	(45)	(714)	(460)
Loss before income taxes	(2,200)	(3,747)	(4,621)	(8,868)
Income taxes	-	-	-	-
Net loss	\$ (2,200)			