

Edgar Filing: ICEWEB INC - Form NT 10-K

ICEWEB INC  
Form NT 10-K  
December 29, 2005

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

SEC FILE NUMBER 000-27865

FORM 12b-25

CUSIP NUMBER 451034102

NOTIFICATION OF LATE FILING

(Check one):  Form 10-KSB     Form 10-F     Form 10-QSB     Form N-SAR

For Period Ended: SEPTEMBER 30, 2005  
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- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form N-SAR

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

Read Instruction (on back page) Before Preparing Form. Please Print or Type.  
NOTHING IN THIS FORM SHALL BE CONSTRUED TO IMPLY THAT THE COMMISSION  
HAS VERIFIED ANY INFORMATION CONTAINED HERIN.

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

ICEWEB INC.  
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Full Name of Registrant

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Former Name if Applicable

205 VAN BUREN STREET SUITE 420  
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Address of Principal Executive Office (Street and Number)

HERNDON, VIRGINIA 20170  
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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 prescribed due date;  
or the subject quarterly report of transition report on Form 10-Q, or
- [X]

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- portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant'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.

THE COMPANY IS ALSO PROCESSING A REGISTRATION STATEMENT, HAS RESPONDED TO COMMENTS FROM THE SEC STAFF RELATIVE TO PRIOR FILINGS OF PERIODIC REPORTS AND REQUIRES THE ADDITIONAL TIME TO COORDINATE ITS EFFORTS.

PART IV - OTHER INFORMATION

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

JOHN R. SIGNORELLO	703	964-8000
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(Name)	(Area Code)	(Telephone Number)

- (2) Have all other periodic reports 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 preceeding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). 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? 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.

ICEWEB INC.

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(Name of Registrant as Specified in Charter)

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

Date: DECEMBER 29, 2005

By: /s/ JOHN R. SIGNORELLO

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JOHN R. SIGNORELLO, PRESIDENT

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 e 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.