WO KEE HONG (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 720)

OVERSEAS REGULATORY ANNOUNCEMENT

(This overseas regulatory announcement is issued pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.)

Please refer to the attached Form 10-Q/A, the amended quarterly report for the period ended September 30, 2006 filed on May 28, 2010 (US time) by China Premium Lifestyle Enterprise, Inc., an associated company of the Company whose shares are traded on the Over-The-Counter Bulletin Board in the United States of America.

As at the date of this announcement, the Board comprises Dr. Richard Man Fai LEE (Executive Chairman and Chief Executive Officer), Mr. Jeff Man Bun LEE and Mr. Tik Tung WONG, all of whom are executive Directors, Ms. Kam Har YUE, who is a non-executive Director, Mr. Boon Seng TAN, Mr. Ying Kwan CHEUNG and Mr. Peter Pi Tak YIN, all of whom are independent non-executive Directors.

Hong Kong, May 31, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q/A
(Amendment No. 1)

(MARK ONE)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934
FOR THE QUARTERLY PERIOD ENDED September 30, 2006

OR

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE ACT OF 1934

COMMISSION FILE NUMBER: 333-120807

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.

(Exact name of registrant as specified in its charter)

Nevada	**11-3718650**
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

10/F, Wo Kee Hong Building
585 - 609 Castle Peak Road
Kwai Chung, N.T. Hong Kong
(Address of principal executive offices)

852 2514 4880
(Registrant's telephone number, including area code)

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 x No o

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 o No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. (See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act):

Large Accelerated Filer o	Accelerated Filer o	Non-Accelerated Filer o (Do not check if a smaller reporting company.)	Smaller Reporting Company x

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

On September 30, 2006, there were 98,229,180 shares of common stock, $0.001 par value, issued and outstanding.

EXPLANATORY NOTE

As used in this Amendment No. 1 (the "Form 10-Q/A") to our Quarterly Report on Form 10-QSB for the nine months ended September 30, 2006 (the "Third Quarter 2006 Form 10-Q"), the terms "we", "us", "our" and the "Company" mean China Premium Lifestyle Enterprise, Inc., a Nevada corporation, and our consolidated subsidiaries, taken together as a whole.

On April 20, 2010, our management initially concluded that our consolidated audited financial statements for the years ended December 31, 2008, 2007 and 2006 and our consolidated unaudited interim financial statements for the periods ended March 31, 2006 through September 30, 2009 needed to be restated and should not be relied upon. Upon further analysis, on May 14, 2010, our management concluded that reliance on our unaudited interim financial statements for the period ended March 31, 2006 should not be withdrawn and that no restatements should be made to our unaudited interim financial statements for the period ended March 31, 2006. However, our management concluded that certain Notes to our unaudited interim financial statements included in the quarterly report on Form 10-QSB for the period ended March 31, 2006 needed to be amended. In addition, our management concluded that certain Notes to our audited financial statements included in the annual report on Form 10-KSB for our former fiscal year ended June 30, 2006 also needed to be amended.

This Form 10-Q/A to our Third Quarter 2006 Form 10-Q is being filed with the Securities and Exchange Commission (the "SEC") to amend and restate our consolidated unaudited interim financial statements as of September 30, 2006 and for the three and nine months ended September 30, 2006 and 2005.

In addition, we will file Reports on Form 10-K/A for prior periods to amend and restate our consolidated audited financial statements for the annual periods in fiscal years ended December 31, 2008, 2007 and 2006 and Reports on Form 10-Q/A to amend and restate our consolidated unaudited financial statements for the quarterly periods ended September 30, 2006 through September 30, 2009. We will also file a Report on Form 10-K/A to amend certain Notes to our audited financial statements for the annual period in our former fiscal year ended June 30, 2006 and a Report on Form 10-Q/A to amend certain Notes to our unaudited interim financial statements for the quarterly period ended March 31, 2006.

NOTE: The common stock numbers in the "Background" sections of this Explanatory Note and Note 14 of the financial statements filed herewith give effect to a one-for-five reverse stock split (the "Reverse Stock Split") of our common stock, par value $0.005 per share, effective on December 7, 2007. However, unless otherwise indicated, the common stock numbers in the "Restatements" sections of this Explanatory Note and Note 14 of the financial statements filed herewith, and in the balance of this Form 10-Q/A reflect our pre-Reverse Stock Split capitalization, as in effect during the period covered by this Form 10-Q/A.

Background

In September 2006, we closed the transactions contemplated by that certain Share Exchange Agreement, dated July 15, 2006, by and among us, Fred De Luca, Corich Enterprises, Inc., a British Virgin Islands corporation, Herbert Adamczyk and Technorient Limited, a Hong Kong corporation (the "Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, we issued an aggregate of 972,728 shares (the "Exchange Shares") of Series A Convertible Preferred Stock in exchange for shares of the capital stock of Technorient.

In connection with the Share Exchange Agreement and prior to its closing, we entered into a consulting agreement dated July 15, 2006 with Happy Emerald Ltd. ("HEL") pursuant to which we issued to HEL 561,245 shares (the "HEL Shares") of Series A Convertible Preferred Stock in exchange for certain future services to be performed by HEL after the closing of the Share Exchange Agreement.

In January 2007, we authorized the delivery of 65,454 shares (the "Bern Noble Shares") of the HEL Shares to Bern Noble, Ltd. ("Bern Noble") for consulting services rendered by Bern Noble to us in connection with the Share Exchange Agreement. In March 2007, Bern Noble converted the Bern Noble Shares into 1,210,631 shares of common stock.

The following actions were also taken:

- on April 7, 2006, prior management filed an amendment to our Articles of Incorporation purporting to create a class of 100,000,000 shares of "blank check" preferred stock (the "Preferred Stock Amendment");

- on August 16, 2006, prior management filed an amendment to our Articles of Incorporation purporting to designate 2,000,000 shares of the "blank check" preferred stock as "Series A Convertible Preferred Stock" (the "Certificate of Designation"); and

- on December 18, 2006, we filed an amendment to our Articles of Incorporation purporting to increase the number of shares of authorized common stock from 100,000,000 shares to 400,000,000 shares (the "Common Stock Amendment").

On December 19, 2008, we filed an action in the United States District Court for the Central District of California (the "Federal Court Action"), for fraud, breach of fiduciary duty, breach of contract and conversion against HEL, certain members of our prior management, including Fred De Luca, Charles Miseroy, Robert G. Pautsch and Federico Cabo, and certain other defendants. In the Federal Court Action, we alleged that:

- HEL had never performed any services under the consulting agreement; and

- the defendants, including the members of prior management, had (1) fraudulently obtained certificates for 495,596 shares of the Series A Convertible Preferred Stock, (2) improperly attempted to transfer the shares among themselves and their affiliates, (3) improperly converted 247,798 of the shares into 4,569,619 shares of common stock, and (4) sought to have the restrictive legend removed from the resulting shares of common stock.

During the pendency of the Federal Court Action, our legal advisors discovered that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment had not been properly authorized. Specifically:

- each of the Preferred Stock Amendment and the Common Stock Amendment was approved only by the written consent of a majority of our then-stockholders, whereas our By-Laws required such written consent to be approved unanimously; and

- at the time of the filing of the Certificate of Designation with the Nevada Secretary of State, the Articles of Incorporation did not authorize the Board of Directors to designate the rights, preferences and privileges of any "blank check" preferred stock.

We were advised that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment were invalid and of no force and effect. Further, we were advised that we were never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares, and that any shares of common stock underlying such shares would also not have been authorized. In addition, we were advised that we were never authorized to issue any shares of common stock in excess of 100,000,000 shares.

Upon learning of the invalidity of the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment:

- current management took action to correct any potential defect in the transactions contemplated to acquire the shares of Technorient under the Share Exchange Agreement. On May 5, 2009, we entered into a reformation ("Reformation") of the Share Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of common stock (on a post-Reverse Stock Split basis) underlying the Exchange Shares were agreed to have been issued in lieu of the Exchange Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of our common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing date of the Share Exchange Agreement, and that upon the effectiveness of and giving effect to the Reverse Stock Split on December 7, 2007, an aggregate of an additional 3,537,977 shares of common stock were deemed to have been issued; and

- we amended our complaint in the Federal Court Action to allege that all of the disputed shares (the HEL Shares and, derivatively, the Bern Noble Shares), were void and subject to cancellation. Because of the uncertainty of the outcome of the Federal Court Action, however, we determined not to make any changes with respect to such shares on our financial statements until the pending litigation was finally resolved through a judgment in or settlement of the Federal Court Action.

On March 1, 2010, we settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to us for cancellation all of the disputed shares, including 247,798 shares of the Series A Convertible Preferred Stock and 4,569,619 shares of common stock.

Further, in connection with the settlement, Bern Noble agreed to return to us for cancellation the 1,210,631 shares of common stock that had originally been derived from the HEL Shares. We also agreed to replace the Bern Noble Shares with an equal number of new shares of common stock in consideration of services rendered to us in 2006 in connection with the closing of the Share Exchange Agreement. We agreed to deliver the replacement shares in nine monthly installments.

Restatements

We have restated certain items on our consolidated balance sheets, consolidated statements of operations and consolidated statements of stockholders' equity and comprehensive income (loss), based on the following:

- our determination that we were never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares;

- our determination that the Preferred Stock Amendment, the Certificate of Designation designating the Series A Convertible Preferred Stock and the Common Stock Amendment were invalid and of no force and effect;

- the issuance of shares of common stock in connection with the Reformation;

- the cancellation and reissuance of the shares of common stock converted from the Bern Noble Shares (including the recognition of the receipt of the services performed by Bern Noble in 2006); and

- the settlement of the Federal Court Action.

The following describes the restatements to the Company's condensed consolidated financial statements:

- on the condensed consolidated balance sheets, at September 30, 2006, preferred stock decreased by $1,534, common stock increased by $72,000 and additional paid-in-capital decreased by $70,466. Further, all references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted from the restated balance sheets at September 30, 2006;

- on the condensed consolidated statement of operations, for the three and nine months ended September 30, 2006, basic earnings per share decreased by $0.0283 and $0.1857, respectively, diluted earnings per share increased by $0.0017 and $0.0043, respectively, and for the three and nine months ended September 30, 2005, basic and diluted earnings per share increased by $0.0008 and $0.0013, respectively;

- for the three and nine months ended September 30, 2006, the basic weighted average number of outstanding shares increased by 90,069,541 and 95,511,453, respectively, and the diluted weighted average number of outstanding shares decreased by 51,369,672 and 45,927,760, respectively, and for the three and nine months ended September 30, 2005, the basic weighted average number of outstanding shares increased by 89,689,881 and the diluted weighted average number of outstanding shares decreased by 51,749,332; and

- on the condensed consolidated statement of stockholders' equity, at September 30, 2006, the number of issued and outstanding shares of preferred stock decreased to none from 1,533,973. In addition, at September 30, 2006, the number of issued and outstanding shares of common stock increased by 72,000,000 to 98,229,180.

The restatements had no impact on the Company's cash or cash flows.

Scope of This Form 10-Q/A

This Form 10-Q/A sets forth the Third Quarter 2006 Form 10-Q in its entirety. The following Items contain amended disclosures relating to the restatements:

- Part I, Item 1. Financial Statements;
- Part I, Item. 2. Management's Discussion and Analysis of Financial Condition and Results of Operation, under the headings " *Restatements* " and " *Introductory Comment* ;"
- Part I, Item 3. Controls and Procedures;
- Part II, Item 2. Unregistered Sales of Equity Securities and Use of Proceeds; and
- Part II, Item 6. Exhibits (to contain the currently-dated certifications from our principal executive officer and principal financial officer, as required by Sections 302 and 906 of the Sarbanes-Oxley Act of 2002).

Other than the amendments to the disclosures in the Items listed above, no other material modifications or updates have been made to the Third Quarter 2006 Form 10-Q. Information not affected by the Items listed above remains unchanged and reflects the disclosures made at the time of, and as of the dates described in, the Third Quarter 2006 Form 10-Q. Further, other than the amendments to the disclosures in the Items listed above, this Form 10-Q/A does not describe events occurring after the Third Quarter 2006 Form 10-Q (including with respect to exhibits), or modify or update disclosures (including forward-looking statements) which may have been affected by events or changes in facts occurring after the date of the Third Quarter 2006 Form 10-Q. Accordingly, this Form 10-Q/A should be read in its historical context and in conjunction with our filings made with the SEC subsequent to the filing of the Third Quarter 2006 Form 10-Q, as information in such filings may update or supersede certain information contained in this Form 10-Q/A.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(FORMERLY XACT AID, INC.)

FORM 10-Q/A

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 2006

TABLE OF CONTENTS

PART I. FINANCIAL INFORMATION

ITEM 1. Financial Statements.

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(FORMERLY XACT AID, INC.) AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEET (UNAUDITED)
SEPTEMBER 30, 2006
(Expressed in US dollars)

	$ (Restated)
ASSETS	
Current assets:	
Cash and cash equivalents	209,628
Trade receivables, net of allowance of $18,808	2,232,827
Inventories	8,617,615
Amount due from ultimate holding company	2,765,404
Amounts due from fellow subsidiaries	27,248
Other current assets	3,425,081
Total current assets	17,277,803
Property, plant and equipment, net	2,454,087
Investment in an associate	1,000,421
Deferred tax asset - non-current	812,903
TOTAL ASSETS	21,545,214
LIABILITIES AND STOCKHOLDERS' EQUITY	
Current liabilities:	
Short-term borrowings	3,349,941
Other current liabilities	12,590,465
Total current liabilities	15,940,406
Other long-term liabilities	153,764
Total liabilities	16,094,170
Minority interests	2,770,205
Commitments and Contingencies	
Stockholders' equity	
Common stock	
Authorized: 100,000,000 common stock, par value $0.001	
Issued and outstanding: 98,229,180 shares	98,261
Additional paid-in capital	7,464,042
Accumulated other comprehensive income	58,947
Accumulated deficits	(4,940,411)
TOTAL STOCKHOLDERS' EQUITY	2,680,839
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	21,545,214

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

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(FORMERLY XACT AID, INC.) AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
(Expressed in US dollars)

	Nine months ended September 30		Three months ended September 30	
	2006	2005	2006	2005
	$ (Restated)	$ (Restated)	$ (Restated)	$ (Restated)
Sales:				
New and used vehicles	35,859,615	25,666,064	13,327,113	8,000,002
Parts and services	3,715,532	2,887,890	1,347,905	1,053,029
Net sales	39,575,147	28,553,954	14,675,018	9,053,031
Cost of sales:				
New and used vehicles	(30,863,133)	(22,733,762)	(11,455,667)	(6,852,238)
Parts and services	(1,160,336)	(1,027,159)	(373,758)	(367,909)
Total cost of sales	(32,023,469)	(23,760,921)	(11,829,425)	(7,220,147)
Gross profit:				
New and used vehicles	4,996,482	2,932,302	1,871,446	1,147,764
Parts and services	2,555,196	1,860,731	974,147	685,120
Total gross profit	7,551,678	4,793,033	2,845,593	1,832,884
Selling, general and administrative expenses	(6,592,739)	(4,644,806)	(2,420,939)	(1,775,131)
Operating earnings	958,939	148,227	424,654	57,753
Other (expenses)/income	(100,282)	85,403	(80,078)	97,815
Earnings before minority interests and income taxes	858,657	233,630	344,576	155,568
Minority interests	(437,915)	(119,151)	(175,734)	(79,339)
Provision (benefit) for income taxes	—	—	—	—
Net earnings	420,742	114,479	168,842	76,229
Earnings per share				
Basic	0.0043	0.0013	0.0017	0.0008
Diluted	0.0043	0.0013	0.0017	0.0008
Weighted average number of common stock outstanding				
Basic	97,714,710	89,689,881	96,607,467	89,689,881
Diluted	97,714,710	89,689,881	96,607,467	89,689,881

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

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(FORMERLY XACT AID, INC.) AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
(Expressed in US dollars)

	Nine months ended September 30	
	2006	2005
	$	$
Cash flows from operating activities:		
Net earnings	420,742	114,479
Adjustment to reconcile net earnings to net cash used in operating activities		
Minority interest	437,915	119,151
Depreciation expense	391,973	106,875
Other adjustments	78,924	(126,173)
Changes in operating assets and liabilities:		
Trade receivables	3,116,179	1,981,710
Bill receivables	—	430,749
Other current assets	529,752	(1,040,298)
Inventories	(3,558,837)	(2,459,999)
Trade payables	237,153	133,834
Other current liabilities	217,201	711,998
Net cash provided by/(used in) operating activities	1,871,002	(27,674)
Cash flows from investing activities:		
Cash acquired upon acquisition of a subsidiary	1,284	—
Purchases of property, plant and equipment	(783,016)	(97,648)
Advances to fellow subsidiaries / related parties	(2,770,608)	(874,432)
Repayments from/(advances to) an associate company	153,561	(1,000,742)
Net cash used in investing activities	(3,398,779)	(1,972,822)
Cash flows from financing activities:		
Increase in short-term borrowings and bills payable	1,284,651	1,464,889
Net cash provided by financing activities	1,284,651	1,464,889
Net decrease in cash and cash equivalents	(243,126)	(535,607)
Cash and cash equivalents, beginning of the period	452,754	1,078,333
Cash and cash equivalents, end of the period	209,628	542,726
Cash paid for:		
Interest	291,913	111,017
Income taxes	—	—

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

CHINA PREMIUM LIFESTYLE ENTERPRISE, INC.
(FORMERLY XACT AID, INC.) AND SUBSIDIARIES

CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (UNAUDITED)
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2006
(Expressed in US dollars)

	Common stock		Preferred stock		Additional paid-in	Accumulated	Accumulated other comprehensive	
	Shares	Amount	Shares	Amount	Capital	deficit	Income	Total
Balance at December 31, 2005	461,687	$ 5,919,064	-	-	1,646,577	(5,361,153)	46,176	2,250,664
Effect of reverse acquisition:								
Reverse acquisition equity acquired	25,767,493	(5,892,803)	-	-	-	-	-	(5,892,803)
Retire other reserves of the Company (Restated)	-	-	-	-	3,332,441	-	-	3,332,441
Issuance of common shares in share relation exchange pursuant to reformation agreement (Restated)	72,000,000	72,000	-	-	2,485,024	-	-	2,557,024
Comprehensive income								
Net earnings	-	-	-	-	-	420,742	-	420,742
Translation adjustments	-	-	-	-	-	-	12,771	12,771
Balance at September 30, 2006 (Restated)	98,229,180	98,261	-	-	7,464,042	(4,940,411)	58,947	2,680,839

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

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
FOR THE INTERIM PERIOD AS OF SEPTEMBER 30, 2006 AND
THE NINE AND THREE MONTH PERIODS ENDED SEPTEMBER 30, 2006 AND 2005

NOTE 1. BACKGROUND AND BASIS OF PRESENTATION

Background

China Premium Lifestyle Enterprise, Inc. (formerly Xact Aid, Inc.) (the "Company") was formed in the State of Nevada on April 19, 2004 for the purpose of sales and marketing of wound-specific first aid kit line of products.

On September 5, 2006, the Company acquired 49% of Technorient Limited, a Hong Kong Corporation ("Technorient"), through a reverse merger, with the result that the stockholders of Technorient became the beneficial owners of approximately 49% of the Company's common stock. The transaction was completed pursuant to a Share Exchange Agreement and was determined through arms-length negotiations between the Company and Technorient. On May 5, 2009, the Company entered into a Reformation Agreement with certain of the parties to the Share Exchange Agreement.

The share exchange resulted in a change of control whereby, in connection with the share exchange, the Company issued: (i) an aggregate of 89,689,881 shares of common stock in exchange for 49% of the issued and outstanding shares of Technorient; and (ii) an aggregate of 21,629,337 shares of common stock in connection with certain debt conversions. The 89,689,881 shares were issued in two tranches pursuant to the terms and conditions of the Share Exchange Agreement and the Reformation Agreement: (i) 72,000,000 shares of common stock were issued at closing of the share exchange on September 5, 2006; and (ii) an additional 3,537,977 shares of common stock were issued on December 7, 2007 upon the effectiveness of and giving effect to the Company's one-for-five reverse stock split (which shares would have been equal to 17,689,881 shares on a pre-reverse split basis). At September 30, 2006, 98,229,180 shares of common stock were issued and outstanding.

Immediately subsequent to the acquisition, the Company's former business operations ceased and the Company's operations now represent those of Technorient, which is physically located in Hong Kong. The transaction resulted in the management of Technorient having control of the financing and operating decisions of the combined enterprise after the transaction. The transaction was accounted for as a reverse acquisition, whereby Technorient is assumed to be the accounting acquirer.

Background of Technorient

Technorient is a corporation incorporated in Hong Kong. Technorient's immediate holding company is the Company and its ultimate holding company is Wo Kee Hong (Holdings) Limited ("WKH"), a company incorporated in Bermuda whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited.

Technorient is an investment holding company. Through its subsidiaries, Technorient offers a diversified range of automotive products and services including sales of new and used vehicles, vehicle maintenance and repair services, and sales of vehicle parts. Technorient's operations are located primarily located in Hong Kong.

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and the instructions to Form 10-QSB and Article 10 of Regulation S-X. Accordingly, they do not include all information and disclosures necessary for a presentation of the Company's financial position, results of operations and cash flows in conformity with accounting principles generally accepted in the United States. The accompanying condensed consolidated financial statements have been restated as described in Note 14.

The accompanying condensed consolidated financial statements of the Company have been prepared in accordance with the accounting principles generally accepted in the United States of America. The consolidated financial statements include the accounts of the Company and its subsidiaries. All significant intercompany transactions and balances have been eliminated. The reporting and functional currency of the Company is the U.S. dollar. The reporting and functional currency (the currency of the primary economic environment in which the entity operates) of its subsidiaries is in Hong Kong Dollars ("HKD"). Translation adjustments made upon consolidation are recognized as a separate component of stockholders' equity.

In the opinion of management, all adjustments (which include only normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows for all periods presented have been made. Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses. Actual results may differ from these estimates. The results of operations for the period ended September 30, 2006 are not necessarily indicative of the operating results that may be expected for the entire year ending December 31, 2006. The interim financial statements should be read in conjunction with the Company's annual financial statements included elsewhere in this filing.

NOTE 2. RECENT ACCOUNTING PRONOUNCEMENTS

In February 2006, the FASB issued SFAS 155, Accounting for Certain Hybrid Financial Instruments - an amendment of FASB Statements 133 and 140, ("SFAS 155"). SFAS will be effective for the Company beginning January 1, 2007. The statement permits interests in hybrid financial instruments that contain an embedded derivative that would otherwise require bifurcation, to be accounted for as a single financial instrument at fair value, with changes in fair value recognized in earnings. This election is permitted on an instrument-by-instrument basis for all hybrid financial instruments held, obtained, or issued as of the adoption date. The Company does not expect there to be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In June 2006, the FASB issued Interpretation 48, Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement No. 109 ("FIN 48"), which clarifies the accounting for uncertainty in tax positions. This Interpretation requires that the Company recognize in its financial statements the impact of a tax position if that position is more likely than not of being sustained on audit, based on the technical merits of the position. The provisions of FIN 48 are effective for the Company on January 1, 2007, with the cumulative effect of the change in accounting principle, if any, recorded as an adjustment to opening retained earnings. The Company does not expect there to be any significant impact of adopting FIN 48 on its consolidated financial position, cash flows and results of operations.

In September 2006, the FASB issued SFAS 157, Fair Value Measurements ("SFAS 157"), which provides guidance about how to measure assets and liabilities that use fair value. SFAS 157 will apply whenever another US GAAP standard requires (or permits) assets or liabilities to be measured at fair value but does not expand the use of fair value to any new circumstances. This standard also will require additional disclosures in both annual and quarterly reports. SFAS 157 will be effective for financial statements issued for fiscal years beginning after November 15, 2007, and will be adopted by the Company beginning in the first quarter of 2008. The Company does not expect there to be any significant impact of adopting this standard on its consolidated financial position, cash flows and results of operations.

In September 2006, the SEC staff issued Staff Accounting Bulletin ("SAB") 108, Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements ("SAB 108"). SAB 108 was issued to eliminate the diversity of practice in how public companies quantify misstatements of financial statements, including misstatements that were not material to prior years' financial statements. The Company will apply the provisions of SAB 108 to its annual financial statements for the year ending December 31, 2006. The Company has evaluated the potential impact of SAB 108 and does not believe the impact of the application of this guidance will be material to its consolidated financial position, cash flows and results of operations.

Other recent accounting pronouncements issued by the FASB (including its Emerging Issues Task Force ("EITF")), the American Institute of Certified Public Accountants ("AICPA"), and the SEC did not or are not believed by management to have a material impact on the Company's present or future financial statements.

NOTE 3. CONCENTRATION OF RISK

Concentration of Supplier Credit Risk

The Company relies on supplies from numerous vendors. For the nine months ended September 30, 2006 and 2005, the Company had two vendors that each accounted for more than 10% of total supply purchases for the periods. If the vendors terminate its relationship with the Company or if the Company's supply from the vendors is interrupted or terminated for any reason, the Company may not have sufficient time to replace the supply of products from the remaining vendors. Any such interruption would negatively impact the Company's ability to sell and distribute its products. However, the suppliers' concentration of credit risk does not pose any effect to the concentration of credit risk with respect to trade payables as the Company made the purchases through letters of credit.

Concentration of Credit Risk due to Geographic Location

The Company's business, assets and operations is currently focused on the sale of new and used vehicles in Hong Kong and is currently expanding its operations to People Republic of China ("PRC"), and accordingly, is affected to a significant degree by any economic, political and legal developments in Hong Kong and PRC.

NOTE 4. EARNINGS PER SHARE

Basic earnings per share is computed by dividing net earnings by the weighted average number of shares of common stock outstanding during the period. Diluted net earnings per share is computed by dividing net earnings by the weighted average number of shares of common stock and common stock equivalents, such as options and warrants, outstanding during the period.

NOTE 5. INVENTORY

Inventories by major categories at September 30, 2006 are summarized as follows:

	$
New vehicles	3,803,372
Used vehicles	3,316,087
Parts, accessories and other	1,498,156
	8,617,615

Vehicles of approximately $1,244,793 were pledged to secure the stocking loan outstanding as of September 30, 2006 (See Note 10).

NOTE 6. OTHER CURRENT ASSETS

The other current assets by major categories at September 30, 2006 are summarized as follows:

Deposits	348,129
Prepayments	671,359
Other receivables	1,988,945
Amount due from an intermediate holding company	27,066
Amount due from an associate	389,582
	$ 3,425,081

Prepayments at September 30, 2006 included approximately $584,700 in relation to legal and professional services.

NOTE 7. PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment, at September 30, 2006 are summarized as follows:

Leasehold improvements	2,529,677
Plant and machinery	1,196,183
Furniture, fixtures and office equipment	858,324
Motor vehicles	508,346
Total	5,092,530
Less: accumulated depreciation	(2,638,443)
	$ 2,454,087

Depreciation charged to the expense during the nine months ended September 30, 2006 and 2005 were $391,973 and $106,875, respectively.

NOTE 8. INVESTMENT IN AN ASSOCIATE

Investment in an associate at September 30, 2006 was $1,000,421.

In 2004, a subsidiary of the Company entered into a strategic alliance with Ferrari S.p.A. ("Ferrari") and Poly Technologies, Inc. ("Poly Technologies"), a subsidiary of Poly Group, to set up an Equity Joint Venture ("EJV") company, Ferrari Maserati Cars International Trading (Shanghai) Co., Ltd, in Mainland China. The EJV is the sole importer of "Ferrari" and "Maserati" cars in China, responsible for the import, marketing, dealer sales, spare parts and accessories supply, and after-sale technical supports for these unique global brands. The Company, Ferrari and Poly Technologies own 30%, 40% and 30% respectively in the EJV. The registered capital of the EJV was US$3 million and was contributed by the partners to the EJV in proportion to their respective equity interest. In August 2004, the EJV was formally set up, with the business license issued by the relevant PRC authority.

On December 30, 2005, a subsidiary of the Company and Ferrari entered into the Equity Interest Transfer Agreement relating to the transfer of 29% equity interest in the EJV, for a consideration of US$870,000. As of September 30, 2006, the disposal has yet to be approved by the relevant authorities in the PRC and the disposal has not become effective.

NOTE 9. INCOME TAXES

Deferred taxation recognized represents foreign unused tax loss carryforwards from prior years. The unused tax loss carry forwards have unlimited useful lives under the local regulation at where the unused tax losses were derived. As of September 30, 2006, unused tax loss carryforwards from prior years were approximately US$6.281 million.

Net deferred tax asset at September 30, 2006 consists of the following:

	$
Deferred tax asset and liabilities:	
Loss carryforwards	1,099,203
Gross deferred tax asset	1,099,203
Valuation allowance	(286,300)
Net deferred tax asset	812,903

Hong Kong Profits Tax is calculated at 17.5% of the estimated assessable profit arising in Hong Kong for the period. No provision of income tax has been provided for the nine months ended September 30, 2006 as the Company has unused tax loss carry forwards from prior years.

NOTE 10. SHORT-TERM BORROWINGS

The Company’s short-term borrowings at September 30, 2006 consist of the following:

	$
Bank borrowings	2,433,296
Stocking loan	916,645
	3,349,941

Vehicles of approximately $1,244,793 were pledged to secure the stocking loan outstanding as of September 30, 2006.

The bank borrowings, which are mainly used to finance the purchase of vehicles, are secured by pledge of certain fellow subsidiaries’ properties and are interest-bearing. The interest rates are generally based on the bank’s best lending rate plus a certain percentage and the credit lines are normally subject to periodic review. The range of effective interest rates (which are also equal to contracted interest rates) on the Company’s borrowings is from 8.5% to 9.25% per annum.

NOTE 11. OTHER CURRENT LIABILITIES

Other current liabilities by major categories at September 30, 2006 are summarized as follows:

	$
Trade payables	382,783
Accruals	1,292,803
Deposits received	9,117,281
Other payables	1,796,359
Amounts due to fellow subsidiaries	1,239
	12,590,465

The deposits received mainly represent the amounts received from customers in relation to the purchase of new vehicles. The customer is required to make a deposit when a sales contract is executed between the customer and the Company and the amount of deposit being made is in accordance to the terms and conditions of the sales contract.

NOTE 12. COMMITMENTS AND CONTINGENT LIABILITIES

Litigation, Claims and Assessments

From time to time the Company may be involved in various disputes and litigation matters arising in the normal course of business. It is the Company's belief that the resolution of these matters will not have a material adverse effect on its financial position or results of operations, however, management cannot provide assurance that damages that result in a material adverse effect on its financial position or results of operations will not be imposed in these matters. The Company accounts for contingent liabilities when it is probable that future expenditures will be made and such expenditures can be reasonably estimated.

Operating Lease Commitments

The Company leases its dealership facilities, service center facilities and office space under non-cancellable operating leases in Hong Kong and PRC. Minimum future rental payments required under non-cancellable operating leases in effect as of September 30, 2006 are as follows:

2006	$	272,080
2007		972,790
2008		74,129
	$	1,318,999

Rent expense for the nine months ended September 30, 2006 amounted to $847,592 (2005: $618,592).

NOTE 13. RELATED PARTY BALANCES AND TRANSACTIONS

The following is a summary of significant transactions among certain related parties and the Company during the nine months ended September 30, 2006 and 2005, and the significant balances among certain related parties and the Company at September 30, 2006:

Consolidated Income Statements:	Note	2006 $	2005
Sales to:			
- Ultimate holding company	(a)	166,158	—
- Fellow subsidiaries	(a)	—	253,846
- Associate	(a)	—	574,169
Purchases from:			
- Fellow subsidiaries	(a)	—	119,231
- Associate	(a)	1,044,820	—
Interest received from:			
- Fellow subsidiaries	(b)	19,783	49,050
Management fee paid to:			
- Ultimate holding company	(c)	232,258	426,597
Consolidated Balance Sheet:			
Amounts due from fellow subsidiaries:			
- Wo Kee Hong Limited	(d)	27,248	
Amounts due to fellow subsidiaries:			
- Shinwa Asia Pacific Company Limited	(d)	—	
- Stoneycroft Estates Limited	(d)	(14)	
- Wo Kee Advertising Limited	(d)	—	
- Wo Kee Hong Limited	(d)	—	
- Wo Kee Services Limited	(d)	(1,225)	
		(1,239)	
Amount due from/(to) ultimate holding company			
- Wo Kee Hong (Holdings) Limited	(d)	2,765,404	
Amount due from an intermediate holding company			
- Corich Enterprise Inc.	(d)	27,066	
Amount due from an associate			
- Ferrari Maserati Cars International Trading (Shanghai) Co. Ltd	(d)	389,582	

Notes:

(a) The transactions were carried out at market price or, where no market price was available, at cost plus a percentage profit mark-up.

(b) The loan advance to a fellow subsidiary is unsecured, bears interest at 9.25% per annum and repayable on demand.

(c) The transactions were carried out at terms agreed between both parties.

(d) The amounts due are unsecured, interest free and repayable on demand.

NOTE 14. RESTATEMENT OF FINANCIAL STATEMENTS

NOTE: The common stock numbers in the "Background" section of this Note 14 give effect to the Company's one-for-five reverse stock split (the "Reverse Stock Split") of its common stock, par value $0.005 per share, effective on December 7, 2007. However, the common stock numbers in the "Restatements" section of this Note 14 reflect the Company's pre-Reverse Stock Split capitalization, as in effect during the period covered by this Form 10-Q/A.

Background

In September 2006, the Company closed the transactions contemplated by that certain Share Exchange Agreement, dated July 15, 2006, by and among the Company, Fred De Luca, Corich Enterprises, Inc., a British Virgin Islands corporation, Herbert Adamczyk and Technorient Limited, a Hong Kong corporation (the "Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, the Company issued an aggregate of 972,728 shares (the "Exchange Shares") of Series A Convertible Preferred Stock in exchange for shares of the capital stock of Technorient.

In connection with the Share Exchange Agreement and prior to its closing, the Company entered into a consulting agreement dated July 15, 2006 with Happy Emerald Ltd. ("HEL") pursuant to which the Company issued to HEL 561,245 shares (the "HEL Shares") of Series A Convertible Preferred Stock in exchange for certain future services to be performed by HEL after the closing of the Share Exchange Agreement.

In January 2007, the Company authorized the delivery of 65,454 shares (the "Bern Noble Shares") of the HEL Shares to Bern Noble, Ltd. ("Bern Noble") for consulting services rendered by Bern Noble to the Company in connection with the Share Exchange Agreement. In March 2007, Bern Noble converted the Bern Noble Shares into 1,210,631 shares of common stock (on a post-Reverse Stock Split basis).

The following actions were also taken:

- on April 7, 2006, prior management filed an amendment to the Articles of Incorporation purporting to create a class of 100,000,000 shares of "blank check" preferred stock (the "Preferred Stock Amendment");

- on August 16, 2006, prior management filed an amendment to the Articles of Incorporation purporting to designate 2,000,000 shares of the "blank check" preferred stock as "Series A Convertible Preferred Stock" (the "Certificate of Designation"); and

- on December 18, 2006, the Company filed an amendment to the Articles of Incorporation purporting to increase the number of shares of authorized common stock from 100,000,000 shares to 400,000,000 shares (the "Common Stock Amendment").

On December 19, 2008, the Company filed an action in the United States District Court for the Central District of California (the "Federal Court Action"), for fraud, breach of fiduciary duty, breach of contract and conversion against HEL, certain members of the Company's prior management, including Fred De Luca, Charles Miseroy, Robert G. Pautsch and Federico Cabo, and certain other defendants. In the Federal Court Action, the Company alleged that:

- HEL had never performed any services under the consulting agreement; and

- the defendants, including the members of prior management, had (1) fraudulently obtained certificates for 495,596 shares of the Series A Convertible Preferred Stock, (2) improperly attempted to transfer the shares among themselves and their affiliates, (3) improperly converted 247,798 of the shares into 4,569,619 shares of common stock (on a post-Reverse Stock Split basis), and (4) sought to have the restrictive legend removed from the resulting shares of common stock.

During the pendency of the Federal Court Action, the Company's legal advisors discovered that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment had not been properly authorized. Specifically:

- each of the Preferred Stock Amendment and the Common Stock Amendment was approved only by the written consent of a majority of the Company's then-stockholders, whereas the By-Laws required such written consent to be approved unanimously; and

- at the time of the filing of the Certificate of Designation with the Nevada Secretary of State, the Articles of Incorporation did not authorize the Board of Directors to designate the rights, preferences and privileges of any "blank check" preferred stock.

The Company was advised that the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment were invalid and of no force and effect. Further, the Company was advised that the Company was never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares, and that any shares of common stock underlying such shares would also not have been authorized. In addition, the Company was advised that the Company was never authorized to issue any shares of common stock in excess of 100,000,000 shares.

Upon learning of the invalidity of the Preferred Stock Amendment, the Certificate of Designation and the Common Stock Amendment:

- current management took action to correct any potential defect in the transactions contemplated to acquire the shares of Technorient under the Share Exchange Agreement. On May 5, 2009, the Company entered into a reformation ("Reformation") of the Share Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of common stock (on a post-Reverse Stock Split basis) underlying the Exchange Shares were agreed to have been issued in lieu of the Exchange Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of the Company's common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing date of the Share Exchange Agreement, and that upon the effectiveness of and giving effect to the Reverse Stock Split on December 7, 2007, an aggregate of an additional 3,537,977 shares of common stock (on a post-Reverse Stock Split basis) were deemed to have been issued; and

- the Company amended its complaint in the Federal Court Action to allege that all of the disputed shares (the HEL Shares and, derivatively, the Bern Noble Shares), were void and subject to cancellation. Because of the uncertainty of the outcome of the Federal Court Action, however, the Company determined not to make any changes with respect to such shares on the Company's financial statements until the pending litigation was finally resolved through a judgment in or settlement of the Federal Court Action.

On March 1, 2010, the Company settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to the Company for cancellation all of the disputed shares, including 247,798 shares of the Series A Convertible Preferred Stock and 4,569,619 shares of common stock (on a post-Reverse Stock Split basis).

Further, in connection with the settlement, Bern Noble agreed to return to the Company for cancellation the 1,210,631 shares of common stock (on a post-Reverse Stock Split basis) that had originally been derived from the HEL Shares. The Company also agreed to replace the Bern Noble Shares with an equal number of new shares of common stock (on a post-Reverse Stock Split basis) in consideration of services rendered to the Company in 2006 in connection with the closing of the Share Exchange Agreement. The Company agreed to deliver the replacement shares in nine monthly installments.

Restatements

Certain items on the Company’s consolidated balance sheets, consolidated statements of operations and consolidated statements of stockholders’ equity and comprehensive income (loss) have been restated, based on the following:

- the Company’s determination that it was never authorized to issue any shares of any class or series of preferred stock, including the Exchange Shares, the Bern Noble Shares and the HEL Shares;

- the Company’s determination that the Preferred Stock Amendment, the Certificate of Designation designating the Series A Convertible Preferred Stock and the Common Stock Amendment were invalid and of no force and effect;

- the issuance of shares of common stock in connection with the Reformation;

- the cancellation and reissuance of the shares of common stock converted from the Bern Noble Shares (including the recognition of the receipt of the services performed by Bern Noble in 2006); and

- the settlement of the Federal Court Action.

The following describes the restatements to the Company’s condensed consolidated financial statements:

- on the condensed consolidated balance sheets, at September 30, 2006, preferred stock decreased by $1,534, common stock increased by $72,000 and additional paid-in-capital decreased by $70,466. Further, all references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted from the restated balance sheets at September 30, 2006;

- on the condensed consolidated statement of operations, for the three and nine months ended September 30, 2006, basic earnings per share decreased by $0.0283 and $0.1857, respectively, diluted earnings per share increased by $0.0017 and $0.0043, respectively, and for the three and nine months ended September 30, 2005, basic and diluted earnings per share increased by $0.0008 and $0.0013, respectively;

- for the three and nine months ended September 30, 2006, the basic weighted average number of outstanding shares increased by 90,069,541 and 95,511,453, respectively, and the diluted weighted average number of outstanding shares decreased by 51,369,672 and 45,927,760, respectively, and for the three and nine months ended September 30, 2005, the basic weighted average number of outstanding shares increased by 89,689,881 and the diluted weighted average number of outstanding shares decreased by 51,749,332; and

- on the condensed consolidated statement of stockholders' equity, at September 30, 2006, the number of issued and outstanding shares of preferred stock decreased to none from 1,533,973. In addition, at September 30, 2006, the number of issued and outstanding shares of common stock increased by 72,000,000 to 98,229,180.

The restatements had no impact on the Company’s cash or cash flows.

The condensed consolidated statements balance sheets have been restated as follows:

Condensed Consolidated Balance Sheets
(in thousands)

	As of September 30, 2006		
	As Previously Reported	**Adjustments**	**As Restated**
ASSETS	$	$	$
Current assets:			
Cash and cash equivalents	209,628	-	209,628
Trade receivables, net of allowance of $18,808	2,232,827	-	2,232,827
Inventories	8,617,615	-	8,617,615
Amount due from ultimate holding company	2,765,404	-	2,765,404
Amounts due from fellow subsidiaries	27,248	-	27,248
Other current assets	3,425,081	-	3,425,081
Total current assets	17,277,803	-	17,277,803
Property, plant and equipment, net	2,454,087	-	2,454,087
Investment in an associate	1,000,421	-	1,000,421
Deferred tax asset – non-current	812,903	-	812,903
TOTAL ASSETS	21,545,214	-	21,545,214
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Short-term borrowings	3,349,941	-	3,349,941
Other current liabilities	12,590,465	-	12,590,465
Total current liabilities	15,940,406	-	15,940,406
Other long-term liabilities	153,764	-	153,764
TOTAL LIABILITIES	16,094,170	-	16,094,170
Minority interests	2,770,205	-	2,770,205
Commitments and Contingencies			
Stockholders' equity			
Preferred stock			
Authorized: 100,000,000 common stock, par value $0.001			
Issued and outstanding: 2006: 1,533,973 (note 1)	1,534	(1,534)	-
Common stock	26,261	72,000	98,261
Authorized: 100,000,000 common stock, par value $0.001			
Issued and outstanding: 2006: 26,229,180 (note 2)			
Additional paid-in capital	7,534,508	(70,466)	7,464,042
Accumulated other comprehensive income	58,947	-	58,947
Accumulated deficit	(4,940,411)	-	(4,940,411)
TOTAL STOCKHOLDERS' EQUITY	2,680,839	-	2,680,839
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	21,545,214	-	21,545,214

Notes:

1. The Company did not have any authorized shares or any class or series of preferred stock at any of the dates referenced in the balance sheets. The references to an authorized class or series of preferred stock and any issued and outstanding shares of preferred stock have been deleted from the restated balance sheets at September 30, 2006.

2. At September 30, 2006, giving effect to the transactions related to the restatements discussed in this Note 14, there were issued and outstanding 98,229,180 shares of common stock

The condensed consolidated statement of operations have been restated as follows:

Condensed Consolidated Statement of Operations
(in thousands)

	For the 9 months ended September 30, 2006		
	As Previously Reported	Adjustments	As Restated
Sales:			
New and used vehicles	$ 35,859,615	$ -	$ 35,859,615
Parts and services	3,715,532	-	3,715,532
Net sales	39,575,147	-	39,575,147
Cost of sales:			
New and used vehicles	(30,863,133)	-	(30,863,133)
Parts and services	(1,160,336)	-	(1,160,336)
Total cost of sales	(32,023,469)	-	(32,023,469)
Gross profit:			
New and used vehicles	4,996,482	-	4,996,482
Parts and services	2,555,196	-	2,555,196
Total gross profit	7,551,678	-	7,551,678
Selling, general and administrative expenses	(6,592,739)	-	(6,592,739)
Operating earnings	958,939	-	958,939
Other income (expenses)	(100,282)	-	(100,282)
Earnings before minority interests and income taxes	858,657	-	858,657
Minority interests	(437,915)	-	(437,915)
Provision for income taxes	-	-	-
Net earnings	$ 420,742	$ -	$ 420,742
Earnings per share			
Basic	$ 0.19	$ (0.1857)	$ 0.0043
Diluted	$ 0.00	$ 0.0043	$ 0.0043
Weighted average number of common shares outstanding			
Basic	2,203,257	95,511,453	97,714,710
Diluted	143,642,470	(45,927,760)	97,714,710

	For the 3 months ended September 30, 2006		
	As Previously Reported	Adjustments	As Restated
Sales:			
New and used vehicles	$ 13,327,113	$ -	$ 13,327,113
Parts and services	1,347,905	-	1,347,905
Net sales	14,675,018	-	14,675,018
Cost of sales:			
New and used vehicles	(11,455,667)	-	(11,455,667)
Parts and services	(373,758)	-	(373,758)
Total cost of sales	(11,829,425)	-	(11,829,425)
Gross profit:			
New and used vehicles	1,871,446	-	1,871,446
Parts and services	974,147	-	974,147
Total gross profit	2,845,593	-	2,845,593
Selling, general and administrative expenses	(2,420,939)	-	(2,420,939)
Operating earnings	424,654	-	424,654
Other income (expenses)	(80,078)	-	(80,078)
Earnings before minority interests and income taxes	344,576	-	344,576
Minority interests	(175,734)	-	(175,734)
Provision for income taxes	-	-	-
Net earnings	$ 168,842	$ -	$ 168,842
Earnings per share			
Basic	$ 0.03	$ (0.0283)	$ 0.0017
Diluted	$ 0.00	$ 0.0017	$ 0.0017
Weighted average number of common shares outstanding			
Basic	6,537,926	90,069,541	96,607,467
Diluted	147,977,139	(51,369,672)	96,607,467

	For the 9 months ended September 30, 2005		
	As Previously Reported	Adjustments	As Restated
Sales:			
New and used vehicles	$ 25,666,064	$ -	$ 25,666,064
Parts and services	2,887,890	-	2,887,890
Net sales	28,553,954	-	28,553,954
Cost of sales:			
New and used vehicles	(22,733,762)	-	(22,733,762)
Parts and services	(1,027,159)	-	(1,027,159)
Total cost of sales	(23,760,921)	-	(23,760,921)
Gross profit:			
New and used vehicles	2,932,302	-	2,932,302
Parts and services	1,860,731	-	1,860,731
Total gross profit	4,793,033	-	4,793,033
Selling, general and administrative expenses	(4,644,806)	-	(4,644,806)
Operating earnings	148,227	-	148,227
Other income (expenses)	85,403	-	85,403
Earnings before minority interests and income taxes	233,630	-	233,630
Minority interests	(119,151)	-	(119,151)
Provision for income taxes	-	-	-
Net earnings	$ 114,479	$ -	$ 114,479
Earnings per share			
Basic	$ 0.00	$ 0.0013	$ 0.0013
Diluted	$ 0.00	$ 0.0013	$ 0.0013
Weighted average number of common shares outstanding			
Basic	N/A	89,689,881	89,689,881
Diluted	141,439,213	(51,749,332)	89,689,881

	For the 3 months ended September 30, 2005		
	As Previously Reported	Adjustments	As Restated
Sales:			
New and used vehicles	$ 8,000,002	$ -	$ 8,000,002
Parts and services	1,053,029	-	1,053,029
Net sales	9,053,031	-	9,053,031
Cost of sales:			
New and used vehicles	(6,852,238)	-	(6,852,238)
Parts and services	(367,909)	-	(367,909)
Total cost of sales	(7,220,147)	-	(7,220,147)
Gross profit:			
New and used vehicles	1,147,764	-	1,147,764
Parts and services	685,120	-	685,120
Total gross profit	1,832,884	-	1,832,884
Selling, general and administrative expenses	(1,775,131)	-	(1,775,131)
Operating earnings	57,753	-	57,753
Other income (expenses)	97,815	-	97,815
Earnings before minority interests and income taxes	155,568	-	155,568
Minority interests	(79,339)	-	(79,339)
Provision for income taxes	-	-	-
Net earnings	$ 76,229	$ -	$ 76,229
Earnings per share			
Basic	$ 0.00	$ 0.0008	$ 0.0008
Diluted	$ 0.00	$ 0.0008	$ 0.0008
Weighted average number of common shares outstanding			
Basic	N/A	89,689,881	89,689,881
Diluted	141,439,213	(51,749,332)	89,689,881

For the 9 months ended September 30, 2006

	Preferred stock		Common stock		Additional paid-in capital	Accumulated deficit	Accumulated other comprehensive income	Total stockholders' equity
	Shares	Amount	Shares	Amount				
As Previously Reported	1,533,973	1,534	26,229,180	26,261	7,534,508	(4,940,411)	58,947	2,680,839
Adjustments	(1,533,973)	(1,534)	72,000,000	72,000	(70,466)	-	-	-
As Restated	-	-	98,229,180	98,261	7,464,042	(4,940,411)	58,947	2,680,839

[End of condensed consolidated financial statements.]

ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

SAFE HARBOR STATEMENT

In addition to historical information, the information included in this Form 10-QSB contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Forward-looking statements involve numerous risks and uncertainties and should not be relied upon as predictions of future events. Certain such forward-looking statements can be identified by the use of forward-looking terminology such as "believes", "expects", "may", "might", "will", "should", "seeks", "intends", "plans", "pro forma", "estimates", or "anticipates" or other variations thereof or comparable terminology, or by discussions of strategy, plans or intentions. Such forward-looking statements are necessarily dependent on assumptions, data or methods that may be incorrect or imprecise and may be incapable of being realized. The following factors, among others, could cause actual results and future events to differ materially from those set forth or contemplated in the forward-looking statements: need for a significant amount of additional capital, lack of revenues and our ability to generate future revenues, uncertainty of development and availability of additional content networks, ability to distribute additional set-top boxes, regulatory issues in the United States and other countries commercialization and technology difficulties, the results of financing efforts and the effectiveness of our marketing strategies, changes or advances made by other in IPTV and internet technologies, general competitive and economic conditions. Readers are cautioned not to place undue reliance on forward-looking statements, which reflect our management's analysis only. We assume no obligation to update forward-looking statements.

Restatements

The Company is restating its consolidated financial statements as of September 30, 2006 and for the three and nine month periods ended September 30, 2006 and 2005 in this amendment to the Company's Quarterly Report on Form 10-Q/A for the period ended September 30, 2006. All amounts in Management's Discussion and Analysis of Financial Condition and Results of Operations that are the subject of these restatements in the financial statements filed herewith have been adjusted, as appropriate, for the effects of the restatement. For a more detailed discussion of the restatements and their underlying circumstances, please refer to the Explanatory Note at the beginning of this Report and Note 14 of the Notes to the consolidated financial statements included in this Report.

Introductory Comment

On September 5, 2006, the Company acquired 49% of Technorient Limited, a Hong Kong Corporation ("Technorient"), through a reverse merger, with the result that the stockholders of Technorient became the beneficial owners of approximately 49% of the Company's common stock. The transaction was completed pursuant to a Share Exchange Agreement and was determined through arms-length negotiations between the Company and Technorient. On May 5, 2009, the Company entered into a Reformation Agreement with certain of the parties to the Share Exchange Agreement.

The share exchange resulted in a change of control whereby, in connection with the share exchange, the Company issued: (i) an aggregate of 89,689,881 shares of common stock in exchange for 49% of the issued and outstanding shares of Technorient; and (ii) an aggregate of 21,629,337 shares of common stock in connection with certain debt conversions. The 89,689,881 shares were issued in two tranches pursuant to the terms and conditions of the Share Exchange Agreement and the Reformation Agreement: (i) 72,000,000 shares of common stock were issued at closing of the share exchange on September 5, 2006; and (ii) an additional 3,537,977 shares of common stock were issued on December 7, 2007 upon the effectiveness of and giving effect to the Company's one-for-five reverse stock split (which shares would have been equal to 17,689,881 shares on a pre-reverse split basis). At September 30, 2006, 98,229,180 shares of common stock were issued and outstanding.

Immediately subsequent to the acquisition, the Company's former business operations ceased and the Company's operations now represent those of Technorient, which is physically located in Hong Kong. The transaction resulted in the management of Technorient having control of the financing and operating decisions of the combined enterprise after the transaction. The transaction was accounted for as a reverse acquisition, whereby Technorient is assumed to be the accounting acquirer.

Technorient has a fiscal year end of December 31 and the Company has a fiscal year end of June 30. The Company's year end will be changed to December 31.

Overview

Critical Accounting Policies

Management's discussion and analysis of our financial condition and results of operations are based on our consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States. The preparation of these financial statements requires management to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. On an ongoing basis, management evaluates its estimates, including those related to impairment of long-lived assets, including finite lived intangible assets, accrued liabilities and certain expenses. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ materially from these estimates under different assumptions or conditions.

Our significant accounting policies are summarized in Note 2 of our unaudited financial statements for the year ended December 31, 2005.

Results of Operations

Comparison of Nine Months Ended September 30, 2006 vs. Nine Months Ended September 30, 2005

SALES

	Nine Months ended September 30, 2006			**Nine Months ended September 30, 2005**		
New and used vehicles	$	35.9 M	91%	$	25.7 M	90%
Parts and service	$	3.7 M	9%	$	2.9 M	10%
Total	$	39.6 M	100%	$	28.6 M	100%

Sales consist of sales of new and used vehicles, sale of parts, and services rendered for vehicle maintenance and repair.

Net sales were approximately $39,600,000 and $28,600,000 for the nine months ended September 30, 2006 and 2005, respectively. Net sales for the nine months ended September 30, 2006 increased by $11 million or 38% to $39.6 million, compared with the same period of 2005. The increase in sales was mainly contributed by the new and used vehicles trading segment. The increase in new car sales was fueled by the launch of new models, including the Ferrari F430 and Superamerica in the second half of 2005.

Increase in parts and service sales reflects the impact from the additional high-tech 3S (Sales, Service and Spare parts) centre that was opened in October 2005.

COST OF SALES

Cost of sales for nine months ended September 30, 2006 increased to approximately $32 million from approximately $23.8 million for nine months ended September 30, 2005, $8.2 million or 34% increase which was consistent with the increase in revenues.

GROSS PROFIT

For the nine months ended September 30, 2006, gross profit was approximately $7.6 million as compared to approximately $4.8 million for the same period of 2005, an increase of $2.8 million or 58%. Gross margin was 19.1% for the nine months ended September 30, 2006, an increase of 2.3% from 16.8% for the same period of 2005.

The increase in gross margin was mainly contributed by the new and used vehicles trading segment. This was caused by the launch of F430 Challenge, a highly acclaimed left hand drive racing car, in first half of 2006.

The fluctuation of the value of Euro had certain positive impact on gross margin on the parts and service segment as nearly all parts purchase cost were denominated in Euros while the revenue was denominated in HKD.

SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Selling, general and administrative expenses for the nine months ended September 30, 2006 was approximately $6.6 million or 16.7% of net sales compared to approximately $4.6 million or 16% of net sales for the same period of 2005. In general, the approximately $2 million or 43% increase in selling, general and administrative expenses was primarily due to the growth of revenues and rapid business expansion that had reflected in our increased marketing expenses, staff cost, rental expenses and depreciation.

Marketing expenses were approximately $480,000 for the nine months ended September 30, 2006, as compared to approximately $250,000 for the same period of 2005, an increase of $230,000 or 92%.

Due to the inauguration of new 3S centre in October 2005, the staff cost was increased from approximately $1.5 million for nine months ended September 30, 2005 to approximately $2.3 million for the same period of 2006, and rent, rate and building management fee, increased from approximately $0.7 million for nine months ended September 30, 2005 to approximately $1 million for the same period of 2006 Depreciation expense increased to approximately $400,000 for the nine months ended September 30, 2006, compared with depreciation expense of approximately $110,000 for the same period of 2005 due to the HKD2.1 million new investments in fixed asset in the new showroom and service centre.

OTHER EXPENSES/INCOME

Other expenses for the nine months ended September 30, 2006 increased to approximately $100,000 as compared with other income of approximately $85,000 for the same period of 2005. The $185,000 increase was mainly caused by the increased interest expenses. The interest expense for the nine months ended September 30, 2006 increased by approximately $180,000 to approximately $290,000 from approximately $110,000 for the same period of 2005. The funds for which the increased interest expense was incurred were used for working capital purposes, as well as new investment in fixed assets, to support the expansion of our business.

MINORITY INTERESTS

Minority interests for both periods presented represent outside ownership interests in subsidiaries that is consolidated with the parent for financial reporting purposes.

NET PROFIT

Net profit for the nine months ended September 30, 2006 increased by approximately $307,000 to a net profit of approximately $421,000 from approximately $114,000 for the same period of 2005 due to the factors discussed above.

Results of operations for the three months ended September 30, 2006 as compared to the three months ended September 30, 2005.

SALES

	Three Months ended September 30, 2006			Three Months ended September 30, 2005		
New and used vehicles	$	13.3 M	90%	$	8.0 M	88%
Parts and service	$	1.4 M	10%	$	1.1 M	12%
Total	$	14.7 M	100%	$	9.1 M	100%

Sales consist of sales of new and used vehicles, sale of parts, and services rendered for vehicle maintenance and repair.

Net sales were approximately $14,700,000 and $9,100,000 for the three months ended September 30, 2006 and 2005, respectively. Net sales for the three months ended September 30, 2006 increased by $5.6 million or 62% to $14.7 million, compared with the same period of 2005. The increase in sales was mainly contributed by the new and used vehicles trading segment.

Increase in parts and service sales reflects the impact from the additional high-tech 3S (Sales, Service and Spare parts) centre that was inaugurated in October 2005.

COST OF SALES

Cost of sales for three months ended September 30, 2006 increased to approximately $11.8 million from approximately $7.2 million for three months ended September 30, 2005, $ 4.6 million or 64% increase which was consistent with the increase in revenues.

GROSS PROFIT

For the three months ended September 30, 2006, gross profit was approximately $2.9 million as compared to approximately $1.8 million for the same period of 2005, an increase of $1.1 million or 61%. Gross margin was 19.7% for the three months ended September 30, 2006 that was comparable with the gross margin of 19.8% for the same period of 2005.

SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

Selling, general and administrative expenses for the three months ended September 30, 2006 was approximately $2.4 million or 16.3% of net sales compared to approximately $1.8 million or 19.8% of net sales for the same period of 2005. In general, the approximately $0.6 million or 33% increase in selling, general and administrative expenses was primarily due to the growth of revenues and rapid business expansion that had reflected in our increased marketing expenses, staff cost, rental expenses and depreciation.

Marketing expenses were approximately $261,000 for the three months ended September 30, 2006, as compared to approximately $129,000 for the same period of 2005, an increase of $132,000 or 102%.

Due to the inauguration of new 3S centre in October 2005, the staff cost was increased from approximately $500,000 for three months ended September 30, 2005 to approximately $790,000 for the same period of 2006, and rent, rate and building management fee, increased from approximately $280,000 for three months ended September 30, 2005 to approximately $350,000 for the same period of 2006. Depreciation expense increased to approximately $150,000 for the three months ended September 30, 2006, compared with depreciation expense of approximately $30,000 for the same period of 2005.

OTHER EXPENSES/INCOME

Other expenses for the three months ended September 30, 2006 increased to approximately $80,000 as compared with other income of approximately $98,000 for the same period of 2005. The increase of $178,000 was mainly caused by the increased interest expenses and share of the loss from associate. The interest expense for the three months ended September 30, 2006 increased by approximately $81,000 to approximately $113,000 from approximately $32,000 for the same period of 2005. The Company's share of the loss of approximately $34,000 was from the result of associate for three months ended September 30, 2006 as compared to the share of the gain of approximately $70,000 for the same period of 2005, an increase of 104,000.

MINORITY INTERESTS

Minority interests for both periods presented represent outside ownership interests in subsidiaries that is consolidated with the parent for financial reporting purposes.

NET PROFIT

Net profit for the three months ended September 30, 2006 increased by approximately $93,000 to a net profit of approximately $169,000 from approximately $76,000 for the same period of 2005 due to the factors discussed above.

LIQUIDITY AND CAPITAL RESOURCES

OPERATING - Our operations generated cash resources of approximately $1,871,000 for the nine months ended September 30, 2006, as compared to a negative operating cash flow of approximately $28,000 for the nine months ended September 30, 2005, primarily as a net result of the following:

- For the nine months ended September 30, 2006, cash flow provided by sales increased by approximately $1,116,000 to approximately $1,330,000. The increase was primarily as a result of the increase in sales.

- For the nine months ended September 30, 2006, inventory increased by approximately $3.6 million. The increase was consistent with our business growth especially for car trading segment.

- For the nine months ended September 30, 2006, the increase or decrease of various current operating assets and liabilities, included the aforementioned items, resulted in an aggregate increase of cash inflow from operations of approximately $540,000.

INVESTING - During the nine months ended September 30, 2006, we expended net cash of approximately $3,400,000 in the investing activities, including approximately $2,600,000 advances to group companies and associates. For the nine months ended September 30 2005, we utilized approximately $2,000,000 in investing activities, mainly included approximately $1,800,000 advances to group companies and associates.

FINANCING - During the nine months ended September 30, 2006, we made new net drawdown amounting to approximately $1,300,000 from banks. For the nine months ended September 30, 2005, the Company made new net drawdown amounting to approximately $1,500,000 from banks.

WORKING CAPITAL - Current assets exceeded current liabilities at September 30, 2006 by approximately $1,340,000, an increase of $650,000 from December 31, 2005. The ratio of our current assets to our current liabilities was 1.08 to 1 at September 30, 2006, 1.05 to 1 at December 31, 2005. At September 30, 2006, our current assets of approximately $17.3 million included approximately $8.6 million inventory that was funded by the operating cash flow and trade finance facilities. Our current liabilities of approximately $15.9 million included approximately $9.1 million of customer deposits. Given the exclusive nature and extremely limited production of Ferrari cars, our customers are willing to place material deposits in advance to the Company in order to secure their new car orders. This resulted in customer deposits of approximately $9.1 million, which deposits are included in “other current liabilities” of the Company as at September 30, 2006.

ITEM 3. Controls And Procedures

NOTE: This Item 3. Controls and Procedures has been updated to reflect the restatement of our audited financial statements for the years ended December 31, 2008, 2007 and 2006, the restatement of our unaudited interim financial statements for the periods ended September 30, 2006 through September 30, 2009, the amendment of certain Notes to our audited financial statements for our former fiscal year ended June 30, 2006 and the amendment of certain Notes to our unaudited interim financial statements for the period ended March 31, 2006, as discussed above in the Explanatory Note at the beginning of this Report and in Note 14 of the Notes to the consolidated financial statements included in this Report.

Reevaluation of Effectiveness of Internal Control over Financial Reporting and Disclosure Controls and Procedures

This Form 10-Q/A presents restatements of the financial statements for the covered period. In connection with this Form 10-Q/A, our management reevaluated the effectiveness of our internal control over financial reporting and our disclosure controls and procedures, as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), as of September 30, 2006. In assessing whether our internal control over financial reporting and disclosure controls and procedures were effective as of such date, our management considered the impact of the restatements to our consolidated audited financial statements for the period ended September 30, 2006, as outlined in Part I, Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations under the section heading " *Restatements* ", as well as our control environment. In connection with our reevaluation, we discovered material weaknesses in our internal control over financial reporting and determined that our disclosure controls and procedures were not adequate as of the end of the period covered by this report.

Our management is responsible for establishing and maintaining an adequate system of internal control over financial reporting as required by Section 404A of the Sarbanes-Oxley Act of 2002 ("SOX"). Our system of internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America ("GAAP"). Our internal control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect our transactions and dispositions of our assets;

- provide reasonable assurance that our transactions are recorded as necessary to permit preparation of our financial statements in accordance with GAAP, and that our receipts and expenditures are being made only in accordance with authorizations of our management and our directors; and

- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of our assets that could have a material effect on the financial statements.

Because of its inherent limitations, a system of internal control over financial reporting can provide only reasonable assurance and may not prevent or detect misstatements. Further, because of changes in conditions, effectiveness of internal controls over financial reporting may vary over time. Our system contains self monitoring mechanisms, and actions are taken to correct deficiencies as they are identified.

During the pendency of the Federal Court Action and preparing for our 2009 year end evaluation of effectiveness of our system of internal control over financial reporting based on the framework in *Internal Control-Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) and SEC guidance on conducting such assessments, our management concluded that our system of internal control over financial reporting was not effective as of the period ended March 31, 2006 through the period ended September 30, 2009, which resulted in restatements described in the Explanatory Note at the beginning of this Report and Note 14 of the Notes to the consolidated financial statements included in this Report.

Our management has identified internal control deficiencies which resulted in the material restatements described above and which, in our management's judgment, represented a material weakness in internal control over financial reporting. The control deficiencies related to controls over the accounting and disclosure for certain transactions to ensure that such transactions were recorded as necessary to permit preparation of financial statements and disclosure in accordance with GAAP.

Specifically, the control deficiencies related to:

- the invalid adoption of certain purported amendments to our Articles of Incorporation;

- the unauthorized issuance by prior management of shares of our capital stock; and

- the lack of recognition of the receipt of services from certain third party consultants on our financial statements.

A material weakness in internal controls is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements would not be prevented or detected on a timely basis by us.

In the course of our revised assessment of internal controls over financial reporting, we also re-assessed our disclosure controls and procedures as defined in Rule 13a-15(e) of the Exchange Act. Our management is responsible for establishing and maintaining an adequate system of disclosure controls and procedures designed to provide reasonable assurance that the information required to be disclosed by us in reports that we file and submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. Disclosure controls also are designed to reasonably assure that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Disclosure controls include components of internal control over financial reporting, which consists of control processes designated to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with United States generally accepted accounting principles.

We have determined that our material weakness in internal controls over financial reporting was also a weakness in our disclosure controls and procedures, since such weakness related to the disclosure controls which provide us with reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles.

In designing and evaluating the disclosure controls and procedures, our management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and in reaching a reasonable level of assurance our management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Based on its assessment, including consideration of the aforementioned material weaknesses, and the criteria discussed above, management has restated its conclusion relative to the effectiveness of our internal control over financial reporting and disclosure controls and procedures as of September 30, 2006. Accordingly, our management has concluded that our internal control over financial reporting and our disclosure controls and procedures were not effective as of September 30, 2006 to provide reasonable assurance that information required to be disclosed by us in the reports that we file under the Exchange Act is recorded, processed, and summarized within the appropriate periods.

Our management is responsible for establishing and maintaining an adequate system of disclosure controls and procedures designed to provide reasonable assurance that the information required to be disclosed by us in reports that we file and submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. Disclosure controls also are designed to reasonably assure that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures. Disclosure controls include components of internal control over financial reporting, which consists of control processes designated to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with GAAP.

We have determined that our material weakness in internal controls over financial reporting was also a weakness in our disclosure controls and procedures, since such weakness related to the disclosure controls which provide us with reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with GAAP.

In designing and evaluating the disclosure controls and procedures, our management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and in reaching a reasonable level of assurance our management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Based on its assessment, including consideration of the above-mentioned material weakness, and the criteria discussed above, management has restated its conclusion relative to the effectiveness of our internal control over financial reporting and disclosure controls and procedures as of September 30, 2006. Accordingly, our management has concluded that our internal control over financial reporting and that our disclosure controls and procedures were not effective as of September 30, 2006 to provide reasonable assurance that information required to be disclosed by us in the reports that we file under the Exchange Act is recorded, processed, and summarized within the appropriate periods.

Management will continue to evaluate the effectiveness of our internal controls over financial reporting and our disclosure controls and procedures on an ongoing basis, and has taken action and implemented improvements as necessary.

Changes in Internal Controls over Financial Reporting

No changes to our internal control over financial reporting or disclosure controls and procedures were made to rectify the material weakness during the period covered by this Form 10-Q/A because such weakness was not known at that time. However, subsequent to the period, we remediated this weakness by:

- retaining new advisors to advise us and adopting a policy to consult with such advisors (or other outside experts) regarding complex legal and accounting issues;

- completing a review and updated risk assessment of all of our financial controls and procedures; and

- reviewing and instituting controls for each weakness.

PART II. OTHER INFORMATION

ITEM 2. Unregistered Sales of Equity Securities and Use of Proceeds

On June 9, 2006, the Company entered into a share exchange agreement (the “Exchange Agreement”) with Technorient, Fred De Luca a director of the Company, Corich Enterprises Inc., a British Virgin Islands corporation (“Corich”), and Herbert Adamczyk. Subsequently, on July 15, 2006, the parties entered into an amended share exchange agreement, which agreement replaced in its entirety and superseded the Exchange Agreement (the “Amended Exchange Agreement”). Pursuant to the terms of the Amended Exchange Agreement, the Company agreed to acquire from Corich and Mr. Adamczyk (collectively, the “Sellers”) 49% of the outstanding, fully-diluted capital stock of Technorient in exchange for the Company issuing to the Sellers and Orient Financial Services Ltd. (“OFS”) 972,728 shares of Series A Convertible Preferred Stock (the “Series A Preferred Shares”) (the “Exchange”). The 972,728 Series A Preferred Shares were to be convertible into approximately 89,689,881 shares of common stock (on a pre-Reverse Stock Split basis), which, on an as-converted basis, represented 53.5% of the outstanding common stock of the Company on a fully diluted basis, taking into account the Exchange.

On September 5, 2006, pursuant to the Amended Exchange Agreement and after all of the conditions precedent to closing were satisfied, Corich and Mr. Adamczyk, as shareholders of Technorient, transferred 49% of the outstanding capital stock of Technorient on a fully diluted basis to the Company in exchange for the 972,728 Series A Preferred Shares. As a result of the Exchange, the Company became a 49% shareholder of Technorient on a fully-diluted basis. In connection with the Exchange, the Company issued: (i) an aggregate of 972,728 Series A Preferred Shares to the Sellers (in exchange for 49% of the issued and outstanding shares of Technorient) and OFS; (ii) 561,245 Series A Preferred Shares (the “HEL Shares”) to Happy Emerald Limited, a British Virgin Islands company (“HEL”), for consulting services to be provided to Technorient after the Exchange; and (iii) an aggregate of 21,629,337 shares of common stock in connection with certain conversions of outstanding debt. The Company believes that all recipients of shares in the Exchange were accredited investors. The issuance of the securities in the Exchange was exempt from registration under the Securities Act of 1933, as a transaction not involving a public offering under Section 4(2). After the closing of the Exchange, the Company’s main business became its 49% ownership interest in Technorient.

As discussed in the Explanatory Note at the beginning of this Report and as previously disclosed in the Company's Current Report on Form 8-K, as filed with the SEC on May 11, 2009, the Company later determined that it was never authorized to issue any shares of preferred stock. As a result, on May 5, 2009, we entered into a reformation ("Reformation") of the Amended Exchange Agreement pursuant to which the parties agreed that the 17,937,977 shares of common stock (on a post-Reverse Stock Split basis) underlying the Series A Preferred Shares issued to Corich and Mr. Adamczyk were agreed to have been issued in lieu of the Series A Preferred Shares themselves. Pursuant to the Reformation, the parties agreed that an aggregate of 14,400,000 shares of our common stock (on a post-Reverse Stock Split basis) were deemed to have been issued on the closing of the Exchange, and that upon the effectiveness of and giving effect to the Reverse Stock Split, an aggregate of an additional 3,537,977 (on a post-Reverse Stock Split basis) shares of common stock were deemed to have been issued. For a more detailed discussion of the Reformation, please refer to the Explanatory Note at the beginning of this Report and the Company's Current Report on Form 8-K, as filed with the SEC on May 11, 2009.

The Company was previously engaged in litigation regarding the HEL Shares (the "Federal Court Action"). On March 1, 2010, we settled the Federal Court Action. Under the terms of the settlement, the defendants agreed to return to us for cancellation all of the HEL Shares, including all shares of common stock that were converted therefrom. For a more detailed discussion of the Federal Court Action and the settlement, please refer to the Explanatory Note at the beginning of this Report and the Company's Current Report on Form 8-K, as filed with the SEC on March 5, 2010.

ITEM 6. Exhibits

Exhibit No.	**Description**
31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act
31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act
32.1	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

		CHINA PREMIUM LIFESTYLE ENTERPRISE, INC. **(FORMERLY XACT AID, INC.)** (Registrant)
Date: May 28, 2010	By:	/ s/ Richard Man Fai LEE Richard Man Fai LEE Chief Executive Officer and Director
Date: May 28, 2010	By:	/s/ Joseph Tik Tung WONG Joseph Tik Tung WONG Chief Financial Officer, Treasurer and Secretary

EXHIBIT 31.1

CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER
PURSUANT TO SECTION 302
OF THE SARBANES-OXLEY ACT OF 2002

I, Richard Man Fai LEE, certify that:

1. I have reviewed this quarterly report on Form 10-Q/A for the quarter ended September 30, 2006 of China Premium Lifestyle Enterprise, Inc.

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

   a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   c. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 28, 2010

/s/ Richard Man Fai LEE

Name: Richard Man Fai LEE
Its: Chief Executive Officer and Director

EXHIBIT 31.2

CERTIFICATION OF THE CHIEF FINANCIAL OFFICER
PURSUANT TO SECTION 302
OF THE SARBANES-OXLEY ACT OF 2002

I, Joseph Tik Tung WONG, certify that:

1. I have reviewed this quarterly report on Form 10-Q/A for the quarter ended September 30, 2006 of China Premium Lifestyle Enterprise, Inc.

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

   a. designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b. evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   c. disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions)

   a. all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b. any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 28, 2010

/s/ Joseph Tik Tung WONG
Name: Joseph Tik Tung WONG
Its: Chief Financial Officer, Treasurer and Secretary

EXHIBIT 32.1

CERTIFICATION

OF

CHIEF EXECUTIVE OFFICER

AND

CHIEF FINANCIAL OFFICER

PURSUANT TO 18 U.S.C. 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

I, Richard Man Fai LEE, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q/A of China Premium Lifestyle Enterprise, Inc. for the quarter ended September 30, 2006 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q/A fairly presents, in all material respects, the financial condition and results of operations of China Premium Lifestyle Enterprise, Inc.

I, Joseph Tik Tung WONG, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that the Quarterly Report on Form 10-Q/A of China Premium Lifestyle Enterprise, Inc. for the quarter ended September 30, 2006 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that information contained in such Quarterly Report on Form 10-Q/A fairly presents, in all material respects, the financial condition and results of operations of China Premium Lifestyle Enterprise, Inc.

May 28, 2010

By: /s/ Richard Man Fai LEE
Richard Man Fai LEE
Chief Executive Officer

May 28, 2010

By: /s/ Joseph Tik Tung WONG
Joseph Tik Tung WONG
Chief Financial Officer, Treasurer and Secretary

This certification accompanies the Form 10-Q/A to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of China Premium Lifestyle Enterprise, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Form 10-Q/A), irrespective of any general incorporation language contained in such filing.