

Edgar Filing: LUCILLE FARMS INC - Form NT 10-K

LUCILLE FARMS INC  
Form NT 10-K  
June 29, 2005

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 12B-25

Commission File Number 0-18170

NOTIFICATION OF LATE FILING

(Check One):  Form 10-K and Form 10-KSB  Form 11-K  Form 20-F  
 Form 10-Q and Form 10-QSB  Form N-SAR

For Period Ended: March 31, 2005  
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Transition Report on Form 10-K  Transition Report on Form 10-Q  
 Transition Report on Form 20-F  Transition Report on Form N-SAR  
 Transition Report on Form 11-K

For Transition Period Ended: \_\_\_\_\_

Read attached instruction sheet before preparing form. Please print or type.  
Nothing in this form shall be construed to imply that the Commission has  
verified any information contained herein.

If the notification relates to a portion of the filing checked above,  
identify the Item(s) to which the notification relates: \_\_\_\_\_

PART I - REGISTRANT INFORMATION

Lucille Farms, Inc.  
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Full name of registrant  
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Former name if applicable  
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150 River Road, PO Box 517  
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Address of principal executive office (Street and number)  
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Montville, NJ 07045  
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City, State and Zip Code

PART II - RULES 12B-25(B) AND (C)

If the subject report could not be filed without unreasonable effort or  
expense and the registrant seeks relief pursuant to Rule 12b-25(b), the  
following should be completed. (Check box if appropriate.)

- (a) The reasons described in reasonable detail in Part III of this  
form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report  
on Form 10-K, Form 20-F, 11-K or Form -N-SAR, or portion thereof, will  
be filed on or before the fifteenth calendar day following the

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prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and

(c) The account's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III - NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR or the transition report portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

The registrant's report on Form 10-K is being filed late because there were delays in completing the financial statements for the year ended March 31, 2005.

PART IV - OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

Jay M. Rosengarten

(973) 334-6030

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(Name)

(Area code) (Telephone number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

[X] Yes [ ] No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

[X] Yes [ ] No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Registrant estimates it will incur a loss of approximately \$2,750,000 compared to a profit of \$209,000 the prior year. The loss is primarily due to an adverse change in the price of milk, a component of costs of sales. Additional time is needed to properly gather and analyze the information in order to make a complete and accurate filing.

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Lucille Farms, Inc.

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(Name of registrant as specified in charter)

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has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date June 28, 2005

By /s/ Jay Rosengarten

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Jay Rosengarten, Chief Executive Officer

Instruction. The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).